

2-182A005



THE MARMON GROUP, INC.

225 West Washington Street, Chicago, Illinois 60606, Tel. (312) 372-9500, Fax (312) 845-5305, Telex 253112 CGO

June 19, 1992

RECORDATION NO. 14647 P FILED 1465

JUN 30 1992 -9 50 AM

INTERSTATE COMMERCE COMMISSION VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Interstate Commerce Commission
12th St. & Constitution Ave., N.W.
Washington, DC 20423

RECORDATION NO. 14647 F FILED 1465

JUN 30 1992 -9 50 AM

Attn: Ms. Mildred R. Lee
Room 2303

INTERSTATE COMMERCE COMMISSION

Re: Equipment Trust Agreement (Series P-4)
Recordation No. 14647

MOTOR OPERATING UNIT
JUN 30 9 42 AM '92

Dear Ms. Lee:

Enclosed are the original and two certified copies of the Second Supplemental Equipment Trust Agreement dated as of February 14, 1992, between Union Tank Car Company and The First National Bank of Chicago, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$32 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5457.

Thank you.

Sincerely,

Jean Fowler
Legal Assistant

/jff
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

6/30/92

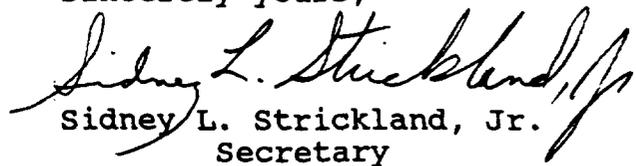
OFFICE OF THE SECRETARY

Jean Fowler
Legal Assistant
The Marmon Group, Inc
225 West Washington, St.
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/30/92 at 9:50am , and assigned recordation number(s). 14647-D & 14647-E

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

14647-A
FD 145

JUN 30 1992 -9 50 AM
INTERSTATE COMMERCE COMMISSION

BILL OF SALE

THE FIRST NATIONAL BANK OF CHICAGO
as Trustee under Equipment Trust Agreement
Dated April 15, 1985
(Series P-4)
to
UNION TANK CAR COMPANY

KNOW ALL MEN BY THESE PRESENTS, that The First National Bank of Chicago, as Trustee under that certain Equipment Trust Agreement ("Agreement") dated April 15, 1985, by and between Trustee and Union Tank Car Company ("Company"), in consideration of the conveyance to Trustee of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and other compliance by Company with the terms of the Agreement, and particularly Section 4.07 thereof with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, does hereby sell, assign, transfer, set over and deliver unto Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by Company to Trustee pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto, hereby warranting that such Equipment is free and clear from all liens and encumbrances of Trustee.

TO HAVE AND TO HOLD the said Equipment unto Company and its successors and assigns forever.

THIS BILL OF SALE releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, Trustee has caused this instrument to be duly executed by a proper corporate officer hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, as of May 26th, 1992.

THE FIRST NATIONAL BANK OF CHICAGO

(CORPORATE SEAL)

By: James A. [Signature]
Assistant Vice President

Attest:

Sharon McGrath
Its Trust Officer

STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

On this 26th day of May, 1992, before me, a Notary Public in and for said State and County, personally appeared Janice OTT Rotunno and Sharon McGrath, to me personally known, who being by me duly sworn did say that they are, respectively, Asst. Vice President and TROST OFFICER of The First National Bank of Chicago, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by prior authority; and said persons acknowledge that the execution of the foregoing instrument was the free act and deed of said Bank.

Somsri Helmer
Notary Public

My Commission Expires:



PROGRAM ACTB1027
 UNION TANK CAR COMPANY - TREASURERS DEPARTMENT
 SCHEDULE B - DESCRIPTION OF EQUIPMENT TRUST
 FOR SUBSTITUTION - TERMINATED CARS

CERTIFICATE TRUST SERIES: P004

RUN DATE: 02/14/92

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
2	COVE	5,820	UNPX123101, UNPX123105
2	LOC	5,800	UTCX58217, UTCX58528
2	TA	20,500	85846, 85849
2	TM	13,200	61199, 61281
2	TM	14,000	24436, 24514
2	TM	16,000	64941, 66962
5	TM	17,000	600038, 600042, 600071, 600083, 600139
1	TM	17,600	66939
1	TM	24,000	41236
8	TM	30,000	41102, 41106, 41111, 41128, 41163, 200003, 200011, 200046
1	TMI	15,500	PROX64013

28 TOTAL