

2-274A080

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11858-0
SEP 29 1992
INTERSTATE COMMERCE COMMISSION

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September 29, 1992

INTERSTATE COMMERCE COMMISSION

Sydney L. Strickland
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Washington, D.C. 20423
ATTN: Mrs. Mildred Lee

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one original executed copy and two notarized photostatic copies of the following documents:

1. First Amendment to Sixth Supplemental Trust Agreement executed by Union Tank Car Company, as Company, and The First National Bank of Boston, as Trustee, dated September 25, 1992.
2. First Amendment to Bill of Sale executed by Union Tank Car Company, as Company, and The First National Bank of Boston, as Trustee, dated September 28, 1992.

A description of the railroad equipment covered by the enclosed document is set forth in Amended Schedule B to both of the above-referenced documents.

These documents are to be filed in Recordation No. 11858, as amendments to the Equipment Trust Agreement dated May 15, 1980 and Bill of Sale dated July 28, 1992.

The names and addresses of the aforementioned parties to the enclosed documents are as follows:

Union Tank Car Company
39 South LaSalle Street
Chicago, Illinois 60603

SEP 29 4 35 PM '92
NOTICE OF FILING UNIT

Counterparts of [Signature]

HOGAN & HARTSON

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The First National Bank of Boston
P.O. Box 1618
Boston, Massachusetts 02105-1618

Enclosed is a check in the amount of \$32.00 payable to the order of the Interstate Commerce Commission, covering the required recordation fee. Kindly return two stamped photostatic copy of the enclosed document, as well as a stamped photostatic copy of this letter by return messenger.

Please feel free to contact me with any questions which you may have concerning the above.

Sincerely,



Peter F. Rousselot

Enclosures

cc: Patrick J. Allen, Esq.
Sheila Glancy, Esq.
Roland S. Gustafsen

2310R

REGISTRATION NO. 11858-Q ✓

FIRST AMENDMENT
TO
BILL OF SALE

SEP 29 1992 10 20 PM
INTERSTATE COMMERCE COMMISSION

THE FIRST NATIONAL BANK OF BOSTON
as Trustee under Equipment Trust Agreement
Dated as of May 15, 1980
(Series 17)
to

UNION TANK CAR COMPANY

THIS FIRST AMENDMENT TO BILL OF SALE is dated as of September 25, 1992, by The First National Bank of Boston, as Trustee ("Trustee").

Recitals

A. Trustee previously has executed a Bill of Sale dated as of July 28, 1992, in compliance with Section 5.06 of that Equipment Trust Agreement ("Trust Agreement") dated as of May 15, 1980, in order to convey to Union Tank Car Company ("Company") title to certain Equipment being released from the provisions of the Trust Agreement.

B. Schedule B to the Bill of Sale failed to list the new numbers which had been recorded with the Interstate Commerce Commission for certain of such Equipment.

C. Trustee wishes to amend the Bill of Sale by replacing the Schedule B which is attached to the Bill of Sale with that Amended Schedule B attached hereto.

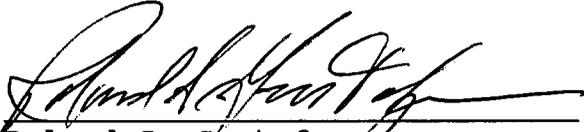
Witnesseth:

KNOW ALL MEN BY THESE PRESENTS, that The First National Bank of Boston, as Trustee under the Trust Agreement, does hereby amend the Bill of Sale dated as of July 28, 1992 and referred to above by replacing the Schedule B which is attached to the Bill of Sale with that Amended Schedule B which is attached hereto.

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 September 28, 1992.

THE FIRST NATIONAL BANK OF BOSTON
as Trustee

By: 
Roland S. Gustafsen
Account Manager

(CORPORATE SEAL)

Attest:


Its: ACCOUNT MANAGER

STATE OF MASSACHUSETTS))
) SS
COUNTY OF SUFFOLK)

On this 28th day of September, 1992, before me, a Notary Public in and for said State and County, personally appeared Roland S. Gustafsen and Patrick Thebado, to me personally known, who, being by me duly sworn, did say that they are ~~respectively~~, Account Managers and ~~_____~~ of The First National Bank of Boston, 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.

Antonia Lopes
Notary Public

My Commission Expires:

ANTONIA LOPES
NOTARY PUBLIC

~~My Commission Expires September 5, 1997~~

AMENDED SCHEDULE B

WCTR CAR	NEW NUMBER	WCTR CAR	NEW NUMBER
WCTR102200	QC 074063	WCTR102249	QC 074046
WCTR102201	QC 074003	WCTR102250	QC 074026
WCTR102202	QC 074074	WCTR102251	QC 074075
WCTR102203		WCTR102252	QC 074014
WCTR102204	QC 074085	WCTR102253	ICG 531842
WCTR102205	ICG 531895	WCTR102254	
WCTR102206		WCTR102255	QC 074099
WCTR102207	ICG 531818	WCTR102256	QC 074092
WCTR102208	ICG 531806	WCTR102257	
WCTR102209	QC 074032	WCTR102258	
WCTR102210	ICG 531893	WCTR102259	QC 074002
WCTR102211	ICG 531835	WCTR102260	
WCTR102212	QC 074093	WCTR102262	QC 074077
WCTR102213		WCTR102263	
WCTR102214	ICG 531826	WCTR102264	ICG 531870
WCTR102215		WCTR102265	ICG 531816
WCTR102216	QC 074080	WCTR102266	
WCTR102217		WCTR102267	
WCTR102218		WCTR102268	
WCTR102219	ICG 531868	WCTR102269	
WCTR102220		WCTR102270	ICG 531838
WCTR102222		WCTR102271	QC 074086
WCTR102223	QC 074006	WCTR102272	ICG 531848
WCTR102224	QC 074088	WCTR102273	
WCTR102225		WCTR102274	
WCTR102226	QC 074033	WCTR102275	QC 074039
WCTR102227	QC 074020	WCTR102276	QC 074036
WCTR102228		WCTR102277	
WCTR102229	ICG 531804	WCTR102278	ICG 531888
WCTR102230		WCTR102279	QC 074043
WCTR102231	ICG 531808	WCTR102280	ICG 531802
WCTR102232	QC 074055	WCTR102281	QC 074028
WCTR102233		WCTR102282	ICG 531894
WCTR102234	QC 074045	WCTR102283	ICG 531821
WCTR102235	QC 074057	WCTR102284	
WCTR102236	ICG 531867	WCTR102285	
WCTR102237	QC 074060	WCTR102286	
WCTR102238	QC 074061	WCTR102287	ICG 531885
WCTR102239	ICG 531839	WCTR102288	ICG 531899
WCTR102240		WCTR102289	QC 074012
WCTR102241	ICG 531811	WCTR102290	ICG 531836
WCTR102242		WCTR102292	QC 074010
WCTR102243	ICG 531803	WCTR102293	QC 074066
WCTR102244	QC 074015	WCTR102294	
WCTR102245		WCTR102295	QC 074067
WCTR102246	QC 074038	WCTR102296	
WCTR102247	ICG 531834	WCTR102297	
WCTR102248	QC 074000		