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140 BROADWAY  
NEW YORK 10005

*#15*  
*16678-H*

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0-037A006

February 6, 1990

*16678-H*  
FEB 11 1990  
INTERSTATE COMMERCE COMMISSION

BY HAND

Ms. Noreta R. McGee  
Secretary  
Room 2303  
Interstate Commerce Commission  
12th Street and  
Constitution Avenue, N.W.  
Washington, D.C. 20423

Re: Financing of Rail Cars for Occidental  
Chemical Corporation (1989-I)

Dear Ms. McGee:

Enclosed herewith for filing pursuant to Section 11303 of Title 49 of the United States Code are two (2) notarized originals of the document described below (the "Filed Document"):

1. Correcting Amendment (1989-I) dated as of December 28, 1989, a secondary document which corrects the Lease Agreement (1989-I) dated as of December 12, 1989, between ABB Credit Finans AB and Occidental Chemical Corporation, which was filed under Recordation No. 16678.

We request that the above-listed document be filed under Recordation No. 16678.

*Counterparts - Cf. Koppen*

*FILED*

Ms. Noreta R. McGee  
February 6, 1990  
Page 2

The parties to the above-listed document are as follows:

1. Correcting Amendment (1989-I): Occidental Chemical Corporation as Lessee and ABB Credit Finans AB as Lessor.

The addresses of the parties to the above-listed document are as follows:

ABB Credit Finans AB  
Nybrokajen 15  
S-111 48 Stockholm  
Sweden  
Attention: Vice President - Administration

Occidental Chemical Corporation  
Corporate Office  
Occidental Tower  
5005 LBJ Freeway  
P.O. Box 809050  
Dallas, Texas 75380  
Attention: Debt Compliance

The railway equipment covered by the secondary document listed above consists of 192 General Purpose Tank Cars manufactured by Union Tank Car Company, bearing identification numbers HOKX 111351-111542, inclusive.

If you have any questions or wish to discuss the Filed Document, please telephone Linda Aprahamian (212-820-1915) or the undersigned at the number above.

A fee of \$15.00 is enclosed. Kindly stamp with the appropriate recordation number and return one of the two enclosed originals of the Filed Document to the person delivering the same. Also, please stamp and return to the person delivering the Filed Document the enclosed two copies of this letter to indicate receipt and recordation today of such letter and the Filed Document.

Ms. Noreta R. McGee  
February 6, 1990  
Page 3

A Short Summary of the document to appear in the index follows:

1. Correcting Amendment (1989-I) to the Lease Agreement (1989-I) with Recordation No. 16678, dated as of December 28, 1989 and covering 192 General Purpose Tank Cars manufactured by Union Tank Car Company bearing identification numbers HOKX 111351-111542, inclusive.

Respectfully submitted,

*J. M. Juhas*

Joseph M. Juhas

Enclosures

**Interstate Commerce Commission**

Washington, D.C. 20423

2/6/90

OFFICE OF THE SECRETARY

Joseph M. Juhas  
Dewey, Ballantine, Bushby, Palmer & Wood  
140 Broadway  
New York, New York 10005

Dear :Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/6/90 at 11:50AM, and assigned recordation number(s). 16678-H, 16679-H and 16680-H

Sincerely yours,



Noreta R. McGee  
Secretary

Enclosure(s)

16678-H  
FEB 1990

FEB 1990

FEB 1990

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**CORRECTING AMENDMENT  
(1989-I)**

dated as of

December 28, 1989

between

**ABB CREDIT FINANS AB,**  
Lessor

and

**OCCIDENTAL CHEMICAL CORPORATION,**  
Lessee

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**RAIL CARS**

THIS CORRECTING AMENDMENT is dated as of the 28th day of December, 1989, BETWEEN

ABB Credit Finans AB, a corporation organized and existing under the laws of the Kingdom of Sweden ("Lessor"); and

Occidental Chemical Corporation, a New York corporation ("Lessee").

W I T N E S E T H :

WHEREAS, Lessor and Lessee have heretofore entered into that certain Lease Agreement (1989-I) dated as of December 12, 1989 (herein called the "Lease"), the terms defined in the Lease being herein used with the same meanings;

WHEREAS, the Lease was filed with the Interstate Commerce Commission (the "ICC") on December 28, 1989 pursuant to Section 11303 of Title 49 of the United States Code, as one document and has been assigned Recordation No. 16678;

WHEREAS, the parties have determined that Schedule I in the copy of the Lease so filed with the ICC was incorrectly stated in respect of certain cost items, and they wish to correct such filing;

NOW, THEREFORE, the parties agree as follows:

1. Schedule I attached hereto is substituted for Schedule I of the Lease previously recorded by the ICC on December 28, 1989 under Recordation No. 16678.

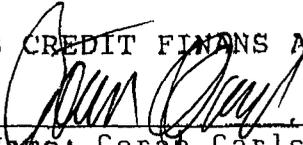
2. This Correcting Amendment shall in all respects be governed by and construed in accordance with the laws of the Kingdom of Sweden.

3. This Correcting Amendment may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall together constitute but one and the same instrument.

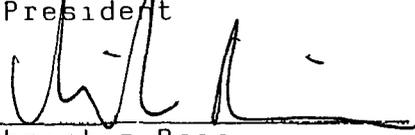
INTENDING TO BE LEGALLY BOUND, the parties hereto have caused this Correcting Amendment to be duly executed as of the date written above.

ABB CREDIT FINANS AB

By

  
Name: Goran Carlsson  
Title: President

By

  
Name: Christer Bois  
Title: Legal Counsel

OCCIDENTAL CHEMICAL CORPORATION

By

\_\_\_\_\_  
Name:  
Title:

INTENDING TO BE LEGALLY BOUND, the parties hereto have caused this Correcting Amendment to be duly executed as of the date written above.

ABB CREDIT FINANS AB

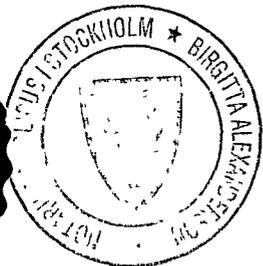
By \_\_\_\_\_  
Name:  
Title:

By \_\_\_\_\_  
Name:  
Title:

OCCIDENTAL CHEMICAL CORPORATION

By Joe K Blaine  
Name: Joe K. Blaine  
Title: Attorney-in-Fact

On this 30th day of January, 1990, before me personally appeared Göran Carlsson to me personally known, who says that he is the President of ABB CREDIT FINANS AB, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.



*Birgitta Alenstam*

Notary Public

My Commission Expires: *unlimited*

On this 30th day of January, 1990, before me personally appeared Christer Bois to me personally known, who says that he is the legal counsel of ABB CREDIT FINANS AB, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

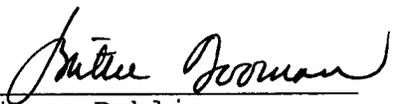
*Birgitta Alenstam*

Notary Public

My Commission Expires: *unlimited*

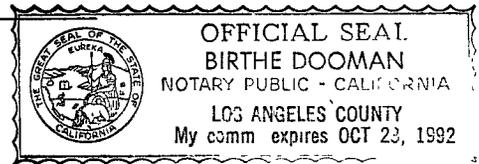
State of California )  
 ) ss  
County of Los Angeles)

On this 30<sup>th</sup> day of January, 1990, before me personally appeared Joe K. Blaine to me personally known, who being by me duly sworn, says that he is an attorney-in-fact of OCCIDENTAL CHEMICAL CORPORATION, as Lessee under such instrument, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

My Commission Expires: \_\_\_\_\_

[SEAL]



Schedule I to Lease  
Agreement (1989 - I)

I. Equipment Description and Specifications

A. General Purpose Tank Cars

Type: 16,000 gallon nominal capacity general purpose tank cars

Quantity: 192

Reporting Marks: HOKX 111351 - HOKX 111542

Manufacturer: Union Tank Car Company

AAR Mechanical Designation: DOT 111A100W3

Specifications: Compartments - 1  
Light Weight - 59,600 lbs.  
Length over strikers - 39' 7-1/2"  
Length over truck centers - 27' 4"  
Height - 14' 8-11/16"  
Width - 10' 8"  
Plate Specification - ASTM A516 Gr. 70.  
Diameter -111" O.D.  
Exterior Serpentine heater coils (4 runs, 8" half oval) stub sill design, truck mounted brakes, NFL roller bearings, 36" wheels, 4" lb. density fiberglass insulation, 11 ga. steel jacket, lining optional, 100 ton ride controlled grade B trucks, Miner Crown SE draft gears, 14" UTC design center plate, double shelf couplers, high friction brake shoes.

SCHEDULE I  
LEASE AGREEMENT  
(1989-I)

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY  
NUMBER AND TYPE: (192) General Purpose Tank Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
HOKI 111351	\$55,577.91	HOKI 111378	\$55,577.91
HOKI 111352	\$55,577.91	HOKI 111379	\$55,622.91
HOKI 111353	\$55,577.91	HOKI 111380	\$55,622.91
HOKI 111354	\$55,622.91	HOKI 111381	\$55,622.91
HOKI 111355	\$55,577.91	HOKI 111382	\$55,622.91
HOKI 111356	\$55,560.19	HOKI 111383	\$55,622.91
HOKI 111357	\$55,622.91	HOKI 111384	\$55,577.91
HOKI 111358	\$55,622.91	HOKI 111385	\$55,577.91
HOKI 111359	\$55,560.19	HOKI 111386	\$55,577.91
HOKI 111360	\$55,622.91	HOKI 111387	\$55,577.91
HOKI 111361	\$55,577.91	HOKI 111388	\$55,622.91
HOKI 111362	\$55,622.91	HOKI 111389	\$55,622.91
HOKI 111363	\$55,560.19	HOKI 111390	\$55,622.91
HOKI 111364	\$55,622.91	HOKI 111391	\$55,622.91
HOKI 111365	\$55,560.19	HOKI 111392	\$55,622.91
HOKI 111366	\$55,577.91	HOKI 111393	\$55,622.91
HOKI 111367	\$55,577.91	HOKI 111394	\$55,622.91
HOKI 111368	\$55,577.91	HOKI 111395	\$55,622.91
HOKI 111369	\$55,577.91	HOKI 111396	\$55,622.91
HOKI 111370	\$55,560.19	HOKI 111397	\$55,622.91
HOKI 111371	\$55,622.91	HOKI 111398	\$55,622.91
HOKI 111372	\$55,622.91	HOKI 111399	\$55,622.91
HOKI 111373	\$55,577.91	HOKI 111400	\$55,622.91
HOKI 111374	\$55,577.91	HOKI 111401	\$56,107.91
HOKI 111375	\$55,622.91	HOKI 111402	\$56,107.91
HOKI 111376	\$55,577.91	HOKI 111403	\$56,107.91
HOKI 111377	\$55,577.91	HOKI 111404	\$56,107.91

SCHEDULE I  
LEASE AGREEMENT  
(1989-I)

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY  
NUMBER AND TYPE: (192) General Purpose Tank Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
HOKX 111405	\$56,107.91	HOKX 111432	\$55,622.91
HOKX 111406	\$56,107.91	HOKX 111433	\$55,622.91
HOKX 111407	\$56,469.91	HOKX 111434	\$55,622.91
HOKX 111408	\$55,622.91	HOKX 111435	\$55,622.91
HOKX 111409	\$55,622.91	HOKX 111436	\$55,622.91
HOKX 111410	\$55,622.91	HOKX 111437	\$55,622.91
HOKX 111411	\$55,622.91	HOKX 111438	\$55,622.91
HOKX 111412	\$55,622.91	HOKX 111439	\$52,324.91
HOKX 111413	\$55,622.91	HOKX 111440	\$55,622.91
HOKX 111414	\$55,622.91	HOKX 111441	\$55,622.91
HOKX 111415	\$55,622.91	HOKX 111442	\$55,622.91
HOKX 111416	\$55,622.91	HOKX 111443	\$55,622.91
HOKX 111417	\$55,622.91	HOKX 111444	\$55,622.91
HOKX 111418	\$55,622.91	HOKX 111445	\$55,622.91
HOKX 111419	\$55,622.91	HOKX 111446	\$55,622.91
HOKX 111420	\$55,654.91	HOKX 111447	\$55,622.91
HOKX 111421	\$55,622.91	HOKX 111448	\$55,622.91
HOKX 111422	\$55,622.91	HOKX 111449	\$55,622.91
HOKX 111423	\$55,622.91	HOKX 111450	\$55,622.91
HOKX 111424	\$55,622.91	HOKX 111451	\$55,622.91
HOKX 111425	\$55,622.91	HOKX 111452	\$55,622.91
HOKX 111426	\$55,622.91	HOKX 111453	\$55,622.91
HOKX 111427	\$55,622.91	HOKX 111454	\$55,622.91
HOKX 111428	\$52,324.91	HOKX 111455	\$55,622.91
HOKX 111429	\$52,324.91	HOKX 111456	\$55,622.91
HOKX 111430	\$55,622.91	HOKX 111457	\$55,622.91
HOKX 111431	\$55,622.91	HOKX 111458	\$55,622.91

SCHEDULE I  
LEASE AGREEMENT  
(1989-I)

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY  
NUMBER AND TYPE: (192) General Purpose Tank Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
HOKI 111459	\$55,622.91	HOKI 111486	\$55,622.91
HOKI 111460	\$55,622.91	HOKI 111487	\$55,622.91
HOKI 111461	\$55,622.91	HOKI 111488	\$55,622.91
HOKI 111462	\$55,622.91	HOKI 111489	\$55,622.91
HOKI 111463	\$55,622.91	HOKI 111490	\$55,622.91
HOKI 111464	\$55,622.91	HOKI 111491	\$55,579.91
HOKI 111465	\$55,622.91	HOKI 111492	\$55,579.91
HOKI 111466	\$55,622.91	HOKI 111493	\$55,622.91
HOKI 111467	\$55,622.91	HOKI 111494	\$55,622.91
HOKI 111468	\$55,622.91	HOKI 111495	\$55,579.91
HOKI 111469	\$55,622.91	HOKI 111496	\$55,622.91
HOKI 111470	\$55,622.91	HOKI 111497	\$55,622.91
HOKI 111471	\$55,622.91	HOKI 111498	\$55,622.91
HOKI 111472	\$55,622.91	HOKI 111499	\$55,622.91
HOKI 111473	\$55,622.91	HOKI 111500	\$55,622.91
HOKI 111474	\$55,654.91	HOKI 111501	\$55,579.91
HOKI 111475	\$55,622.91	HOKI 111502	\$55,622.91
HOKI 111476	\$55,622.91	HOKI 111503	\$55,622.91
HOKI 111477	\$55,622.91	HOKI 111504	\$55,622.91
HOKI 111478	\$55,622.91	HOKI 111505	\$55,579.91
HOKI 111479	\$55,622.91	HOKI 111506	\$55,579.91
HOKI 111480	\$55,622.91	HOKI 111507	\$55,622.91
HOKI 111481	\$55,622.91	HOKI 111508	\$55,579.91
HOKI 111482	\$55,622.91	HOKI 111509	\$55,622.91
HOKI 111483	\$55,622.91	HOKI 111510	\$55,622.91
HOKI 111484	\$55,622.91	HOKI 111511	\$55,622.91
HOKI 111485	\$55,622.91	HOKI 111512	\$55,622.91

SCHEDULE I  
LEASE AGREEMENT  
(1989-I)

II.

EQUIPMENT

MANUFACTURER: UNION TANK CAR COMPANY  
NUMBER AND TYPE: (192) General Purpose Tank Cars

<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>	<u>Identification Number</u>	<u>Lessor's Cost (Dollars)</u>
HOKX 111513	\$55,579.91	HOKX 111540	\$55,622.91
HOKX 111514	\$55,622.91	HOKX 111541	\$55,579.91
HOKX 111515	\$55,579.91	HOKX 111542	\$55,579.91
HOKX 111516	\$55,622.91		
HOKX 111517	\$55,654.91		
HOKX 111518	\$55,622.91		
HOKX 111519	\$55,622.91		
HOKX 111520	\$55,622.91		
HOKX 111521	\$55,654.91		
HOKX 111522	\$55,654.91		
HOKX 111523	\$55,622.91		
HOKX 111524	\$55,622.91		
HOKX 111525	\$55,579.91		
HOKX 111526	\$55,622.91		
HOKX 111527	\$55,654.91		
HOKX 111528	\$55,579.91		
HOKX 111529	\$55,622.91		
HOKX 111530	\$55,579.91		
HOKX 111531	\$55,622.91		
HOKX 111532	\$55,622.91		
HOKX 111533	\$55,579.91		
HOKX 111534	\$55,622.91		
HOKX 111535	\$55,579.91		
HOKX 111536	\$55,579.91		
HOKX 111537	\$55,622.91		
HOKX 111538	\$55,579.91		
HOKX 111539	\$55,579.91		
		(192 Cars)	\$10,671,713.12