

16685-C

#60 New Number

DEC 28 1989 -10 05 AM

- A  
- B  
- C

INTERSTATE COMMERCE COMMISSION  
ELIAS C ALVORD (1942)  
ELLSWORTH C ALVORD (1964)

LAW OFFICES

ALVORD AND ALVORD

16685 A

ROBERT W ALVORD\*  
CHARLES T KAPPLER  
JOHN H DOYLE\*  
RICHARD N BAGENSTOS  
JAMES C MARTIN, JR\*

240 WORLD CENTER BUILDING

618 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2266

DEC 28 1989 -10 05 AM

INTERSTATE COMMERCE COMMISSION

OF COUNSEL  
URBAN A LESTER

ABLE ADDRESS  
ALVORD

TELEX  
440367 A AND A

TELEFAX  
(202) 393-2156

\* ALSO ADMITTED IN NEW YORK  
\* ALSO ADMITTED IN MARYLAND

DEC 28 1989 -10 05 AM

December 28, 1989

INTERSTATE COMMERCE COMMISSION

9-362A027

16685

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

16685  
RECORDATION NO FILED 1989

DEC 28 1989 -10 05 AM

DEC 28 1989 -10 05 AM

INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four (4) fully executed original copies # each of four (4) related primary documents described as 1) Assignment and Purchase Agreement (1989) dated as of December 2, 1989 ("Assignment") 2) Memorandum of Trust Indenture and Security Agreement dated as of December 2, 1989 ("Security Agreement"), 3) Memorandum of Trust Agreement dated as of December 2, 1989 ("Trust Agreement") and 4) Memorandum of Equipment Lease dated as of December 2, 1989 ("Lease").

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

Assignment

Assignor: Oxy Petrochemicals Inc.  
Five Greenway Plaza  
Suite 2500  
Houston, TX 77046

Assignee: The Connecticut National Bank  
777 Main Street  
Hartford, CT 06115

Security Agreement:

Owner Trustee: The Connecticut National Bank  
777 Main Street, MSN 238  
Hartford, CT 06115

Indenture Trustee: Mercantile-Safe Deposit and Trust Company  
2 Hopkins Plaza  
Baltimore, MD 21201

\* Two Copies of document 1).

*Vertical handwritten notes on the left margin, including a signature.*

Ms. Noreta R. McGee  
December 28, 1989  
Page 2

Trust Agreement:

Trustor: Ford Motor Credit Company  
c/o United States Capital Equipment  
Fairlane Plaza South, Suite 700  
330 Town Center Drive  
Dearborn, MI 48126

Trustee: The Connecticut National Bank  
777 Main Street, MSN 238  
Hartford, CT 06115

Lease

Lessor: The Connecticut National Bank, as Owner Trustee  
777 Main Street, MSN 238  
Hartford, CT 06115

Lessee: Oxy Petrochemicals, Inc.  
Five Greenway Plaza  
Suite 2500  
Houston, TX 77046

A description of the railroad equipment covered by the enclosed documents is set forth in Schedule A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$60 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

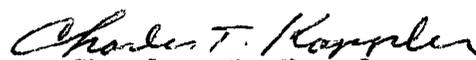
Kindly return stamped copies of the enclosed documents not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Suite 200, Washington, D.C. 20006.

Ms. Noreta R. McGee  
December 28, 1989  
Page 3

A short summary of the enclosed documents to appear in the Commission's Index is:

Assignment and Purchase Agreement (1989) between Oxy Petrochemicals, Inc. ("Oxy"), Assignor, and The Connecticut National Bank, Owner Trustee ("CNB"), Memorandum of Trust Indenture and Security Agreement between "CNB" and Mercantile-Safe Deposit and Company, Indenture Trustee; Memorandum of Trust Agreement between Ford Motor Credit Company, Trustor, and CNB; and Memorandum of Equipment Lease between CNB, Lessor, and OXY, Lessee, each dated as of December 2, 1989, covering railcars.

Very truly yours,

  
Charles T. Kappler

CTK/skh  
Enclosures



REGISTRATION NO. 26685 D FILED 1425

MAY 26 1993 4:15 PM

INTERSTATE COMMERCE COMMISSION

May 18, 1993

Secretary  
Interstate Commerce Commission  
12th Street at Constitution Avenue  
Room 2303  
Attn: Ms. Mildred R. Lee  
Washington, D.C. 20423

Re: Shawmut Bank Connecticut, National Association

Ladies and Gentlemen:

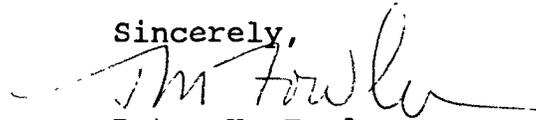
Notice is hereby given that on January 11, 1993, The Connecticut National Bank changed its name to Shawmut Bank Connecticut, National Association ("Shawmut Bank"). The name change was a change in legal name only; no other corporate action was involved. Shawmut Bank continues to maintain its principal corporate trust office at 777 Main Street, Hartford, CT 06115. Enclosed with this letter is a Certificate issued by the Comptroller of the Currency evidencing the name change.

Shawmut Bank acts as owner trustee in railroad rolling stock lease transactions where certain of the financing instruments are filed with the Interstate Commerce Commission (the "ICC"). We retained special ICC counsel, who advised us to notify the ICC on a transactional basis of our name change. Accordingly, please amend your records with respect to the following filings to reflect the name change to Shawmut Bank:

<u>TRANSACTION</u>	<u>ICC RECORDATION DATA</u>	<u>DATE</u>
Trailer Train/CSA	16762, -B, -C	2/13/90
Trust 31C dated 1/2/90	16763-D	5/23/91

Please let me know if you require any additional information or if I can be of further assistance.

Sincerely,

A handwritten signature in cursive script, appearing to read "Peter H. Fowler". The signature is written in black ink and is positioned above the typed name.

Peter H. Fowler,  
Vice President

13606\_1C.DOC/S8



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Comptroller of the Currency  
Administrator of National Banks

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Washington, D.C. 20219

CERTIFICATE

I, Stephen R. Steinbrink, Acting Comptroller of the Currency, do hereby certify that:

1. The Comptroller of the Currency, pursuant to Revised Statutes 324, et seq., as amended, 12 U.S.C. 1, et seq., as amended, has possession, custody and control of all records pertaining to the chartering, regulation and supervision of all National Banking Associations.
2. Effective January 11, 1993 the title of "The Connecticut National Bank", Hartford, Connecticut, (Charter No. 1338), was changed to "Shawmut Bank Connecticut, National Association".

IN TESTIMONY WHEREOF, I have hereunto subscribed my name and caused my seal of office to be affixed to these presents at the Treasury Department, in the City of Washington and District of Columbia, this 27th day of January, 1993.



Acting Comptroller of the Currency

CERTIFICATION

I, Barbara G. Hager, hereby certify that the attached is a true and correct copy of the original, signed on May 18, 1993, by Peter H. Fowler, Vice President of Shawmut Bank Connecticut, National Association.

Barbara G. Hager  
Barbara G. Hager  
Notary Public



My Commission expires March 31, 1996



RECORDATION NO. 16685-D FILED 1433

MAY 26 1993 4:15 PM

May 18, 1993

INTERSTATE COMMERCE COMMISSION

Secretary  
Interstate Commerce Commission  
12th Street at Constitution Avenue  
Room 2303  
Attn: Ms. Mildred R. Lee  
Washington, D.C. 20423

Re: Shawmut Bank Connecticut, National Association

Ladies and Gentlemen:

Notice is hereby given that on January 11, 1993, The Connecticut National Bank changed its name to Shawmut Bank Connecticut, National Association ("Shawmut Bank"). The name change was a change in legal name only; no other corporate action was involved. Shawmut Bank continues to maintain its principal corporate trust office at 777 Main Street, Hartford, CT 06115. Enclosed with this letter is a Certificate issued by the Comptroller of the Currency evidencing the name change.

Shawmut Bank acts as owner trustee in railroad rolling stock lease transactions where certain of the financing instruments are filed with the Interstate Commerce Commission (the "ICC"). We retained special ICC counsel, who advised us to notify the ICC on a transactional basis of our name change. Accordingly, please amend your records with respect to the following filings to reflect the name change to Shawmut Bank:

<u>TRANSACTION</u>	<u>ICC RECORDATION DATA</u>	<u>DATE</u>
Oxy Petrochemicals 400 Covered Hopper Cars dated 12/2/89	16685, -A, -B and -C	12/28/89

Please let me know if you require any additional information or if I can be of further assistance.

Sincerely,



William R. Munroe,  
Trust Officer

13606\_1C.DOC/s2



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Comptroller of the Currency  
Administrator of National Banks

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Washington, D.C. 20219

CERTIFICATE

I, Stephen R. Steinbrink, Acting Comptroller of the Currency, do hereby certify that:

1. The Comptroller of the Currency, pursuant to Revised Statutes 324, et seq., as amended, 12 U.S.C. 1, et seq., as amended, has possession, custody and control of all records pertaining to the chartering, regulation and supervision of all National Banking Associations.

2. Effective January 11, 1993 the title of "The Connecticut National Bank", Hartford, Connecticut, (Charter No. 1338), was changed to "Shawmut Bank Connecticut, National Association".

IN TESTIMONY WHEREOF, I have  
hereunto subscribed my name and  
caused my seal of office to be  
affixed to these presents at the  
Treasury Department, in the City  
of Washington and District of  
Columbia, this 27th day of  
January, 1993.

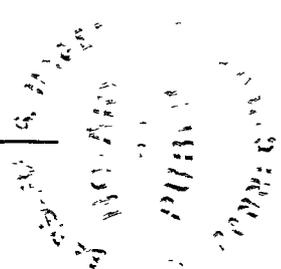
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Acting Comptroller of the Currency

CERTIFICATION

I, Barbara G. Hager, hereby certify that the attached is a true and correct copy of the original, signed on May 18, 1993, by Kathy A. Larimore, Assistant Vice President of Shawmut Bank Connecticut, National Association.

Barbara G. Hager  
Barbara G. Hager  
Notary Public



My Commission expires March 31, 1996