

HOPKINS & SUTTER

(A Partnership Including Professional Corporations)

2800 Livernois, Suite 220, Troy, MI 48083-1220
TEL: 248.740.6600 FAX: 248.740.6613

WITH OFFICES IN
CHICAGO • WASHINGTON DC • TROY

RECORDATION NO 6062-F FILED

JUL 24 '98

12-04 PM

MARY P. SCLAWY
Direct Line: 248.740.6602
Email: msclawy@hopsut.com

July 15, 1998

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Second Notice of Renumbering of Leased Units of Railroad Rolling Stock, dated as of July 2, 1998 and executed by Grand Trunk Western Railroad Incorporated pursuant to a Lease Agreement for Railroad Equipment (the "Lease"), dated as of February 15, 1971. The units covered by the Lease and this notice are 17 86' 6" 100-ton boxcars bearing old and new reporting marks as shown on Schedule A, attached to this letter.

The Lease was recorded on March 1, 1971 and assigned recordation number 6062.

The parties to the Lease are:

Lessor: C.I.T. Corporation, *nka* The CIT Group/Equipment Financing, Inc.

Lessee: Grand Trunk Western Railroad Company, predecessor in interest to Grand Trunk Western Railroad Incorporated

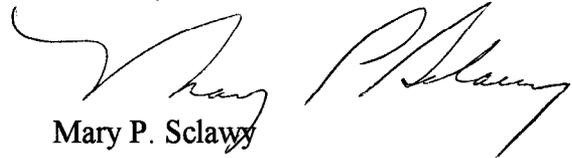
Enclosed is our check in the amount of \$26.

Please accept one counterpart of this document for filing, stamp the remaining

counterpart with your recordation number and return it and the fee receipt to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1220

Sincerely,



Mary P. Sclawy

C: John Lamont re CA 4324

Schedule A to Notice of Renumbering

Rolling Stock Type: 86' 6" 100-ton boxcars manufactured in 1971 by Greenville Steel Car Co. of Greenville, Pa.

#	Original Lease Marks & Numbers of all Units	Marks & Numbers of Units that have been Restencilled	<u>Note</u>
1	DTI 26750		
2	DTI 26751	GTW 126751	*
3	DTI 26752	GTW 126752	
4	DTI 26753	GTW 126753	
5	DTI 26754	GTW 126754	
6	DTI 26755	GTW 126755	
7	DTI 26756	GTW 126756	
8	DTI 26757	GTW 126757	
9	DTI 26758		
10	DTI 26759	GTW 126759	
11	DTI 26760	GTW 126760	
12	DTI 26761	GTW 126761	
13	DTI 26762	- -	Unit Destroyed
14	DTI 26763	GTW 126763	*
15	DTI 26764	GTW 126764	
16	DTI 26765	- -	Unit Destroyed
17	DTI 26766	GTW 126766	

* Newly renumbered cars in this Notice.

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

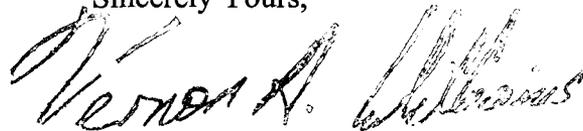
Mary P. Sclawy
Hopkins & Sutter
2800 Livernois, Ste. 220
Troy, Michigan 48083-1200

DATE: 7/24/98

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3(c), on 7/24/98 at 12:04PM, and
assigned recordation number(s). 5565-H, 6062-F, 9402-M and 16446-E.

Sincerely Yours,


Vernon A. Williams

Enclosure(s)

104.00

\$-----The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



RECORDATION NO.

6062-F
FILED

JUL 24 '98

12-04 PM

SECOND NOTICE OF RENUMBERING
OF LEASED UNITS
OF RAILROAD ROLLING STOCK

WHEREAS Grand Trunk Western Railroad Company (predecessor-in-interest to Grand Trunk Western Railroad Incorporated) as lessee (the "Lessee") entered into a Lease Agreement for Railroad Equipment dated as of 15 February 1971, as amended, (the "Lease"), with C.I.T. Corporation (now known as The CIT Group / Equipment Financing, Inc.) as lessor, originally covering seventeen (17) various units of railroad rolling stock; and

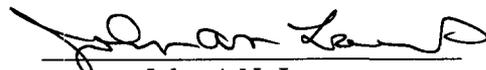
WHEREAS the Lease was recorded with the Interstate Commerce Commission (predecessor to the Surface Transportation Board), in accordance with Section 20c of the Interstate Commerce Act (now 49 U.S.C. Section 11301), on 1 March 1971 at 9:55 A.M. and assigned recordation number 6062.

NOW THEREFORE, TAKE NOTICE THAT a) pursuant to the terms of the Lease, the Lessee has renumbered certain of the units of railroad rolling stock subject to the Lease, as set forth on Schedule A attached hereto and made a part hereof, and b) the Lessee shall cause this Notice of Renumbering to be filed at the Surface Transportation Board.

IN WITNESS WHEREOF, this Second Notice of Renumbering has been executed, by an authorized signatory of the Lessee, as of the 2nd day of July, 1998.

**GRAND TRUNK WESTERN RAILROAD
INCORPORATED as lessee**

By:


John A.N. Lamont

Schedule A to Notice of Renumbering

Rolling Stock Type: 86' 6" 100-ton boxcars manufactured in 1971 by
Greenville Steel Car Co. of Greenville, Pa.

#	Original Lease Marks & Numbers of all Units		Marks & Numbers of Units that have been Restencilled		<u>Note</u>
1	DTI	26750			
2	DTI	26751	GTW	126751	*
3	DTI	26752	GTW	126752	
4	DTI	26753	GTW	126753	
5	DTI	26754	GTW	126754	
6	DTI	26755	GTW	126755	
7	DTI	26756	GTW	126756	
8	DTI	26757	GTW	126757	
9	DTI	26758			
10	DTI	26759	GTW	126759	
11	DTI	26760	GTW	126760	
12	DTI	26761	GTW	126761	
13	DTI	26762	-	-	Unit Destroyed
14	DTI	26763	GTW	126763	*
15	DTI	26764	GTW	126764	
16	DTI	26765	-	-	Unit Destroyed
17	DTI	26766	GTW	126766	

* Newly renumbered cars in this Notice.