

July 24, 1991

RECORDATION NO 15844-B FILED 1425



BancBoston Leasing

JUL 29 1991 -9 55 AM

INTERSTATE COMMERCE COMMISSION

The Honorable Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, NW
Washington, DC 20423

1-210A003

Dear Ms. McGee:

We have enclosed an original and one certified copy of the Amendment dated July 12, 1991 to the Equipment Schedule No. 2 (the "Amendment") to the primary document described below which Amendment is to be recorded pursuant to Section 11303 of Title 49 of the United States Code:

Master Lease Agreement dated September 28, 1988 between BancBoston Leasing Inc. (Lessor) and GWI Leasing Corporation (Lessee) with Exhibits and Riders thereto, including, without limitation, Equipment Schedule Nos. 1 and 2, filed under ICC No. 15844; Recorded on 10/4/88.

The name and addresses of the parties to the Amendment are as follows:

Lessor: BancBoston Leasing Inc.
100 Federal Street
Boston, Massachusetts 02110

Lessee: GWI Leasing Corporation
71 Lewis Street
Greenwich, Connecticut 06830

The Amendment covers the following equipment:

See attached Exhibit A for listing of cars

A fee of \$15.00 is enclosed. Please return the original document after recordation to BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110, Attn: Donatella Galluccio.

JUL 29 9 49 AM '91
RECEIVED

A short summary of the document to appear in the index follows:

"Amendment dated July 12, 1991 to Equipment Schedule No. 2 to Lease between BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110 (Lessor) and GWI Leasing Corporation, 71 Lewis Street, Greenwich, Connecticut 06830 (Lessee)."

Very truly yours,

BancBoston Leasing Inc.

By: *James J. [Signature]*
Title: *Vice President*

Interstate Commerce Commission

Washington, D.C. 20423

7/29/91

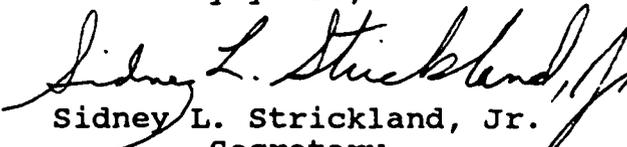
OFFICE OF THE SECRETARY

James D. Tighe
Vice President
BancBoston Leasing
100 Federal Street
Boston, Massachusetts 02110

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 7/29/91 at 9:55AM , and assigned recordation number(s). 15844-B.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary



BancBoston Leasing

15844-B
REGISTRATION NO. FILED 1425

JUL 29 1991 -9 55 AM

INTERSTATE COMMERCE COMMISSION

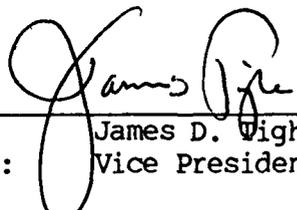
AMENDMENT TO EQUIPMENT SCHEDULE NUMBER 2
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE 7/12/91

To have Schedule No. 2 properly reflect the deletion of the (100) 100 ton lined covered hopper cars marked GWIX, a list of whose identification numbers are contained on the attached Exhibit A, we are correcting the equipment cost from \$9,174,000.00 to \$6,968,000.00 and the monthly rent from \$117,448.28 to \$89,206.42. All of the other terms and conditions of the lease and Schedule remain unchanged.

BancBoston Leasing Inc.

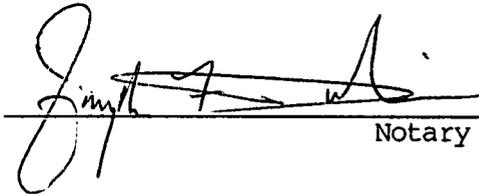
By: _____

Title: _____


James D. Wighe
Vice President

STATE OF MASSACHUSETTS
COUNTY OF SUFFOLK

On the 25th day of July, 1991, before me personally came James D. Tighe, who is known to me to be an officer of BancBoston Leasing Inc. and who, being duly sworn, did depose and say that he executed this document in his capacity as an officer of BancBoston Leasing Inc. by authority conferred by its by-laws and he acknowledged said document to be the free act and deed of BancBoston Leasing Inc.


Notary Public

My commission expires on: 12-12-97

EXHIBIT A

	car number		car number		car number
1	10003		50	10099	
2	10004		51	10100	99 10195
3	10006		52	10102	100 10199
4	10009		53	10103	
5	10010		54	10104	
6	10017		55	10105	
7	10018 ✓		56	10110	
8	10019		57	10111	
9	10021		58	10112	
10	10022		59	10119	
11	10023 ✓		60	10120	
12	10024		61	10121	
13	10025		62	10123	
14	10027		63	10124	
15	10030 ✓		64	10126	
16	10031		65	10130	
17	10032		66	10131	
18	10034		67	10133	
19	10036		68	10135	
20	10040		69	10138	
21	10041		70	10139	
22	10043		71	10140	
23	10044		72	10142	
24	10045		73	10145	
25	10047		74	10146	
26	10048		75	10147	
27	10049		76	10152	
28	10054		77	10156	
29	10058		78	10157	
30	10060		79	10158	
31	10061		80	10159	
32	10063		81	10162	
33	10065		82	10163	
34	10068		83	10164	
35	10069		84	10166	
36	10070		85	10168	
37	10071		86	10169	
38	10074		87	10171	
39	10077		88	10172 ✓	
40	10079		89	10173	
41	10080		90	10177	
42	10082		91	10178	
43	10083		92	10179	
44	10084		93	10181	
45	10088		94	10184	
46	10090		95	10187	
47	10092		96	10190	
48	10093		97	10191	
49	10097		98	10193	