$18.00

RECORDATION NO. 15844-E FILED 1425
FEB 22 1994 - 10 30 AM
INTERSTATE COMMERCE COMMISSION
U100121013

BancBoston Leasing

February 17, 1994

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

We have enclosed an original and one certified copy of the Amendment dated February 17, 1994 to the Equipment Schedule Numbers. 1 & 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 Numbers 1 & 2, filed under ICC 15844 Recorded on October 4, 1988.

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, CT 06830

The Amendment covers the following released equipment:

(3) 100 ton lined covered hopper cars marked GWIX, numbers: 97554, 97593, & 954428
(7) 100 ton lined covered hopper cars marked GWIX or GNWR, numbers: 810211, 810250, 810281, 810278, 102220,, 610038, & 610048.

A fee of $ 18.00 is enclosed. Please return the original document after recordation to BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110, Attn.: Kendel Rosenau.

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

"Amendment dated February 17, 1994 to Equipment Schedule Numbers 1 & 2 to Lease between BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110 (Lessor) and GWI Leasing Corporation, 71 Lewis Street, Greenwich, CT 06830 (Lessee)"

RECEIVED
OFFICE OF THE
SECRETARY
FEB 22 10 23 AM '94
LICENSING BRANCH

Very truly yours,

BancBoston Leasing Inc.

By: _____
Title: Vice President

BancBoston Leasing

RECORDATION NO. 15800-E FILED 1425
FEB 22 1994 - 10 30 AM
INTERSTATE COMMERCE COMMISSION

AMENDMENT TO EQUIPMENT SCHEDULE NUMBER 2
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE February 17, 1994

To have Schedule Number 2 properly reflect the deletion of (7) 100 ton lined covered hopper cars marked GWIX or GNWR, numbers: 810211, 810250, 810281, 810278, 102220,, 610038, & 610048, we are correcting the equipment cost from $ 6,838,000.00 to $ 6,692,500.00 and the monthly rent from $ 87,542.13 to $ 85,679.40. All of the other terms and conditions of the lease and Schedule remain unchanged.

BancBoston Leasing Inc.

By: _____
Title: Vice President

RECORDATION NO. 15844-E FILED 1425

FEB 22 1994 -10 30 AM

INTERSTATE COMMERCE COMMISSION

ATTACHED IS A TRUE CERTIFIED COPY OF

AMENDMENT TO EQUIPMENT SCHEDULE NUMBER 2
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE FEBRUARY 17, 1994

Teresa M. Gulinos

Teresa M. Gulinos
Notary Public
My Commission Expires January 30, 1998