



BancBoston Leasing

0100435020

November 7, 1994

RECORDATION NO. 15844-G FILED 1426

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

NOV 21 1994 11:15 AM
INTERSTATE COMMERCE COMMISSION

We have enclosed an original and one certified copy of the Amendment dated November 7, 1994 to the Equipment Schedule Numbers 1 and 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 Numberd 1 and 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

VICER
16 NOV 1994

The Amendment covers the following released equipment:

Sch. 1: (17) 100 ton lined covered hopper cars marked GWIX, numbers 97550, 97573, 97579, 97592, 97601, 97616, 97621, 97628, 97633, 97634, 97640, 97644, 97655, 97660, 97662, 97667, 97692. (4) 100 ton lined covered hopper cars marked GWIX, numbers 97501, 975606, 97535, 97543. (1) 100 ton lined covered hopper car marked GWIX, number 944648. (1) 100 ton lined covered hopper car marked GWIX, number 944769. (1) 100 ton lined covered hopper car marked GWIX, number 954415. Sch. 2: (1) 100 ton lined covered hopper car marked GWIX, number 10149. (1) 100 ton lined covered hopper car marked GWIX or GNWR, number 610034.

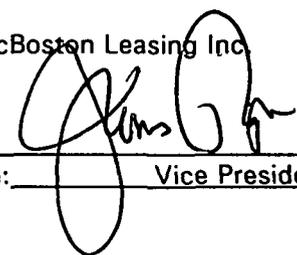
A fee of \$ 18.00 is enclosed. Please return the original document after recordation to BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110, Attn.: Kendel Dreyer.

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

"Amendment dated November 7, 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)"

Very truly yours,

BancBoston Leasing Inc.

By: 
Title: Vice President

Interstate Commerce Commission

Washington, D.C. 20423

11/21/94

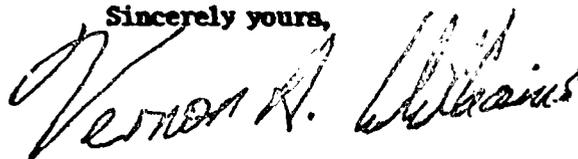
OFFICE OF THE SECRETARY

James D. Thige
BanBoston Leasing, Inc.
100 Federal Street
Boston, Massachusetts 02110

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/21/94 at 11:15AM, and assigned recordation number(s) 15844-G.

Sincerely yours,



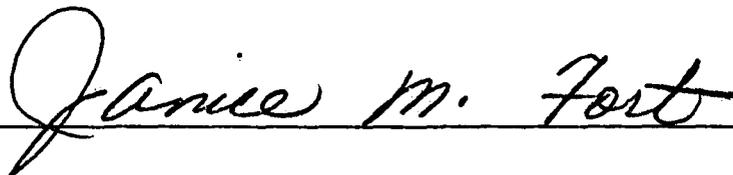
Vernon A. Williams
Secretary

Enclosure(s)

(0100435028)

\$ 21.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

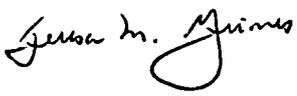
Signature



REGISTRATION NO. 15844-6 FILED 1407
NOV 21 1994 - 11 15 AM
INTERSTATE COMMERCE COMMISSION

ATTACHED IS A TRUE CERTIFIED COPY OF
AMENDMENT TO EQUIPMENT SCHEDULE NUMBERS 1 & 2
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE NOVEMBER 7, 1994

STATE OF: MASSACHUSETTS
COUNTY OF: SUFFOLK



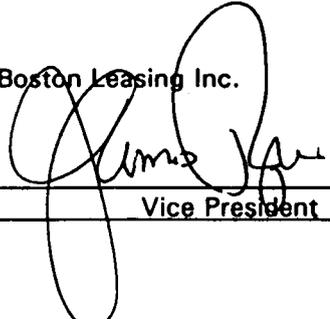
Teresa M. Grimes
Notary Public
My Commission Expires January 30, 1998

REGISTRATION NO. 15844-G FILED 1425
NOV 21 1994 -11 15 AM
INTERSTATE COMMERCE COMMISSION

AMENDMENT TO EQUIPMENT SCHEDULE NUMBER 1
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE NOVEMBER 7, 1994

To have Schedule Number 1 properly reflect the deletion of (17) 100 ton lined covered hopper cars marked GWIX, numbers 97550, 97573, 97579, 97592, 97601, 97616, 97621, 97628, 97633, 97634, 97640, 97644, 97655, 97660, 97662, 97667, 97692. (4) 100 ton lined covered hopper cars marked GWIX, numbers 97501, 975606, 97535, 97543. (1) 100 ton lined covered hopper car marked GWIX, number 944648. (1) 100 ton lined covered hopper car marked GWIX, number 944769. (1) 100 ton lined covered hopper car marked GWIX, number 954415., we are correcting the equipment cost from \$ 5,064,500.00 to \$ 4,816,000.00 and the monthly rent from \$ 60,993.70 to \$ 58,005.01. All of the other terms and conditions of the lease and Schedule remain unchanged.

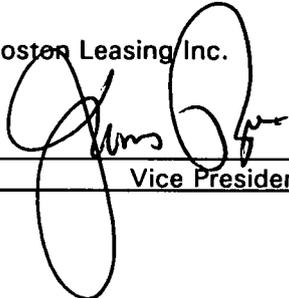
BancBoston Leasing Inc.

By: 
Title: Vice President

AMENDMENT TO EQUIPMENT SCHEDULE NUMBER 2
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE NOVEMBER 7, 1994

To have Schedule Number 2 properly reflect the deletion of (1) 100 ton lined covered hopper car marked GWIX, number 10149. (1) 100 ton lined covered hopper car marked GWIX or GNWR, number 610034, we are correcting the equipment cost from \$ 5,530,000.00 to \$ 5,478,500.00 and the monthly rent from \$ 70,796.72 to \$ 70,138.31 . All of the other terms and conditions of the lease and Schedule remain unchanged.

BancBoston Leasing Inc.

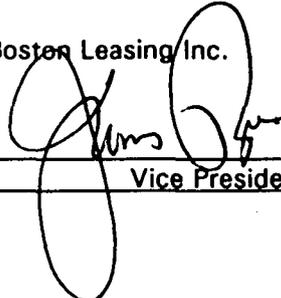
By: 

Title: Vice President

AMENDMENT TO EQUIPMENT SCHEDULE NUMBER 2
PARTIAL RELEASE OF EQUIPMENT
EFFECTIVE NOVEMBER 7, 1994

To have Schedule Number 2 properly reflect the deletion of (1) 100 ton lined covered hopper car marked GWIX, number 10149. (1) 100 ton lined covered hopper car marked GWIX or GNWR, number 610034, we are correcting the equipment cost from \$ 5,530,000.00 to \$ 5,478,500.00 and the monthly rent from \$ 70,796.72 to \$ 70,138.31 . All of the other terms and conditions of the lease and Schedule remain unchanged.

BancBoston Leasing Inc.

By: 
Title: Vice President