



Union Tank Car Company

225 West Washington Street
Chicago, Illinois 60606
312/372-9500

RECORDATION NO. *15888-G, H*
FILED 1425

NOV 22 1994 6 45 AM

INTERSTATE COMMERCE COMMISSION

November 10, 1994

Interstate Commerce Commission
12th Street & Constitution Avenue, N.W.
Washington, DC 20423

Attn: Ms. Mildred R. Lee
Room 2303

Re: Equipment Trust Agreement (Series P-8)
Recordation No. 15888

Dear Ms. Lee:

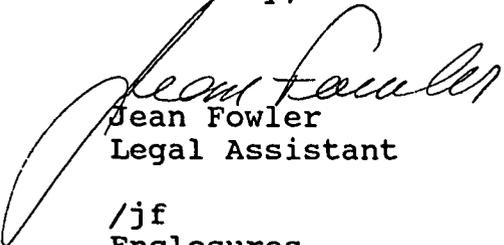
Enclosed are the original and two certified copies of the Fourth Supplemental Equipment Trust Agreement dated as of October 21, 1994, between Union Tank Car Company and Bank of America Illinois, formerly known as Continental Bank, N.A., as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Union Tank Car Company.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$36 for the filing fee. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5457.

Thank you.

Sincerely,


Jean Fowler
Legal Assistant

/jff
Enclosures

UTC4066

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BILL OF SALE

INTERSTATE COMMERCE COMMISSION

BANK OF AMERICA ILLINOIS,
formerly known as Continental Bank, N.A.,
as Trustee under Equipment Trust Agreement
Dated as of October 1, 1988
(Series P-8)

to
UNION TANK CAR COMPANY

KNOW ALL MEN BY THESE PRESENTS, that Bank of America Illinois, formerly known as Continental Bank, N.A., as Trustee under that certain Equipment Trust Agreement ("Agreement") dated as of October 1, 1988, by and between Trustee and Union Tank Car Company ("Company"), in consideration of the conveyance to Trustee of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and other compliance by Company with the terms of the Agreement, and particularly Section 4.07 thereof with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, does hereby sell, assign, transfer, set over and deliver unto Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by Company to Trustee pursuant to the Agreement, which units of Equipment are fully described in Schedule B hereto, hereby warranting that such Equipment is free and clear from all liens and encumbrances of Trustee.

TO HAVE AND TO HOLD the said Equipment unto Company and its successors and assigns forever.

THIS BILL OF SALE releases the Equipment described in Schedule B hereto from the lien of the Agreement, which was recorded with the Interstate Commerce Commission.

IN WITNESS WHEREOF, Trustee has caused this instrument to be duly executed by a proper corporate officer hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, as of October 21, 1994.

BANK OF AMERICA ILLINOIS,
formerly known as Continental Bank, N.A.

By: Martha L Sanders

Trust Officer

(CORPORATE SEAL)

Attest:

James A. Remond
Its Vice President

STATE OF ILLINOIS)
) ss
COUNTY OF COOK)

On this 7th day of November, 1994, before me, a Notary Public in and for said State and County, personally appeared MARTHA L. SANDERS and GEORGE N. REAVES, to me personally known, who being by me duly sworn did say that they are, respectively, Trust Officer and Vice President of Bank of America Illinois, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by prior authority; and said persons acknowledge that the execution of the foregoing instrument was the free act and deed of said Bank.

[Handwritten Signature]
Notary Public



UTCP8

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT
DESCRIPTION OF EQUIPMENT (WRECKED/RETIRED CARS)
(SCHEDULE B)

CERTIFICATE TRUST SERIES: P008

QUANTITY	A.A.R. MECHANICAL CODE	CAPACITY GALLONS/ CUFT.	ROAD NUMBERS
1	C214	5,800 CU.FT.	UTCX 47274

1	TOTAL		