

RECORDATION NO. 18344-H-29 FILED

ALVORD AND ALVORD  
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DEC 24 '97

10-45 AM

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

December 24, 1997

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are four (4) copies each of the following documents: Lease Supplement No. 4, Indenture Supplement No. 4 and Bill of Sale and Partial Release.

The enclosed document relates to the Equipment Lease Agreement (GATC-<sup>93</sup>~~94~~-1A) previously filed with the Board under Recordation Number 18344.

The names and addresses of the parties to the enclosed documents are:

Lease Supplement No. 4

Lessor: Wilmington Trust Company  
1100 North Market Street  
Wilmington, Delaware 19890

Lessee: General American Transportation Corporation  
500 West Monroe Street  
Chicago, Illinois 60661

Mr. Vernon A. Williams  
December 23, 1997  
Page 2

Trust Indenture, Supplement No. 4,  
Bill of Sale and Partial Release

Owner Trustee: Wilmington Trust Company  
1100 North Market Street  
Wilmington, Delaware 19890

Indenture Trustee: The First National Bank of Chicago  
One First National Plaza  
Chicago, Illinois 60670

A description of the railroad equipment covered by the enclosed documents is:

one (1) railcar GATC 59002

Also enclosed is a check in the amount of \$72.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of each of the enclosed documents to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg  
Enclosures

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

OFFICE OF THE SECRETARY

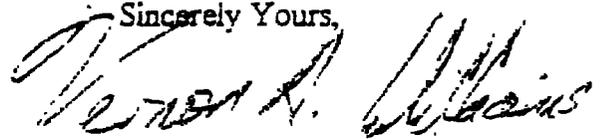
Robert W. Alvord  
Alvord and Alvord  
918 Sixteenth Street, N.W., Ste. 200  
Washington, DC., 20006-2973

DATE: 12/24/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301  
and 49 CFR 1177.3 (c), on 12/24/97 at 10:45AM, and  
assigned recordation number(s). 18344-H, 18344-I, 18344-J,

Sincerely Yours,

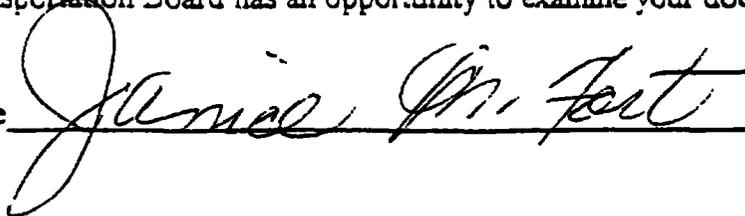


Vernon A. Williams  
Secretary

Enclosure(s)

\$ 192.00 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



DEC 24 '97 10-45AM

**LEASE SUPPLEMENT NO. 4  
(GATC Trust No 93-1A)**

This Lease Supplement No. 4, dated as of November 11, 1997, between Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee under the Trust Agreement ("Lessor"), and General American Transportation Corporation, a New York corporation ("Lessee").

Witnesseth:

The Lessor and the Lessee have heretofore entered into that certain Equipment Lease Agreement (GATC Trust No. 93-1A) dated as of July 21, 1993 (the "Lease"). The terms used herein are used with the meanings specified in the Lease.

The Lease provides for the execution and delivery of a Lease Supplement substantially in the form hereof for, among other things, the purpose of particularly describing the Replacement Unit to be leased to the Lessee in substitution for damaged or destroyed equipment previously leased to Lessee.

Now, therefore, in consideration of the premises and other good and sufficient consideration, and pursuant to Section 2 of the Lease, the Lessor and the Lessee hereby agree as follows:

1. Lessor hereby delivers and leases to Lessee, and Lessee hereby accepts and leases from Lessor, under the Lease as herein supplemented, the Unit described in Schedule 1 hereto.
2. All of the terms and provisions of the Lease are hereby incorporated by reference in this Lease Supplement to the same extent as if fully set forth herein.
3. To the extent that this Lease Supplement constitutes chattel paper (as each term is defined in the Uniform Commercial Code) no security interest in this Lease Supplement may be created through the transfer or possession of any counterpart hereof other than the counterpart bearing the receipt therefor executed by the Indenture Trustee for the signature page hereof, which counterpart shall constitute the only "original" hereof for purposes of the Uniform Commercial Code.
4. This Lease Supplement shall be governed by and construed in accordance with the internal laws and decisions of the State of New York, *provided, however*, that the parties shall be entitled to all rights conferred by any applicable Federal statute, rule or regulation.

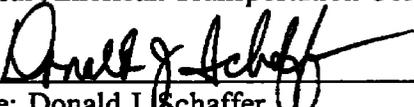
5. This Lease Supplement may be executed in any number of counterparts, each executed counterpart constituting an original but all together one and the same instrument.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused this Lease Supplement to be duly executed as of the day and year first above written and to be delivered as of the date first above written.

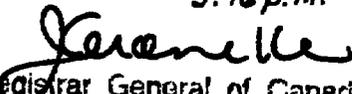
Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee

By:   
Name: Charlotte Paglia  
Title: Financial Services Officer

General American Transportation Corporation

By:   
Name: Donald J. Schaffer  
Title: Vice President

I hereby certify that a copy of this document was deposited in the Office of the Registrar General of Canada on the 28<sup>th</sup> day of January, A.D. 1998 at 3:16 p.m.

  
Deputy Registrar General of Canada

State of Delaware )  
 ) SS  
County of New Castle )

On this 1st day of December, 1997, before me personally appeared **CHARLOTTE PAGLIA**, to me personally known, who being by me duly sworn, say that he is Financial Services Officer of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Sallie V. Peet*  
Notary Public

[Notarial Seal]

My commission expires: **SALLIE V. PEET**  
**NOTARY PUBLIC**  
**My COMMISSION EXPIRES ON JULY 12, 1998**

State of Illinois )  
 ) SS  
County of Cook )

On this 17th day of November, 1997, before me personally appeared Donald J. Schaffer, to me personally known, who being by me duly sworn, say that he is Vice President of General American Transportation Corporation, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Lisa M. Ibarra*  
Notary Public

[Notarial Seal]

My commission expires:



**SCHEDULE 1**

Description	DOT Class	Car Marking
Freight Car	AAR L/O	GACX 59002