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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1984)

OF COUNSEL
URBAN A. LESTER

June 10, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

18408-J
RECORDATION NO. _____ FILED

JUN 10 '09 -3 0 0 PM

GATX Trust No. 93-B

SURFACE TRANSPORTATION BOARD

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Trust Indenture Supplement No. 2 (GATX Trust No. 93-B), dated as of May 18, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to documents previously filed with the Commission under Recordation Number 18934.

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

Owner Trustee: Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, DE 19890

Indenture Trustee: U. S. Bank National Association, successor to
State Street Bank and Trust Company of
Connecticut, national Association
225 Franklin Street
Boston, MA 02101

Anne K. Quinlan, Esquire
June 10, 2009
Page 2

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

126 railcars have been re-marked and re-numbered FSRR 5020 - FSRR 5031 (previously marked MCER 2004 - MCER 2015) and WRWK 513390 - WRWK 513504 (previously marked SP).

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

Trust Indenture Supplement No. 2 (GATX Trust No. 93-B).

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a horizontal line extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

18408-J
RECORDATION NO. _____ FILED

JUN 10 '09 -3 0 0 PM

SURFACE TRANSPORTATION BOARD

**TRUST INDENTURE SUPPLEMENT NO. 2
(GATX Trust No. 93-B)**

This Indenture Supplement No. 2 (GATX Trust No. 93-B), dated May 18, 2009 (this "Indenture Supplement"), between Wilmington Trust Company, not in its individual capacity but solely as trustee (the "Owner Trustee") under the Trust Agreement (GATX Trust No. 93-B), dated as of September 1, 1993 (the "Trust Agreement"), between the Owner Trustee in its individual capacity and BNY Capital Funding LLC, as successor to Key Corporate Capital, Inc., as successor to Mellon Financial Services Corporation #3, Owner Participant (the "Owner Participant");

WITNESSETH:

WHEREAS, the Trust Indenture and Security Agreement (GATX Trust No. 93-B) dated as of September 1, 1993 (the "Indenture"), between the Owner Trustee and U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, National Association, as Indenture Trustee (the "Indenture Trustee"), provides that the Equipment (as defined in the Lease) covered by the Trust Agreement and subject to pledge or mortgage under the Indenture described in the Lease; and

WHEREAS, the Lease, as heretofore supplemented, has been amended to change the reporting marks of certain Units of Equipment as described on Schedule A attached hereto and made a part hereof; and

NOW, THEREFORE, the reporting marks of certain Units of Equipment described in the Lease, as heretofore supplemented, are hereby changed as reflected on said Schedule.

This Supplement shall be construed as supplemental to the Indenture and shall form a part of it, and the Indenture is hereby incorporated by reference herein and is hereby ratified, approved and confirmed.

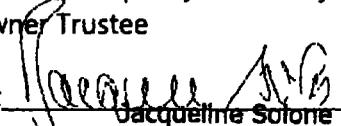
This Supplement may be executed by the Owner Trustee in separate counterparts, each of which when so executed and delivered is an original, but all such counterparts shall together constitute but one and the same Supplement.

AND FURTHER, the Owner Trustee hereby acknowledges that the Units of Equipment referred to in the aforesaid Schedule A attached hereto and made a part hereof have been delivered to the Owner Trustee and are included in the property of the Owner Trustee covered by all the terms and conditions of the Trust Agreement, subject to the pledge or mortgage thereof under the Indenture.

covered by all the terms and conditions of the Trust Agreement, subject to the pledge or mortgage thereof under the Indenture.

IN WITNESS WHEREOF, the Owner Trustee has caused this Indenture Supplement to be duly executed by one of its duly authorized officers, as of the day and year first above written.

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

By: 
Name: ~~Jacqueline Solome~~
Title: Financial Services Officer

U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Indenture Trustee.

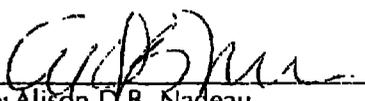
By: _____
Name:
Title:

IN WITNESS WHEREOF, the Owner Trustee has caused this Indenture Supplement to be duly executed by one of its duly authorized officers, as of the day and year first above written.

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

By: _____
Name:
Title:

U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Indenture Trustee.

By: 
Name: Alison D.B. Nadeau
Title: Vice President

State of Delaware)
) SS
County of New Castle)

On this 20th day of May, 2009, before me personally appeared Jaqueline Selone to me personally known, who being by me duly sworn, say that he/she is a 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/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

SEAL
My Commission Expires:



Dianne M. Bruton
Notary Public

DIANNE M. BRUTON
Notary Public - State of Delaware
My Comm Expires Nov. 27, 2011

State of Connecticut)
) SS
County of Hartford)

On this ___ day of _____, 2009, before me personally appeared _____ to me personally known, who being by me duly sworn, say that he/she is a _____ of U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Indenture Trustee that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

SEAL
My Commission Expires:

State of Delaware)
) SS
County of New Castle)

On this ___ day of _____, 2009, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he/she is a _____ 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/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

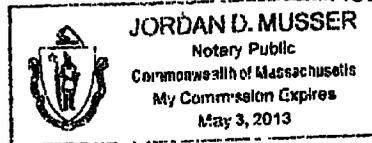
SEAL
My Commission Expires:

Commonwealth of Massachusetts)
) SS
County of Suffolk)

On this 20 day of May, 2009, before me personally appeared Alison D.B. Nadeau, to me personally known, who being by me duly sworn, say that she is a Vice President of U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Indenture Trustee that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

SEAL
My Commission Expires:



SCHEDULE A

	Current Markings	New Markings
*1)	MCER 2004	FSRR005020
*2)	MCER 2005	FSRR005021
*3)	MCER 2006	FSRR005022
*4)	MCER 2007	FSRR005023
*5)	MCER 2008	FSRR005024
*6)	MCER 2009	FSRR005025
*7)	MCER 2010	FSRR005026
*8)	MCER 2011	FSRR005027
*9)	MCER 2012	FSRR005028
*10)	MCER 2013	FSRR005029
*11)	MCER 2014	FSRR005030
*12)	MCER 2015	FSRR005031
13)	SP 513390	WRWK513390
14)	SP 513391	WRWK513391
15)	SP 513392	WRWK513392
16)	SP 513393	WRWK513393
17)	SP 513394	WRWK513394
18)	SP 513395	WRWK513395
19)	SP 513396	WRWK513396
20)	SP 513397	WRWK513397
21)	SP 513398	WRWK513398
22)	SP 513399	WRWK513399
23)	SP 513400	WRWK513400
24)	SP 513401	WRWK513401
25)	SP 513402	WRWK513402
26)	SP 513404	WRWK513404
27)	SP 513405	WRWK513405
28)	SP 513406	WRWK513406
29)	SP 513407	WRWK513407
30)	SP 513408	WRWK513408
31)	SP 513409	WRWK513409
32)	SP 513410	WRWK513410
33)	SP 513411	WRWK513411
34)	SP 513412	WRWK513412
35)	SP 513413	WRWK513413
36)	SP 513414	WRWK513414
37)	SP 513415	WRWK513415
38)	SP 513416	WRWK513416
39)	SP 513417	WRWK513417
40)	SP 513418	WRWK513418
41)	SP 513419	WRWK513419
42)	SP 513420	WRWK513420
43)	SP 513421	WRWK513421
44)	SP 513422	WRWK513422
45)	SP 513423	WRWK513423
46)	SP 513424	WRWK513424

SCHEDULE A

	Current Markings	New Markings
47)	SP 513425	WRWK513425
48)	SP 513426	WRWK513426
49)	SP 513427	WRWK513427
50)	SP 513428	WRWK513428
51)	SP 513429	WRWK513429
52)	SP 513430	WRWK513430
53)	SP 513431	WRWK513431
54)	SP 513432	WRWK513432
55)	SP 513433	WRWK513433
56)	SP 513434	WRWK513434
57)	SP 513435	WRWK513435
58)	SP 513436	WRWK513436
59)	SP 513437	WRWK513437
60)	SP 513438	WRWK513438
61)	SP 513439	WRWK513439
62)	SP 513440	WRWK513440
63)	SP 513441	WRWK513441
64)	SP 513442	WRWK513442
65)	SP 513443	WRWK513443
66)	SP 513444	WRWK513444
67)	SP 513445	WRWK513445
68)	SP 513446	WRWK513446
69)	SP 513447	WRWK513447
70)	SP 513448	WRWK513448
71)	SP 513449	WRWK513449
72)	SP 513450	WRWK513450
73)	SP 513451	WRWK513451
74)	SP 513452	WRWK513452
75)	SP 513453	WRWK513453
76)	SP 513454	WRWK513454
77)	SP 513455	WRWK513455
78)	SP 513456	WRWK513456
79)	SP 513457	WRWK513457
80)	SP 513458	WRWK513458
81)	SP 513459	WRWK513459
82)	SP 513460	WRWK513460
83)	SP 513461	WRWK513461
84)	SP 513462	WRWK513462
85)	SP 513463	WRWK513463
86)	SP 513464	WRWK513464
87)	SP 513465	WRWK513465
88)	SP 513466	WRWK513466
89)	SP 513467	WRWK513467
90)	SP 513468	WRWK513468
91)	SP 513469	WRWK513469
92)	SP 513470	WRWK513470
93)	SP 513471	WRWK513471

SCHEDULE A

	Current Markings	New Markings
94)	SP 513472	WRWK513472
95)	SP 513473	WRWK513473
96)	SP 513474	WRWK513474
97)	SP 513475	WRWK513475
98)	SP 513476	WRWK513476
99)	SP 513477	WRWK513477
100)	SP 513478	WRWK513478
101)	SP 513479	WRWK513479
102)	SP 513480	WRWK513480
103)	SP 513481	WRWK513481
104)	SP 513482	WRWK513482
105)	SP 513483	WRWK513483
106)	SP 513484	WRWK513484
107)	SP 513485	WRWK513485
108)	SP 513486	WRWK513486
109)	SP 513487	WRWK513487
110)	SP 513488	WRWK513488
111)	SP 513489	WRWK513489
112)	SP 513490	WRWK513490
113)	SP 513491	WRWK513491
114)	SP 513492	WRWK513492
115)	SP 513493	WRWK513493
116)	SP 513494	WRWK513494
117)	SP 513495	WRWK513495
118)	SP 513496	WRWK513496
119)	SP 513497	WRWK513497
120)	SP 513498	WRWK513498
121)	SP 513499	WRWK513499
122)	SP 513500	WRWK513500
123)	SP 513501	WRWK513501
124)	SP 513502	WRWK513502
125)	SP 513503	WRWK513503
126)	SP 513504	WRWK513504

* formerly marked CHTT 2004-2015, changed to Current Markings per Notice dated September 3, 1999 recordation no. 18408-G.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 6/10/09



Robert W. Alvord