



Union Tank Car Company

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

February 19, 2001

Vernon A. Williams, Secretary
Surface Transportation Board
Documents for Recordation
1925 K Street, N.W. #700
Washington, DC 20423

Dear Sir or Madam:

Enclosed are the original and three (3) certified copies of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

The primary document to which this is connected is recorded under Recordation No. 17836.

The names and addresses of the parties to the documents are as follows:

Lessor:

State Street Bank and Trust Company of Connecticut, N.A.
Corporate Trust
Goodwin Square
225 Asylum Street, 23rd Floor
Hartford, Connecticut 06103

Lessee:

Union Tank Car Company
175 West Jackson Street
Chicago, Illinois 60604

A description of the Equipment covered by the enclosed document is:
one (1) railroad hopper car as more fully described in Schedule A.

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

Lease Supplement No. 4, Lease No. L-1N dated as of July 2, 2000,
between State Street Bank and Trust Company of Connecticut, N.A.
and Union Tank Car Company, covering one (1) railroad hopper
car as more fully described in Schedule A.

RECORDATION NO. 17836-L FILED

MAR 15 '01 10-57 AM
TS
SURFACE TRANSPORTATION BOARD

CERTIFIED MAIL -
RETURN RECEIPT REQUESTED



Surface Transportation Board

February 19, 2001

Page 2

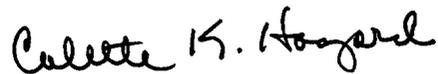
The purpose of this Lease Supplement is to describe units of Replacement Equipment to be substituted for Equipment suffering an event of loss.

Please file this document as a supplement to the filing referred to above and return one original and two (2) of the certified copies of the document, stamped to show the filing, to me. Enclosed is our check in the amount of \$52 for the filing fees for this and one other related document under the same recordation number.

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

Thank you.

Sincerely,

A handwritten signature in cursive script that reads "Colette K. Hazard".

Colette K. Hazard
Legal Assistant

Enclosures

LEASE SUPPLEMENT NO. 4 (L-1N) SCHEDULE A

Unit(s) Suffering an Event of Loss

<u>Built Month</u>	<u>Equip. Group No.</u>	<u>Mark</u>	<u>Car No.</u>	<u>AAR Code</u>	<u>DOT Class</u>	<u>BCV Specs</u>
2/92	2	UTCX	59741	C214	LO Hopper	

Replacement Unit(s)

<u>Built Month</u>	<u>Equip. Group No.</u>	<u>Mark</u>	<u>Car No.</u>	<u>AAR Code</u>	<u>DOT Class</u>	<u>BCV Specs</u>
6/97	2	UTCX	50750	C214	LO Hopper	



Union Tank Car Company

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

March 9, 2001



Ms. Taledia Stokes
SURFACE TRANSPORTATION BOARD
Documents for Recordation
1925 K Street, N.W., # 700
Washington, D.C. 20423

RECORDATION NO. 17836-L FILED

MAR 15 '01 10-57 AM
TS
SURFACE TRANSPORTATION BOARD

Re: Union Tank Car Filings

Taledia,

Thank you for calling on March 2nd, advising that there had been an increase in filing fees for Trust Indenture Supplements and Lease Supplements. I've made note of the 3/22/01 increase to \$28.00 for future reference.

Enclosed per your request is Union Tank Car Company's check in the amount of \$10.00 to cover the increase of \$1.00 each in filing fees for the 10 documents we sent on February 19, 2001. I appreciate your accepting and holding the documents until we were able to forward the additional check to you and apologize for the delay in processing the check.

Please contact me at 312-845-5457 if you have any questions.

Thank you very much.

Very truly yours,

Colette K. Hazard
Legal Assistant

/ckh

Enclosure

Faded, illegible text, likely bleed-through from the reverse side of the page.

MAR 15 '01 10-57 AM

**LEASE SUPPLEMENT NO. 4 (L-1N)
(UTC Trust No. 1992-A)****SURFACE TRANSPORTATION BOARD**

This Lease Supplement No. 4 (L-1N) (UTC Trust No. 1992-A) dated July 2, 2000 (this "Lease Supplement") between State Street Bank and Trust Company of Connecticut, N.A., as successor to The Connecticut National Bank, not in its individual capacity but solely as Owner Trustee (the "Lessor") under the Trust Agreement, and Union Tank Car Company, a Delaware corporation (the "Lessee");

W I T N E S S E T H :

WHEREAS, the Lessor and the Lessee have heretofore entered into that certain Equipment Lease Agreement (L-1N) (UTC Trust No. 1992-A) dated as of June 30, 1992 (the "Lease"). Unless otherwise defined herein, capitalized terms used herein shall have the meanings specified in Appendix A to the Lease;

WHEREAS, Section 11.2 of the Lease gives Lessee the option, if one or more Units covered by the Lease suffer an Event of Loss, to convey to Lessor one or more Replacement Units to be leased to Lessee under the Lease in lieu of the Unit(s) suffering an Event of Loss; and

WHEREAS, Section 11.4 of the Lease provides for the execution and delivery of a Lease Supplement substantially in the form hereof for the purpose of confirming the acceptance and lease of the Replacement Unit(s) under the Lease as and when delivered by the Lessor to the Lessee in accordance with the terms thereof and for the transfer to the Lessee of all of Lessor's right, title and interest in and to the Unit(s) suffering an Event of Loss,

NOW, THEREFORE, in consideration of the premises and other good and sufficient consideration, the Lessor and the Lessee hereby agree as follows:

1. Inspection and Approval. The Lessee hereby acknowledges and confirms that it has inspected and approved the Replacement Unit set forth on Lease Supplement No. 4 (L-1N) Schedule A hereto ("Schedule A") and, as between the Lessor and the Lessee, such Replacement Unit complies in all material respects with the specifications for such Replacement Unit and is in good working order.

2. Delivery and Acceptance. The Lessor hereby confirms delivery and lease to the Lessee, and the Lessee hereby confirms acceptance and lease from the Lessor, under the Lease as hereby supplemented, of the Replacement Unit listed on Schedule A.

3. Warranty. The Lessee hereby represents and warrants that no Event of Loss has occurred with respect to the Replacement Unit set forth on Schedule A as of the date hereof.

4. Units Suffering Event of Loss. Subject to the execution and delivery of Indenture Supplement No. 4 (UTC Trust No. 1992-A) (L-1N) by Owner Trustee and Indenture Trustee releasing the Unit from the Lien of the Indenture, the Lessor hereby releases from the Lease the Unit which suffered an Event of Loss and which are set forth on Schedule A as of the date hereof.

5. Confirmation. The Lessee hereby confirms its agreement, in accordance with the Lease as supplemented by this Lease Supplement, to pay Rent to the Lessor for each Replacement Unit leased hereunder as though such Replacement Unit were the Unit suffering an Event of Loss identified on Schedule A.

6. Incorporation into Lease. This Lease Supplement shall be construed in connection with and as part of the Lease, and all terms, conditions and covenants contained in the Lease, as supplemented by this Lease Supplement, shall be and remain in full force and effect.

7. References. Any and all notices, requests, certificates and other instruments executed and delivered concurrently with or after the execution and delivery of this Lease Supplement may refer to the "Equipment Lease Agreement, dated as of June 30, 1992", the "Lease Agreement, dated as of June 30, 1992", or the "Lease, dated as of June 30, 1992", or may identify the Lease in any other respect without making specific reference to this Lease Supplement, but nevertheless all such references shall be deemed to include this Lease Supplement, unless the context shall otherwise require.

8. Counterparts. 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 and delivered on the day and year first above written.

LESSOR:

STATE STREET BANK AND TRUST
COMPANY OF CONNECTICUT, N.A.,
not in its individual capacity,
but solely as Owner Trustee

By: Debra A. Johnson

Name: Debra A. Johnson
Title: Assistant Vice President

LESSEE:

UNION TANK CAR COMPANY

By: Mark J. Garrette

Name: Mark J. Garrette
Title: Vice President

01N/0030-4

STATE OF Connecticut)
) SS Hartford
COUNTY OF Hartford)

On this 4th day of January, 2001 before me personally appeared Debra A. Johnson, to me personally known, who being by me duly sworn, says that he is the Assistant Vice President of STATE STREET BANK AND TRUST COMPANY OF CONNECTICUT, N.A., that said instrument was signed and sealed 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.



Notary Public

MELISSA A. DuMONT

NOTARY PUBLIC

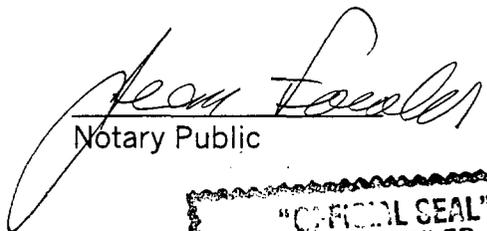
MY COMMISSION EXPIRES AUG. 31, 2001

[NOTARIAL SEAL]

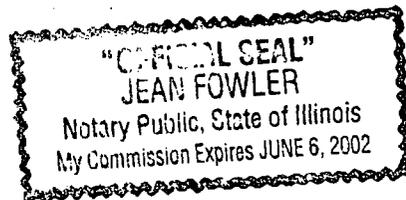
My commission expires: _____

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 10 day of JANUARY, 2001, before me personally appeared Mark J. Garrette, to me personally known, who being by me duly sworn, says that he is the Vice President of UNION TANK CAR COMPANY, that said instrument was signed and sealed 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.



Notary Public



[NOTARIAL SEAL]

My commission expires: _____

LEASE SUPPLEMENT NO. 4 (L-1N) SCHEDULE A

Unit(s) Suffering an Event of Loss

<u>Built Month</u>	<u>Equip. Group No.</u>	<u>Mark</u>	<u>Car No.</u>	<u>AAR Code</u>	<u>DOT Class</u>	<u>BCV Specs</u>
2/92	2	UTCX	59741	C214	LO Hopper	

Replacement Unit(s)

<u>Built Month</u>	<u>Equip. Group No.</u>	<u>Mark</u>	<u>Car No.</u>	<u>AAR Code</u>	<u>DOT Class</u>	<u>BCV Specs</u>
6/97	2	UTCX	50750	C214	LO Hopper	

