

18346-P FILED  
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SURFACE TRANSPORTATION BOARD

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

OF COUNSEL  
URBAN A. LESTER

May 6, 2003

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 two (2) copies of the following secondary document: Amendment No. 1 to Trust Indenture Supplement No. 1, dated as of January 29, 2003.

The enclosed document relates to the Trust Indenture Supplement No. 1 (GATC No. 93-1C) previously filed with the Commission under Recordation Number 18346-B.

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

Lessor:	Wilmington Trust Company 1100 North Market Street Wilmington, DE 19890
Lessee:	Bank One Trust Company One First National Plaza Chicago, IL 60670

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

Schedule 1 to the Trust Indenture Supplement No. 1 is amended by deleting the reference to "GATX 069142" and substituting "GATX 061942" therefor.

Mr. Vernon A. Williams  
May 6, 2003  
Page Two

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

Amendment No. 1 to Trust Indenture Supplement No. 1.

Also enclosed is a check in the amount of \$30.00 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,



Robert W. Alvord

RWA/anr  
Enclosures

AMENDMENT NO. 1 TO TRUST INDENTURE SUPPLEMENT NO. 1  
(GATC Trust No. 93-1C)

This Amendment No. 1 to the Trust Indenture Supplement No. 1 (GATC Trust No. 93-1C) dated as of January 29, 2003 (this "*Indenture Supplement*") is between Wilmington Trust Company, a Delaware banking corporation (the "*Lessor*"), not in its individual capacity but solely as Owner Trustee under the Trust Agreement (GATC Trust No. 93-1C) dated as of July 21, 1993 (the "*Trust Agreement*") between the Owner Trustee in its individual capacity and Wells Fargo Equipment Finance, as Owner Participant (the "*Owner Participant*"), and Bank One Trust Company, as Indenture Trustee (the "*Indenture Trustee*"). Capitalized terms used in this Indenture Supplement shall have the respective meanings in Appendix A to the Trust Indenture (as hereinafter defined) unless otherwise herein defined or the context hereof shall otherwise require.

Witnesseth:

WHEREAS, the Lessee and the Indenture Trustee have entered into that certain Trust Indenture and Security Agreement (GATC Trust No. 93-1C) dated as of July 21, 1993 (Recordation Number 18346, recorded on July 27, 1993 at 12:30 p.m.), as supplemented by the Trust Indenture Supplement No. 1 ("*Trust Indenture Supplement No. 1*") dated as of July 29, 1993 (Recordation Number 18346-B, recorded on July 27, 1993 at 12:30 p.m.) (the "*Trust Indenture*");

WHEREAS, the Lessor and GATX Financial Corporation (formerly General American Transportation Corporation) have entered into that certain Lease Supplement No. 1 dated as of July 29, 1993 (Recordation Number 18346-C, recorded on July 27, 1993 at 12:30 p.m.) (the "*Lease Supplement No. 1*") which described the Equipment that was specifically mortgaged to the Indenture Trustee pursuant to the Trust Indenture Supplement No. 1; and

WHEREAS, the parties hereto desire to amend the Trust Indenture Supplement No. 1 in the respects, but only in the respects, hereinafter set forth.

NOW, THEREFORE, in consideration of the mutual agreements herein contained and other good and valuable consideration, receipt of which is acknowledged, the parties hereto agree as follows:

1. The Lease Supplement No. 1 attached to the Trust Supplement No. 1 is amended as set forth in the Amendment No. 1 to the Lease Supplement No. 1 attached hereto.
2. Except as specifically amended above, all of the terms and conditions of the Trust Indenture shall remain in full force and effect and are hereby ratified and confirmed in all respects.

RECORDATION NO. 18346-P FILED

MAY 06 '03 2-39 PM

SURFACE TRANSPORTATION BOARD

IN WITNESS HEREOF, the parties hereto have caused this Amendment No. 1 to the Indenture Supplement No. 1 to be duly executed as of the day and year above written and to be delivered as of the date first above written.

BANK ONE TRUST COMPANY,  
not in its individual capacity but solely as  
Indenture Trustee

By: *Steven E. Charles*  
Name: STEVEN E. CHARLES  
Title: VICE PRESIDENT

WILMINGTON TRUST COMPANY, not  
in its individual capacity but solely as  
Owner Trustee

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

IN WITNESS HEREOF, the parties hereto have caused this Amendment No. 1 to the Indenture Supplement No. 1 to be duly executed as of the day and year above written and to be delivered as of the date first above written.

BANK ONE TRUST COMPANY,  
not in its individual capacity but solely as  
Indenture Trustee

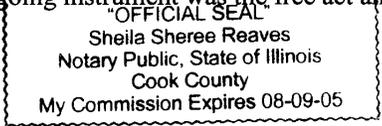
By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

WILMINGTON TRUST COMPANY, not  
in its individual capacity but solely as  
Owner Trustee

By: *Tira Henry*  
Name: **TIRA HENRY**  
Title: **Financial Services Officer**

State of Illinois )  
 )SS  
County of Cook )

On this 3<sup>rd</sup> day of ~~January~~ February, 2003, before me personally appeared Steven E. Charles, to me personally known, who being by me duly sworn, say that he is a. v. p. of BANK ONE TRUST COMPANY, that said instrument was signed and sealed on behalf of said corporation on such day 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  
*Sheila Sheree Reaves*

[NOTARIAL SEAL]

My commission expires: 8/9/2005

State of Delaware )  
 )SS  
County of New Castle )

On this \_\_\_ day of January, 2003, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he is \_\_\_\_\_ of WILMINGTON TRUST COMPANY, that said instrument was signed and sealed on behalf of said corporation on such day 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: \_\_\_\_\_

State of Illinois )  
 )SS  
County of Cook )

On this \_\_\_ day of January, 2003, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he is \_\_\_\_\_ of BANK ONE TRUST COMPANY, that said instrument was signed and sealed on behalf of said corporation on such day 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: \_\_\_\_\_

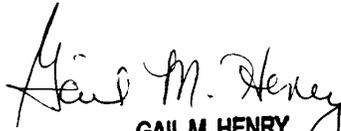
State of Delaware )  
 )SS  
County of New Castle )

On this <sup>30<sup>th</sup></sup> day of ~~January~~ <sup>April</sup>, 2003, before me personally appeared TIRA HENRY, to me personally known, who being by me duly sworn, say that he is ~~Financial Services Officer~~ Financial Services Officer WILMINGTON TRUST COMPANY, that said instrument was signed and sealed on behalf of said corporation on such day 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: \_\_\_\_\_

  
GAIL M. HENRY  
NOTARY PUBLIC-DELAWARE  
My Commission Expires October 20, 2004