

RECORDATION NO. 20244-966
FILED

APR 13 '10 -1 30 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301
WASHINGTON, D C
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

April 13, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Lease Supplement No. 15 (GATC Trust No. 96-1), dated as of March 16, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATC Trust No. 96-1) and related documents previously filed with the Board under Recordation Number 20244.

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

**Lessor/
Owner Trustee:** Wells Fargo Bank Northwest, National
Association
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

Lessee: GATX Corporation, successor by merger
to GATX Financial Corporation
500 Monroe Street
Chicago, IL 60661

Section Chief
April 13, 2010
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A description of the railroad equipment covered by the enclosed document is.

Railcars have been remarked and numbered within the series GACX 5727 - GACX 5823 (previously marked within the series DME 5727 - DME 5823) as more particularly set forth in the attachment to the document.

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

Lease Supplement No. 15 (GATC Trust No. 96-1).

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,



Robert W. Alvord

RWA/sem
Enclosures

APR 13 '10 -1 30 PM

**LEASE SUPPLEMENT NO. 15
(GATC Trust No. 96-1)**

SURFACE TRANSPORTATION BOARD

This Lease Supplement No. 15 dated as of March 16, 2010, between Wells Fargo Bank Northwest, N.A., not in its individual capacity but solely as Owner Trustee under the Trust Agreement ("Lessor") and GATX Corporation, a New York corporation, successor by merger to GATX Financial Corporation, a Delaware corporation, successor by merger to GATX Rail Corporation, a New York corporation, name changed from General American Transportation Corporation, a New York corporation ("Lessee");

WITNESSETH:

Lessor and Lessee have heretofore entered into that certain Equipment Lease Agreement (GATC Trust No. 96-1) dated as of August 28, 1996, as amended and supplemented, (the "Lease"). The terms used herein are used with the meanings specified in the Lease.

Items of Equipment covered by the Lease have been remarked and the Lease must be amended to reflect such new markings.

Now, Therefore, in consideration of the premises and other good and sufficient consideration, and pursuant to Section 4.2 of the Lease, Lessor and Lessee hereby agree as follows:

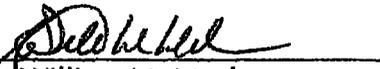
1. The reporting marks on the Items of Equipment covered by the Lease are hereby amended to substitute each identifying mark and number listed in column six of Schedule A hereto labeled "New Markings" in place of the identifying mark and number noted in the column labeled "Old Markings" effective April 1, 2007.
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. This Lease Supplement shall be governed by and construed in accordance with the laws of the State of New York, including all matters of construction, validity and performance, without regard to principles of conflicts of laws.
4. This Lease Supplement may be executed in any number of counterparts, each executed counterpart constituting an original but all together constituting one and the same instrument.

IN WITNESS WHEREOF, Lessor and 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.

Wells Fargo Bank Northwest, N.A., not in its individual capacity, but solely as Owner Trustee

By: 
Name: ~~Jansen R. Higgs~~
Title: ~~Vice President~~

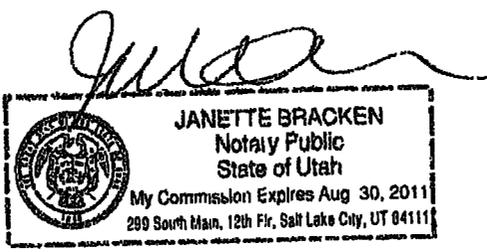
GATX Corporation

By: 
Name: William M. Muckian
Title: Senior Vice President, Controller & Chief Accounting Officer

State of Utah)
) SS
County of Salt Lake)

On this 12 day of April, 2010, before me personally appeared Janeen R Higgs, to me personally known, who being by me duly sworn, say that he/she is a Vice President of Wells Fargo Bank Northwest, N.A., 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

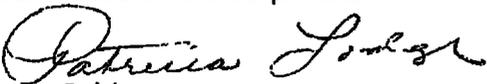
Notary Public
[Notarial Seal]



My commission expires:

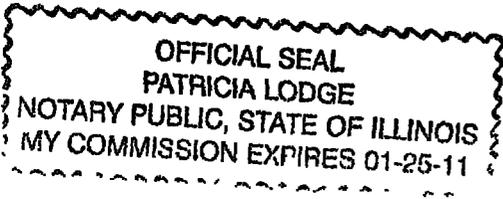
State of Illinois)
) SS
County of Cook)

On this th 16 day of March, 2010, before me personally appeared William M. Muckian, to me personally known, who being by me duly sworn, say that he is Senior Vice President, Controller & Chief Accounting Officer of GATX Corporation, successor by merger to GATX Financial Corporation, successor by merger to GATX Rail 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.


Notary Public

[Notarial Seal]

My commission expires:



SCHEDULE A

Basic Group	Functional Group	Description	DOT Class	Old Markings	New Markings	Product Code
I	E	Freight Car	AAR L/O	DME 005727	GACX005727	CHL0004
I	E	Freight Car	AAR L/O	DME 005728	GACX005728	CHL0004
I	E	Freight Car	AAR L/O	DME 005732	GACX005732	CHL0004
I	E	Freight Car	AAR L/O	DME 005734	GACX005734	CHL0004
I	E	Freight Car	AAR L/O	DME 005736	GACX005736	CHL0004
I	E	Freight Car	AAR L/O	DME 005737	GACX005737	CHL0004
I	E	Freight Car	AAR L/O	DME 005738	GACX005738	CHL0004
I	E	Freight Car	AAR L/O	DME 005740	GACX005740	CHL0004
I	E	Freight Car	AAR L/O	DME 005746	GACX005746	CHL0004
I	E	Freight Car	AAR L/O	DME 005747	GACX005747	CHL0004
I	E	Freight Car	AAR L/O	DME 005748	GACX005748	CHL0004
I	E	Freight Car	AAR L/O	DME 005751	GACX005751	CHL0004
I	E	Freight Car	AAR L/O	DME 005752	GACX005752	CHL0004
I	E	Freight Car	AAR L/O	DME 005755	GACX005755	CHL0004
I	E	Freight Car	AAR L/O	DME 005756	GACX005756	CHL0004
I	E	Freight Car	AAR L/O	DME 005757	GACX005757	CHL0004
I	E	Freight Car	AAR L/O	DME 005759	GACX005759	CHL0004
I	E	Freight Car	AAR L/O	DME 005763	GACX005763	CHL0004
I	E	Freight Car	AAR L/O	DME 005768	GACX005768	CHL0004
I	E	Freight Car	AAR L/O	DME 005769	GACX005769	CHL0004
I	E	Freight Car	AAR L/O	DME 005770	GACX005770	CHL0004
I	E	Freight Car	AAR L/O	DME 005772	GACX005772	CHL0004
I	E	Freight Car	AAR L/O	DME 005773	GACX005773	CHL0004
I	E	Freight Car	AAR L/O	DME 005774	GACX005774	CHL0004
I	E	Freight Car	AAR L/O	DME 005775	GACX005775	CHL0004
I	E	Freight Car	AAR L/O	DME 005776	GACX005776	CHL0004
I	E	Freight Car	AAR L/O	DME 005779	GACX005779	CHL0004
I	E	Freight Car	AAR L/O	DME 005783	GACX005783	CHL0004
I	E	Freight Car	AAR L/O	DME 005784	GACX005784	CHL0004
I	E	Freight Car	AAR L/O	DME 005788	GACX005788	CHL0004
I	E	Freight Car	AAR L/O	DME 005789	GACX005789	CHL0004
I	E	Freight Car	AAR L/O	DME 005790	GACX005790	CHL0004
I	E	Freight Car	AAR L/O	DME 005791	GACX005791	CHL0004
I	E	Freight Car	AAR L/O	DME 005792	GACX005792	CHL0004
I	E	Freight Car	AAR L/O	DME 005794	GACX005794	CHL0004
I	E	Freight Car	AAR L/O	DME 005795	GACX005795	CHL0004
I	E	Freight Car	AAR L/O	DME 005796	GACX005796	CHL0004
I	E	Freight Car	AAR L/O	DME 005800	GACX005800	CHL0004
I	E	Freight Car	AAR L/O	DME 005801	GACX005801	CHL0004
I	E	Freight Car	AAR L/O	DME 005803	GACX005803	CHL0004
I	E	Freight Car	AAR L/O	DME 005807	GACX005807	CHL0004
I	E	Freight Car	AAR L/O	DME 005808	GACX005808	CHL0004
I	E	Freight Car	AAR L/O	DME 005811	GACX005811	CHL0004
I	E	Freight Car	AAR L/O	DME 005814	GACX005814	CHL0004
I	E	Freight Car	AAR L/O	DME 005816	GACX005816	CHL0004

I	E	Freight Car	AAR L/O	DME 005820	GACX005820	CHL0004
I	E	Freight Car	AAR L/O	DME 005821	GACX005821	CHL0004
I	E	Freight Car	AAR L/O	DME 005823	GACX005823	CHL0004

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: 4/13/10



Robert W Alvord