



**Union Tank Car Company**

39 South La Salle Street  
Chicago, Illinois 60603  
312/372-9500

RECORDATION NO. 7738 Filed 1425

JAN 22 1962 - 2 20 PM

No. JAN 22 1982

INTERSTATE COMMERCE COMMISSION

Date.....  
Fee \$ 21.00

RECORDATION NO. 7738 Filed 1425

ICC Washington, D. C.

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

JAN 22 1962 - 2 20 PM

Dear Sir:

INTERSTATE COMMERCE COMMISSION

We transmit to you herewith by certified mail for recordation, pursuant to Section 20c of the Interstate Commerce Act, an original and two certified counterparts of the Fourth Supplemental Equipment Trust Agreement (the "Supplemental Agreement"), dated October 26, 1981, by and between Union Tank Car Company, 111 West Jackson Boulevard, Chicago, Illinois 60604 (the "Company") and Morgan Guaranty Trust Company of New York, 23 Wall Street, New York, New York 10015 (the "Bank") as Trustee, which amends the Equipment Trust Agreement dated as of December 15, 1974, between the Company and the Bank. The Supplemental Agreement evidences the substitution under the said Equipment Trust Agreement of the railroad cars described in Schedule A attached hereto.

Also enclosed for recordation is an original and two certified counterparts of a Bill of Sale to the Company from the Bank, which Bill of Sale relates to the railroad cars in respect of which the aforesaid substitution was made. The railroad cars covered by the said Bill of Sale are described in Schedule B attached hereto. The Bill of Sale releases the Equipment described in Schedule B from the encumbrance created by the Equipment Trust Agreement.

The Supplemental Agreement and the said Bill of Sale should be recorded as supplements to the Equipment Trust Agreement dated as of December 15, 1974, which was recorded with your office on December 11, 1974, and assigned recordation number 7738. We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned.

Very truly yours,

UNION TANK CAR COMPANY

*A. B. Hillman*



SCHEDULE AEQUIPMENT SUBSTITUTIONS

<u>Quantity</u>	<u>AAR Designation</u>	<u>Capacity</u>	<u>Road Number</u>
1	TM	20000 gal	UTLX48071
1	TM	20000 gal	UTLX48072
1	TM	20000 gal	UTLX48075
1	TM	20000 gal	UTLX48081
1	TM	20000 gal	UTLX48082
1	TM	20000 gal	UTLX48086
<u>5</u>	TM	20000 gal	UTLX48087 -
			UTLX48091
11			

## SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity</u>	<u>Road Numbers</u>
1	TM	21,000 Gal	RTCX27327
1	LO	4,750 Cu Ft	UTCX43682
1	LO	4,750 Cu Ft	UTCX43688
1	LO	4,750 Cu Ft	UTCX43692
1	Covered Hopper	4,750 Cu Ft	UTCX45853
1	Covered Hopper	4,750 Cu Ft	UTCX45877
1	Covered Hopper	4,750 Cu Ft	UTCX45981
1	TM	29,200 Gal	UTLX40863
1	LO	4,750 Cu Ft	UTLX44310
1	LO	4,750 Cu Ft	UTLX44328
1	LO	4,750 Cu Ft	UTLX44329
1	LO	4,750 Cu Ft	UTLX44375
1	LO	4,750 Cu Ft	UTLX44455
1	LO	4,750 Cu Ft	UTLX44494
1	TM	30,000 Gal	UTLX46696
1	TM	20,000 Gal	UTLX72731
1	TM	23,500 Gal	UTLX74163
1	TM	23,500 Gal	UTLX74173
1	TM	23,500 Gal	UTLX74221
1	TM	23,500 Gal	UTLX74305
1	TM	23,500 Gal	UTLX74309
1	TM	23,500 Gal	UTLX74312
1	TM	23,500 Gal	UTLX74315
1	TM	23,500 Gal	UTLX74316
1	TM	23,500 Gal	UTLX74317
1	TM	23,500 Gal	UTLX74329
1	TM	23,500 Gal	UTLX74333
1	TM	23,500 Gal	UTLX74461
1	TM	17,400 Gal	UTLX76921

**Interstate Commerce Commission**  
Washington, D.C. 20423

1/25/82

OFFICE OF THE SECRETARY

**A.B. Hillman**  
**Union Tank Car Company**  
**39 South LaSalle Street**  
**Chicago, Illinois 60603**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **1/22/82** at **2:20pm**, and assigned re-  
recording number(s). **7738-F & 7738-G**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

SE-30  
(7/79)

RECORDATION NO. 7738-F FILED 1982

JAN 22 1962 - 2 20 PM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS )  
                          ) SS.  
COUNTY OF COOK    )

C E R T I F I C A T E

The undersigned, Carol D'Ascenzo, a Notary Public in and for said County, states that she compared the attached copy of the Fourth Supplemental Equipment Trust Agreement dated the 26th day of October, 1981, with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 19th day of January, 1982.

Carol D'Ascenzo  
Notary Public

My Commission Expires:

November 7, 1983

THIS FOURTH SUPPLEMENTAL EQUIPMENT TRUST AGREEMENT (the "Supplemental Agreement") dated as of October 26, 1981, by and between UNION TANK CAR COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (the "Company"), and MORGAN GUARANTY TRUST COMPANY OF NEW YORK, as Trustee (the "Trustee").

WITNESSETH:

WHEREAS, Union Tank Car Company has heretofore executed and delivered to the Trustee an Equipment Trust Agreement dated as of December 15, 1974 (the "Trust Agreement"), providing for an issue of Equipment Trust Certificates (the "Trust Certificates"), in aggregate principal amount of \$40,000,000; and

WHEREAS, the Company has filed with the Trustee its Request for a Substitution of Equipment pursuant to Section 5.06 of the Trust Agreement; and

WHEREAS, the Company desires to comply with Section 5.03 of the Trust Agreement by the execution of a supplement thereto, to evidence the inclusion of the aforesaid Equipment as a part of the Trust Equipment under the Trust Agreement;

NOW, THEREFORE, in consideration of the premises and of the sum of One Dollar to it duly paid by the Trustee at the execution of these presents, the receipt whereof is hereby acknowledged, the Company covenants and agrees with the Trustee for the equal and proportionate benefit of the respective holders from time to time of the Trust Certificates, as follows:

ARTICLE ONE

Substitution of Equipment

The Equipment described in Schedule A hereto is hereby substituted for the Equipment specifically described in Schedule A of the Trust Agreement and Schedule B hereto.

ARTICLE TWO

Substituted Equipment Subject to Trust Agreement

The Equipment described in Schedule A hereto is hereby included as part of the Trust Equipment under the Trust Agreement and is and shall be subject to all the terms and

conditions of the Trust Agreement in all respects as though it had been part of the Trust Equipment specifically described in the Trust Agreement.

ARTICLE THREE

Concerning the Trustee

The Trustee accepts the provisions of this Supplemental Agreement but only upon the terms and conditions set forth in the Trust Agreement as amended. Without limiting the generality of the foregoing, the Trustee assumes no responsibility for the correctness of the recitals herein contained, which shall be taken as the statements of the Company. The Trustee makes no representation and shall have no responsibility as to the validity of this Supplemental Agreement.

ARTICLE FOUR

Miscellaneous Provisions

Except as hereby expressly provided, the Trust Agreement is in all respects ratified and confirmed and all the terms, provisions and conditions thereof shall be and remain in full force and effect.

This Supplemental Agreement may be executed in any number of counterparts, each of which shall be an original, but such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, the Company and the Trustee have caused this Supplemental Agreement to be duly executed by their respective officers thereunto duly authorized and their respective corporate seals, duly attested, to be hereunto affixed, all as of the date and year first above written.

Attest:

UNION TANK CAR COMPANY

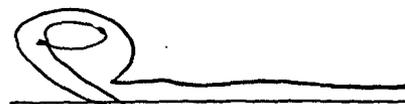
  
Secretary

By   
Vice President

Attest:

MORGAN GUARANTY TRUST COMPANY  
OF NEW YORK



By   
P. J. Crooks  
Vice President

STATE OF ILLINOIS )  
 )  
 ) SS.  
COUNTY OF LAKE )

On the 26th day of October, 1981, before me personally came B. A. Struckman, to me known, who, being by me duly sworn, did depose and say that he resides at 39 South LaSalle Street, Chicago, Illinois; that he is a Vice President of UNION TANK CAR COMPANY, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Marcia C. Weiner  
Notary Public

MY COMMISSION EXPIRES... 6/18/84

STATE OF )  
 )  
 ) SS.  
COUNTY OF )

On the 15 day of December, 1981, before me personally came P. J. Crooks, to me known, who, being by me duly sworn, did depose and say that he resides at 1 DELAWARE AVE. Tonawanda, New York 14150; that he is a Vice President of MORGAN GUARANTY TRUST COMPANY OF NEW YORK, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he signed his name thereto by like order.

Harold Robinson  
Notary Public

HAROLD ROBINSON  
Notary Public, State of New York  
Qualified in Queens County  
Certificate Filed in New York County  
No. 41-4761188  
Commission Expires March 30, 1982

SCHEDULE AEQUIPMENT SUBSTITUTIONS

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1	TM	23,500 Gal	UTLX74173
1	TM	23,500 Gal	UTLX74221
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1	TM	23,500 Gal	UTLX74309
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1	TM	23,500 Gal	UTLX74333
1	TM	23,500 Gal	UTLX74461
1	TM	17,400 Gal	UTLX76921