



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
 Office of the Secretary of State - Division of Business Services
 148 W. River Street, Providence, Rhode Island 02904-2615
 Phone: (401) 222-3040 ~ Email: corporations@sos.ri.gov ~ Website: www.sos.ri.gov

PROFIT CORPORATION ANNUAL REPORT FOR THE YEAR **2014**

Filing Period: January 1 - March 1 • This report must be typed or printed legibly.

Filing Fee: \$50.00 • FAILURE TO FILE THIS REPORT BY MARCH 31 WILL RESULT IN A \$25.00 PENALTY FEE.

1. Entity ID No. 390836		2. Exact name of the Corporation GATX CORPORATION								
3. Principal office address 222 WEST ADAMS STREET			City CHICAGO	State IL	Zip 60606					
4. Business Phone No. 312-621-6200			5. State of Incorporation NY							
6. Brief description of the character of business conducted in Rhode Island EQUIPMENT LEASING										
7. LIST ALL OFFICERS (NAMES AND ADDRESSES) ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>										
President Name BRIAN A. KENNEY			Vice-President Name JAMES F. EARL							
Street Address 222 WEST ADAMS STREET			Street Address 222 WEST ADAMS STREET							
City CHICAGO	State IL	Zip 60606	City CHICAGO	State IL	Zip 60606					
Secretary Name DEBORAH A. GOLDEN			Treasurer Name ERIC D. HARKNESS							
Street Address 222 WEST ADAMS STREET			Street Address 222 WEST ADAMS STREET							
City CHICAGO	State IL	Zip 60606	City CHICAGO	State IL	Zip 60606					
8. LIST ALL DIRECTORS (NAMES AND ADDRESSES) ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>										
Director Name BRIAN A. KENNEY			Director Name ANNE L. ARVIA							
Street Address 222 WEST ADAMS STREET			Street Address 222 WEST ADAMS STREET							
City CHICAGO	State IL	Zip 60606	City CHICAGO	State IL	Zip 60606					
Director Name JAMES B. REAM			Director Name DAVID S. SUTHERLAND							
Street Address 222 WEST ADAMS STREET			Street Address 222 WEST ADAMS STREET							
City CHICAGO	State IL	Zip 60606	City CHICAGO	State IL	Zip 60606					
9. SHARES AUTHORIZED			10. SHARES ISSUED ("X" BOX FOR ATTACHMENT) <input checked="" type="checkbox"/>							
This information is currently of record in the Office of the Secretary of State. Changes require an additional filing. See Section 9 of instruction sheet.										
						NUMBER OF SHARES	CLASS/SERIES	PAR VALUE		
						120,000,000	COMMON	.625		
5,000,000	PREFERRED	1.00								

This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

File Date _____

Check No _____

By: _____

FOR SECRETARY OF STATE USE ONLY

FILED

FEB 26 2014

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Under penalty of perjury, I declare and affirm that I have examined this report, including any accompanying schedules and statements, and that all statements contained herein are true and correct.

Michael Kunstman 2/19/2014
 Signature of Authorized Representative Date

MICHAEL KUNSTMAN, ASSISTANT SECRETARY

Print or Type Name of Authorized Representative

GATX Corporation - Database**Full/Complete Data Sheet View - View Record**

1. Entity:	GATX Corporation
2. Jurisdiction of Incorporation:	New York
3. Date of Incorporation:	5 July 1916
4. Entity Type:	Corporation
5. Entity Status:	Active
6. Entity Registration Number (in Jurisdiction of Incorporation):	
7. Other ID Numbers:	
8. Former Names:	Incorporated as General American Tank Car Corporation Name changed to General American Transportation Corporation on 12 April 1933 Name changed to GATX Corporation on 27 June 1975
9. Duration:	Perpetual
10. Purpose:	Specialized finance and leasing company. Combines asset knowledge and services, structuring expertise, creative partnering and risk capital to serve customers and partners worldwide.
11. Registered Address & Registered Agent:	The Prentice-Hall Corporation System, Inc. 80 State Street Albany, New York, 12207
12. Principal/Business Address:	
13. Jurisdiction(s) of Qualification and Corresponding Registration Number(s):	Alabama (3 August 2007; 936964) Alaska (13 March 2013) California (31 July 2007; C3009363) Connecticut (27 August 2007; 0910541) Delaware (21 August 2007; 4410616) Florida (31 August 2007; F07000003876) Georgia (2 August 2007; _____) Illinois (9 October 1936; 05252199) Indiana (9 October 1936; 192891-116) Kansas (2 August 2007; 4107937) Kentucky (1 August 2007; 0670221) Louisiana (23 July 2007; 36501931F) Montana (31 July 2007; F051962) North Carolina (8 January 2009; 1078665) New Jersey (31 January 1939; 4071201500) New Mexico (1 August 2007; 2917722) Ohio (31 December 1936; 169037) Oklahoma (27 July 2007; 2312478268) Pennsylvania (31 July 2007; 3746373) Rhode Island (31 July 2007; 000390836) South Carolina (22 May 2009; _____) Texas (18 July 2008; _____) Washington (2 August 2007; 602398771) West Virginia (21 August 2007; 96327) Wisconsin (23 August 2007; G040385)
14. Authorized Capital:	120,000,000 shares common stock US\$0.625 par value per share (as of 31 December 2008) 5,000,000 shares preferred stock US\$1.00 par value per share (as of 31 December 2008)

15. Issued & Outstanding Capital:**16. Paid-In Capital:****17. Shareholder(s)/Member (s)/Parent:****18. Directors:**

Anne L. Arvia
 Ernst A. Häberli
 Brian A. Kenney
 James B. Ream
 Robert J. Ritchie
 David S. Sutherland
 Casey J. Sylla
 Paul G. Yovovich

19. Officers:

Brian A. Kenney, Chairman, President and CEO
 James F. Earl, Executive Vice President and President, GATX Rail International
 Robert C. Lyons, Executive Vice President and CFO
 Curt F. Glenn, Sr. Vice President, Portfolio Management
 Deborah A. Golden, Executive Vice President, General Counsel and Secretary
 Katie Lawler, Executive Vice President, Human Resources
 Thomas A. Ellman, Executive Vice President and President Rail North America
 Eric D. Harkness, VP, Treasurer and Chief Risk Officer
 Vice President and Group Executive - Operations
 Paul F. Titterton, VP and Chief Commercial Officer
 William M. Muckian, Sr. Vice President, Controller and Assistant Secretary
 Michael T. Brooks, Sr. Vice President Operations and Technology
 Peter Falconer, Assistant Secretary
 Lisa M. Ibarra, Assistant Secretary
 Mari Orser, Assistant Secretary
 Jeanne Sexton, Assistant Secretary
 Jeffrey Young, Assistant Secretary
 Michael Kunstman, Assistant Secretary
 Eric G. Hess, Assistant Treasurer
 Robert D. Hopkins, Assistant Treasurer

As appointed by the Appointment Committee of the Board of Directors:

Niyi Adedoyin, Vice President and Chief Information Officer
 Mehmet K. Binay, Vice President Pricing and Investment Analysis
 Thomas Clark, Vice President Sales - Midwest Region
 Alan C. Coe, Vice President and Group Executive - International
 Graham Cooper, Vice President Special Initiatives
 Douglas S. Deaver, Vice President Sales - Southwest Region
 Jeffrey S. Gamble, Vice President, Locomotive Operations
 Linda C. Girard, Vice President Structured Finance Operations
 Katie J. Hadenfeldt, Vice President Sales Railroads/Renewables
 Gary Harms, Vice President Portfolio Investments
 Terrence Heidkamp - Vice President of Government and Industry Affairs
 Linda A. Hexem, Vice President and Managing Director Structured Finance
 Kevin J. Hillesland, Vice President and Managing Director Portfolio Investments
 David A. Horwitz, Vice President and Executive Director, Fleet Portfolio Management
 Brooks A. Laudin, Vice President and Managing Director Structured Finance
 Billy Jay Leadingham, Vice President Sales - Coal
 Eric B. Livingston, Vice President Equipment Management and Business Development
 Tony Monico, Vice President, North American Service Centers
 Geoffrey D. Phillips, Vice President and Group Executive, North American Rail Services and Logistics
 Clifford J. Porzenheim, Vice President and Group Executive - International
 Eileen M. Raphael, Vice President Locomotive Business Operations

John Sbragia, Vice President Railcar Engineering & Quality Assurance
 Bruce A. Shipman, Vice President and Managing Director - Structured Finance
 Alfred Paul Smith, Vice President and Group Executive, Locomotive
 Rory Snyder, Vice President Joint Venture Management
 Donald J. Spooner, Vice President International
 Michael G. Sullivan, Vice President and Executive Director, Service Delivery
 Necati Gokce Tezel, Vice President and Group Executive, Emerging Markets, GATX Rail International
 Anders S. Vestergaard, Vice President and Executive Director, Structured Finance
 Brandon Kimmel Weir, Vice President Equipment Management and Business Development
 William Wozencraft, Vice President Financial Planning and Analysis
 Jeffery R. Young, Vice President Tax
 Stephen E. Young, Vice President and Chief Compliance Officer
 Robert A. Zmudka, Vice President and Group Executive - North American Sales
 James A. Zupancich, Vice President Customer Support and Contract Administration

20. Other Attorney(s) in fact:

21. Fiscal Year End: 31 December

22. Location of Corporate Seal (if applicable):

23. Location of Original Minute Books & Registers:

24. Location of Original Share Certificates:

25. Business Unit:

26. Primary Local or Regional Business Contact:

27. Local Counsel:

28. Local Accountant:

29. Local Auditor:

30. D&O Rules (e.g., min/max number, residency, nationality, etc., by statute/governing docs, as applicable):

1. Number of directors: minimum: 3; maximum: 21.
2. All directors shall be at least 21 years of age.
3. Directors shall be chosen at the annual meeting of the shareholders by a plurality of the votes cast in the election.
4. The term of office of each director shall be from the time of his/her election and qualification until the next annual meeting of shareholders or until his/her earlier death or resignation.

Refer to Article II of the Amended and Restated Bylaws for additional information.

31. General Annual Corporate Filing Requirements:

32. Annual Accounts Audit Requirements:

33. Annual BOD Mtg Requirements (i.e., notice, proxy, quorum, location, method of communication):

1. Annual board meetings shall be held after each election of directors by the shareholders on the same day and at the conclusion of the meeting of shareholders, and at the place at which the election was held. Notice of the annual meeting need not be given.
2. Regular meetings (other than annual meetings) of the Board shall be held at such times and places as the Board may determine.

3. Special meetings of the Board shall be held whenever called by the Chairman of the Board, the President, or the Secretary at the request of a majority of directors. Notice shall be mailed at least 2 days before the day of the meeting, sent by facsimile or e-mail, or delivered personally or by telephone, in each case not later than the day before the meeting.

4. The quorum for board meetings is one-third of the number of directors.

5. At each meeting, the Chairman of the Board, or in his/her absence, the Lead Director shall act as chairman of the meeting.

Refer to Article II of the Amended and Restated Bylaws for additional information.

34. Can BOD Mtgs be held via teleconference or video conference: Yes. Refer to Article II, Section 13 of the Amended and Restated Bylaws for additional information.

35. Requirements for BOD Written Resolutions in lieu of Mtgs: Written consent in lieu of meetings is permissible. The written consent may be signed in counterparts. The resolution shall be filed with the minutes of the board or committee. Refer to Article II, Section 12 of the Amended and Restated Bylaws for additional information.

36. AGM Requirements (i.e., notice, proxy, location, quorum, method of communication):

1. Annual meetings of stockholders shall be held at the principal office of the Corporation in the State of New York or at such other place in or out of said State and shall be specified in the notice.
2. Annual meetings shall be held on the fourth Friday of April in each year.
3. Special meetings of the stockholders may be called by the Chairman of the Board, President or by a majority of the Board of Directors.
4. The notice requirement for annual or special stockholders meetings is not less than 10 days nor more than 60 days before the day of the meeting. Notice shall be given in the name of the President, an Executive Vice-President, a Senior Vice President, the Secretary, or an Assistant Secretary. Notice may be written or electronic. If mailed, notice shall be delivered by U.S. mail with prepaid postage.
5. The quorum for stockholders' meetings is majority of the stockholders entitled to vote and present or represented at the meeting.
6. The order of business at all meetings of stockholders shall be determined by the chairman of the meeting.
7. At each meeting or the shareholders one or more inspectors of the election shall be appointed. No director or candidate for the office of director shall act as an inspector of election in any election of directors.

Refer to Article I of the Amended and Restated Bylaws for additional information.

37. Requirements for Shareholder Written Resolutions in lieu of AGM: Written consent in lieu of meetings is permissible according to Delaware laws. The written consent may be signed in counterparts.

38. Annual Corporate Filings/Obligations with Due Dates:

39. Subsidiaries: A1-ORG CHART

40. Key Contacts:

41. Notes/Comments:

42. Datasheet completed as of: 13 February, 2014

