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September 23, 2015

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

GATX Trust 2012-1C

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale and Partial Release, dated as of September 22, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Equipment Lease Agreement (GATX Trust No. 2012-1C) and related documents previously filed with the Board under Recordation Number 30409.

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

Owner Trustee: U.S. Bank National Association  
225 Franklin Street  
Boston, MA 02101

[Lessee: GATX Corporation  
222 West Adams Street  
Chicago, IL 60606]

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

1 railcar RELEASED: GATX 206634.

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

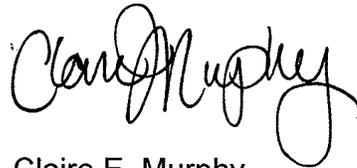
Section Chief  
September 23, 2015  
Page 2

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$43.00 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,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M" and "y".

Claire E. Murphy

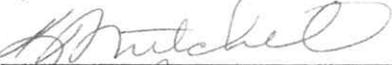
CEM  
Enclosures

## BILL OF SALE AND PARTIAL RELEASE

U.S. Bank National Association, not in its individual capacity, but solely as Owner Trustee under the Trust Agreement (GATX Trust No. 2012-1C) (the "Trust Agreement"), dated as of September 28, 2012, between the Owner Trustee (in its individual capacity) and MassMutual Asset Finance LLC, does hereby grant, bargain, sell, transfer, convey, assign and release to the GATX Corporation, a New York corporation ("Lessee") and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 206634 (the "Unit") "AS IS", "WHERE IS", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Participation Agreement (GATX Trust No. 2012-1C), dated as of September 28, 2012, by and among the Lessor, the Lessee and MassMutual Asset Finance LLC, and does hereby acknowledge that the lease term under the Equipment Lease Agreement (GATX No. Trust 2012-1C) (the "Lease"), dated as of September 28, 2012, with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease have terminated.

Dated: September 22, 2015

U.S. Bank National Association,  
not in its individual capacity, but  
solely as Owner Trustee

By:   
Title: Vice President

RECORDATION NO. 30409-B FILED  
September 23, 2015 04:20 PM  
SURFACE TRANSPORTATION BOARD

State of Connecticut )  
 ) SS  
County of Hartford )

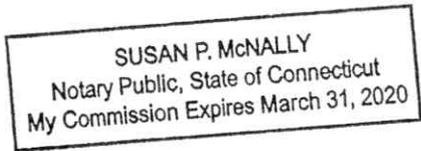
On this, \_\_\_\_\_ day of \_\_\_\_\_, 2015, before me personally appeared Kathryn Mitchell, to me personally known, who being by me duly sworn, say that he/she is a Vice President of U.S. Bank National Association, that said instrument was signed on such date on behalf of said corporation by authority 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

*Susan P McNally*

[Notarial Seal]

My commission expires:



**CERTIFICATION**

I, Claire E. Murphy, an attorney licensed to practice in the State of New Jersey, 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: September 23, 2015

  
\_\_\_\_\_  
Claire E. Murphy