

ALVORD AND ALVORD PLLC SURFACE TRANSPORTATION BOARD

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September 6, 2016

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

GARC Trust 97-3

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 April 20, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GARC Trust 97-3) and related documents previously filed with the Board under Recordation Number 20897.

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

Owner Trustee: U.S. Bank National Association (successor to  
State Street Bank and Trust Company)  
225 Franklin Street  
Boston, MA 02101

Indenture Trustee: The Bank of New York Trust Company, N.A.,  
(successor in interest to JPMorgan Chase  
Bank, N.A., successor to Bank One, National  
Association)  
One First National Plaza  
Chicago, IL 60670

Section Chief  
September 6, 2016  
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[Lessee: GATX Corporation (successor to General  
American Railcar Corporation)  
222 West Adams Street  
Chicago, IL 60606]

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

2 railcars RELEASED: GATX 007901 and GATX 007907.

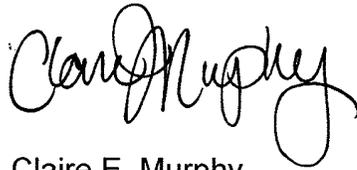
A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$45.00 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".

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 GARC Trust 97-3 (the "Lessor") under an Equipment Lease Agreement (GARC Trust 97-3) dated as of September 24, 1997 (the "Lease") between the Lessor and General American Railcar Corporation (the "Lessee"), does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcars designated as GATX 007901 and GATX 007907 (the "Units") "as is," "where is," without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Units and the obligation of the Lessee to pay rent for such Units under the Lease has terminated.

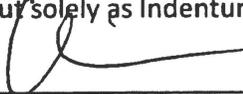
The Bank of New York Mellon Trust Company, NA as successor-in-interest to JPMorgan Chase Bank as successor-in-interest to Bank One, NA as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GARC Trust 97-3) dated as of September 24, 1997 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Indenture and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: April 20, 2016

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

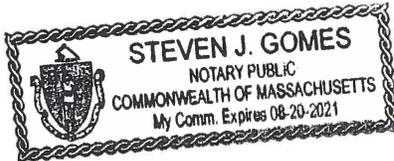
By:   
Title: Vice President

The Bank of New York Mellon Trust Company, NA as successor-in-interest to JPMorgan Chase Bank as successor-in-interest to Bank One, NA, not in its individual capacity, but solely as Indenture Trustee

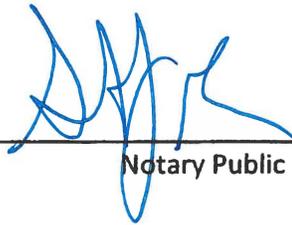
By:   
Title: Vanessa M. Davis  
Trust Officer

State of Commonwealth of Massachusetts )  
 ) SS:  
County of Suffolk )

On the 17 day of August, 2016, before me personally appeared Alison D.B. Nadeau, to me known, who being by me duly sworn, say that (s)he 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 (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Notarial Seal]  
My commission expires:

  
\_\_\_\_\_  
Notary Public

State of Illinois )  
 ) SS:  
County of Cook )

On the 20<sup>th</sup> day of July 2016, 2016, before me personally appeared Vanissa M. Davis, to me known, who being by me duly sworn, says that (s)he is a Trust Officer of The Bank of New York Mellon Trust Company, NA as successor-in-interest to JPMorgan Chase Bank as successor-in-interest to Bank One, NA that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Notarial Seal]  
My commission expires: **May 20, 2017**

  
\_\_\_\_\_  
Notary Public

**CERTIFICATION**

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and 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 6, 2016

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