RECORDATION NO. 19536-TT FILED
January 02, 2015 11:30 AM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
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January 2, 2015

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 Memorandum of Lease and Indenture Termination (GATC Trust No. 95-1E), dated as of January 2, 2015, 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. 95-1E), and the Trust Indenture and Security Agreement (GATC Trust No. 95-1E), as amended, previously filed with the Commission under Recordation Numbers 19536 and 19536-A, respectively.

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

Owner Trustee/ Lessor:	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 Mellon Trust Company, N.A. (successor in interest to First National Bank of Chicago) One First National Plaza Chicago, IL 60670
Lessee:	GATX Corporation 222 West Adams Street, Suite 500 Chicago, IL 60606

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

All railroad equipment covered by the Equipment Lease Agreement (GATC Trust No. 95-1E), and the Trust Indenture and Security Agreement (GATC Trust No. 95-1E) filed under Rec. Nos. 19536 and 19536-A, respectively, is hereby RELEASED and TERMINATED, including but not limited to GATX 002733 and railcars within the following series:
GATX 030821 – GATX 079895;
PSPX 028501 – PSPX 028590; and
GATX 076616 – GATX 095365 as more particularly set forth on the attachment to the document.

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

Memorandum of Lease and Indenture Termination (GATC Trust No. 95-1E).

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,

for

Edward M. Luria

EML/cem
Enclosures

RECORDATION NO. 19536-TT FILED
January 02, 2015 11:30 AM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AND INDENTURE TERMINATION, dated as of January 2, 2015, by and among **GATX CORPORATION**, a New York corporation ("**Lessee**"), **U.S. BANK NATIONAL ASSOCIATION**, a national banking association, not in its individual capacity, but solely as Owner Trustee (the "**Owner Trustee**") under the Trust Agreement, dated as of July 14, 1995 (the "**Trust Agreement**") and **THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.**, a national banking association (as successor-in-interest to The First National Bank of Chicago), as indenture trustee (the "**Indenture Trustee**" and together with Lessee and the Owner Trustee, the "**Parties**"). Capitalized terms used herein which are not defined herein shall have their respective meanings ascribed thereto as set forth in the Indenture (defined below).

WHEREAS, Owner Trustee, as lessor, and Lessee, as lessee, entered into that certain (i) Equipment Lease Agreement (GATC Trust No. 95-1E), dated as of July 14, 1995 (as modified, amended and/or supplemented from time to time, the "**Lease**") and that certain Lease Supplement No. I (GATC Trust No. 95-1E), dated July 20, 1995, memoranda of which were recorded with the Surface Transportation Board (the "**STB**") on July 20, 1995 at 11:00 a.m. under Recordation Nos. 19536 and 19536-B, respectively, and deposited in the office of the Registrar General of Canada (the "**RGC**") pursuant to § 105 of the Canada Transportation Act on July 20, 1995 as Document Key 5713 and 5712, covering certain units of equipment as specified therein, (ii) Lease Supplement No. II (GATC Trust No. 95-1E) dated as of July 20, 1995, which was recorded with the STB on July 20, 1995 at 11:00 a.m. under Recordation No. 19536-D and deposited in the office of the RGC on July 20, 1995 as Document Key 5708, (iii) Lease Supplement No. III (GATC Trust No. 95-1E) dated as of June 22, 1999, which was recorded with the STB on July 21, 1999 at 2:30 p.m. under Recordation No. 19536-H and deposited in the office of the RGC on July 21, 1999 as Document Key 11908, (iv) Lease Supplement No. IV (GATC Trust No. 95-1E) dated as of November 8, 1999, which was recorded with the STB on December 8, 1999 at 4:00 p.m. under Recordation No. 19536-K and deposited in the office of the RGC on December 8, 1999 as Document Key 12305, (v) Lease Supplement No. V (GATC Trust No. 95-1E) dated as of April 14, 2000, which was recorded with the STB on May 25, 2000 at 12:20 p.m. under Recordation No. 19536-N and deposited in the office of the RGC on May 25, 2000 as Document Key 12596, (vi) Lease Supplement No. VI (GATC Trust No. 95-1E) dated as of June 28, 2001, which was recorded with the STB on August 1, 2001 at 1:59 p.m. under Recordation No. 19536-Q and deposited in the office of the RGC on August 1, 2001 as Document Key 13523, (vii) Lease Supplement No. VII (GATC Trust No. 95-1E) dated as of April 29, 2004, which was recorded with the STB on June 3, 2004 at 2:45 p.m. under Recordation No. 19536-U and deposited in the office of the RGC on June 3, 2004 as Document Key 15501, (viii) Lease Supplement No. VIII (GATC Trust No. 95-1E) dated as of September 20, 2007, which was recorded with the STB on October 9, 2007 at 3:59 p.m. under Recordation No. 19536-HH and deposited in the office of the RGC on October 9, 2007 as Document Key 18883, and as amended by that certain (ix) Amendment No. 1 to Equipment Lease Agreement (GATC Trust No. 95-1E), dated as of January 2, 2008, memorandum of which was recorded with the STB on December 27, 2007 at 8:00 a.m. under Recordation No. 19536-JJ and deposited in the office of the RGC on December 27, 2007 as Document Key 19047, covering, *inter alia*, the railroad equipment listed in Schedule A hereto, bearing the equipment numbers shown in said Schedule A, and all additions and alterations thereof, replacements thereof and substitutions therefor (the "**Equipment**");

WHEREAS, Owner Trustee and Indenture Trustee entered into that certain (i) Trust Indenture and Security Agreement (GATC Trust No. 95-1E) dated as of July 14, 1995 (as modified, amended and/or supplemented from time to time, the "**Indenture**") and that certain Trust Indenture Supplement No. I (GATC Trust No. 95-1E), dated July 20, 1995, memoranda of which were recorded with the STB on July 20, 1995 at 11:00 a.m. under Recordation Nos. 19536-A and 19536-C, respectively, and deposited in the office of the RGC on July 20, 1995 as Document Key 5711 and 5710, covering certain units of equipment as specified therein, (ii) Trust Indenture Supplement No. II (GATC Trust No. 95-1E), dated July 20, 1995, which was recorded with the STB on July 20, 1995 at 11:00 a.m. under Recordation No. 19536-E and deposited in the office of the RGC on July 20, 1995, (iii) Trust Indenture Supplement No. III (GATC Trust No. 95-1E), dated June 22, 1999, which was recorded with the STB on July 21, 1999 at 2:30 p.m. under Recordation No. 19536-I and deposited in the office of the RGC on July 21, 1999 as Document Key 11909, (iv) Trust Indenture Supplement No. IV (GATC Trust No. 95-1E), dated November 8, 1999, which was recorded with the STB on December 8, 1999 at 4:10 p.m. under Recordation No. 19536-L and deposited in the office of the RGC on Decmeber 8, 1999 as Document Key 12306, (v) Trust Indenture Supplement No. V (GATC Trust No. 95-1E), dated April 14, 2000, which was recorded with the STB on May 25, 2000 at 12:21 p.m. under Recordation No. 19536-O and deposited in the office of the RGC on May 25, 2000 as Document Key 12597, (vi) Trust Indenture Supplement No. VI (GATC Trust No. 95-1E), dated June 28, 2001, which was recorded with the STB on August 1, 2001 at 2:07 p.m. under Recordation No. 19536-R and deposited in the office of the RGC on August 1, 2001 as Document Key 13524, (vii) Trust Indenture Supplement No. VII (GATC Trust No. 95-1E), dated April 30, 2004, which was recorded with the STB on June 3, 2004 at 2:22 p.m. under Recordation No. 19536-V and deposited in the office of the RGC on June 3, 2004 as Document Key 15502, (viii) Trust Indenture Supplement No. VIII (GATC Trust No. 95-1E), dated September 20, 2007, which was recorded with the STB on October 9, 2007 at 3:59 p.m. under Recordation No. 19536-II and deposited in the office of the RGC on October 9, 2007 as Document Key 18884, and as amended by that certain (ix) Amendment No. 1 to Trust Indenture and Security Agreement (GATC Trust No. 95-1E), dated as of January 2, 2008, memorandum of which was recorded with the STB on December 27, 2007 at 8:00 a.m. under Recordation No. 19536-KK and deposited in the office of the RGC on December 27, 2007 as Document Key 19048;

WHEREAS, Owner Trustee and Indenture Trustee entered into that certain (i) Bill of Sale and Partial Release dated February 18, 1998, recorded with the STB on February 27, 1998 at 11:55 a.m. under Recordation No. 19536-F and deposited in the office of the RGC on February 27, 1998 as Document Key 10801, (ii) Bill of Sale and Partial Release dated February 18, 1998, recorded with the STB on February 27, 1998 at 11:55 a.m. under Recordation No. 19536-G and deposited in the office of the RGC on February 27, 1998 as Document Key 10804, (iii) Bill of Sale and Partial Release dated June 22, 1999, recorded with the STB on July 21, 1999 at 2:30 p.m. under Recordation No. 19536-J and deposited in the office of the RGC on July 21, 1999 as Document Key 11903, (iv) Bill of Sale and Partial Release dated November 8, 1999, recorded with the STB on December 8, 1999 at 4:20 p.m. under Recordation No. 19536-M and deposited in the office of the RGC on December 8, 1999 as Document Key 12304, (v) Bill of Sale and Partial Release dated April 14, 2000, recorded with the STB on May 25, 2000 at 12:21 p.m. under Recordation No. 19536-P and deposited in the office of the RGC on May 25, 2000 as Document Key 12595, (vi) Bill of Sale and Partial Release dated June 28, 2001, recorded with

the STB on August 1, 2001 at 2:18 p.m. under Recordation No. 19536-S and deposited in the office of the RGC on August 1, 2001 as Document Key 13525, (vii) Bill of Sale and Partial Release dated January 16, 2003, recorded with the STB on February 28, 2003 at 10:47 a.m. under Recordation No. 19536-T and deposited in the office of the RGC on February 28, 2003 as Document Key 14578, (viii) Bill of Sale and Partial Release dated April 30, 2004, recorded with the STB on June 3, 2004 at 2:28 p.m. under Recordation No. 19536-W and deposited in the office of the RGC on June 3, 2004 as Document Key 15503, (ix) Bill of Sale and Partial Release dated January 6, 2005, recorded with the STB on February 23, 2005 at 11:21 a.m. under Recordation No. 19536-Y and deposited in the office of the RGC on February 23, 2005 as Document Key 16477, (x) Bill of Sale and Partial Release dated July 7, 2005, recorded with the STB on August 28, 2007 at 1:00 p.m. under Recordation No. 19536-AA and deposited in the office of the RGC on August 28, 2007 as Document Key 18732, (xi) Bill of Sale and Partial Release dated January 4, 2006, recorded with the STB on August 28, 2007 at 1:01 p.m. under Recordation No. 19536-BB and deposited in the office of the RGC on August 28, 2007 as Document Key 18733, (xii) Bill of Sale and Partial Release dated January 4, 2006, recorded with the STB on August 28, 2007 at 1:02 p.m. under Recordation No. 19536-CC and deposited in the office of the RGC on August 28, 2007 as Document Key 18734, (xiii) Bill of Sale and Partial Release dated July 6, 2006, recorded with the STB on August 28, 2007 at 1:03 p.m. under Recordation No. 19536-DD and deposited in the office of the RGC on August 28, 2007 as Document Key 18735, (xiv) Bill of Sale and Partial Release dated January 10, 2007, recorded with the STB on August 28, 2007 at 1:04 p.m. under Recordation No. 19536-EE and deposited in the office of the RGC on August 28, 2007 as Document Key 18736, (xv) Bill of Sale and Partial Release dated July 9, 2007, recorded with the STB on August 28, 2007 at 1:05 p.m. under Recordation No. 19536-FF and deposited in the office of the RGC on August 28, 2007 as Document Key 18737, (xvi) Bill of Sale and Partial Release dated July 9, 2007, recorded with the STB on August 28, 2007 at 1:06 p.m. under Recordation No. 19536-GG and deposited in the office of the RGC on August 28, 2007 as Document Key 18738, (xvii) Bill of Sale and Partial Release dated July 8, 2008, recorded with the STB on October 27, 2008 at 2:00 p.m. under Recordation No. 19536-LL and deposited in the office of the RGC on October 27, 2008 as Document Key 19619, (xviii) Bill of Sale and Partial Release dated January 12, 2009, recorded with the STB on March 3, 2009 at 2:00 p.m. under Recordation No. 19536-MM and deposited in the office of the RGC on March 3, 2009 as Document Key 19831, (xix) Bill of Sale and Partial Release dated January 5, 2010, recorded with the STB on May 4, 2010 at 11:00 a.m. under Recordation No. 19536-NN and deposited in the office of the RGC on May 4, 2010 as Document Key 20853, (xx) Bill of Sale and Partial Release dated July 15, 2010, recorded with the STB on August 11, 2010 at 2:00 p.m. under Recordation No. 19536-OO and deposited in the office of the RGC on August 11, 2010 as Document Key 21045, (xxi) Bill of Sale and Partial Release dated January 6, 2012, recorded with the STB on April 10, 2012 at 1:00 p.m. under Recordation No. 19536-PP and deposited in the office of the RGC on April 10, 2012 as Document Key 21816, (xxii) Bill of Sale and Partial Release dated January 6, 2012, recorded with the STB on April 10, 2012 at 1:00 p.m. under Recordation No. 19536-QQ and deposited in the office of the RGC on April 10, 2012 as Document Key 21817, (xxiii) Bill of Sale and Partial Release dated January 4, 2013, recorded with the STB on April 30, 2013 at 1:15 p.m. under Recordation No. 19536-RR and deposited in the office of the RGC on April 30, 2013 as Document Key 22426, and (xxiv) Bill of Sale and Partial Release dated January 4, 2013, recorded with the STB on April 30, 2013

at 1:15 p.m. under Recordation No. 19536-SS and deposited in the office of the RGC on April 30, 2013 as Document Key 22427;

WHEREAS, GATX Corporation is purchasing the Equipment from Owner Trustee, and in connection therewith, (i) the lien of the Indenture and all rights of the Indenture Trustee thereunder are released and discharged, and the Indenture is terminated and (ii) the Equipment (and any other equipment subject to the Lease) is released from the Lease and the Lease is terminated;

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid sale and assignment of the Equipment and the termination of the Lease and the Indenture.

NOW, THEREFORE, to accomplish the foregoing, the Parties are filing this Memorandum of Lease and Indenture Termination with the STB pursuant to 49 USC section 11301(a) and with the office of the Registrar General of Canada pursuant to § 105 of the Canada Transportation Act.

It is expressly understood that U.S. Bank National Association is executing and delivering this Memorandum of Lease and Indenture Termination solely as Owner Trustee and not in its individual capacity and in no case whatsoever shall U.S. Bank National Association be liable in its individual capacity for any statements, representations, warranties, agreements or obligations of Owner Trustee hereunder or for any loss in respect thereof, any such statements, representations, warranties, agreements or obligations being made solely by Owner Trustee for the purpose of binding only the Trust Estate, and any recourse in respect of any such statements, representations, warranties, agreements or obligations of Owner Trustee shall be had solely with respect to the Trust Estate.

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

U.S. BANK NATIONAL ASSOCIATION,
not in its individual capacity, but solely as Owner Trustee

By: _____
Name: Alison D B. Nadeau
Title: Vice President

[Memorandum of Lease and Indenture Termination (GATC TRUST NO. 95-1E)]

STATE OF MASSACHUSETTS)
) SS.:
COUNTY OF SUFFOLK)

On this 23rd day of December, 2014 before me personally appeared Alison D. B. Nedeau, to me personally known, who, by me being duly sworn, says that he/she is Vice President of U.S. BANK NATIONAL ASSOCIATION, and that the foregoing instrument was signed on behalf of said company, 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 company.

Notary Public

My commission expires

JESSICA S. PEREZ
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
My Comm. Expires 08-20-2021

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.,
not in its individual capacity, but solely as Indenture Trustee

By: _____
Name: D. G. DONOVAN
Title: VICE PRESIDENT

[Memorandum of Lease and Indenture Termination (GATC TRUST NO. 95-1E)]

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 17th day of December, 2014, before me personally appeared D. G. DONOVAN, to me personally known, who, by me being duly sworn, says that he/she is Vice President of THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., and that the foregoing instrument was signed on behalf of said company, 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 company.

Diane Mary Wuertz
Notary Public

My commission expires

OFFICIAL SEAL
DIANE MARY WUERTZ
NOTARY PUBLIC - STATE OF ILLINOIS
MY COMMISSION EXPIRES:02/28/18

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

GATX CORPORATION,
as Lessee

By: _____
Name: Eric D. Harkness
Title: Vice President, Treasurer and
Chief Risk Officer

[Memorandum of Lease and Indenture Termination (GATC TRUST NO. 95-1E)]

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 11th day of December, 2014, before me personally appeared Eric D. Harkness, to me personally known, who, by me being duly sworn, says that he/she is VP, Treasurer & CRO of GATX CORPORATION, and that the foregoing instrument was signed on behalf of said company, 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 company.

Patricia Lodge
Notary Public Patricia Lodge

My commission expires
02-01-15

OFFICIAL SEAL
PATRICIA LODGE
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 02-01-15

Schedule A to
Memorandum of Lease and Indenture Termination

DESCRIPTION OF UNITS
(GATC TRUST NO. 95-1E)

Equipment Numbers
GATX002733
GATX030821
GATX032051
GATX032052
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GATX054405	GATX054469	GATX054517
GATX054406	GATX054470	GATX054519
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CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 1/2/15

Edward M Luria

Edward M. Luria