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August 28, 2015

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

GATC Trust No. 96-2

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2), dated as of August 28, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 20245.

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

Owner Trustee: Wells Fargo Bank Northwest, National  
Association  
79 South Main Street  
Salt Lake City, UT 84111

Indenture Trustee: The Bank of New York Mellon Trust Company,  
N.A.  
One First National Plaza  
Chicago, IL 60670

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

Railcars RELEASED: GATX 007872 – GATX 007879, inclusive and within the series GATX 009626 – GATX 009705, GATX 061965 – GATX 062280, GATX 095481 – GATX 095500, and GATX 061968 – GATX 062095 as more particularly set forth on the attachment to the document.

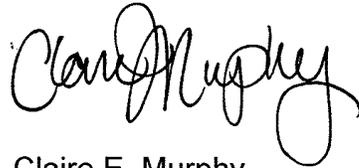
A short summary of the document to appear in the index is:

Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2).

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 "y" at the end.

Claire E. Murphy

CEM  
Enclosures

**PARTIAL CANCELLATION AND TERMINATION OF INDENTURE (GATC TRUST  
NO. 96-2)**

**THIS PARTIAL CANCELLATION AND TERMINATION OF INDENTURE (GATC TRUST NO. 96-2) ("Cancellation")** dated August 28, 2015 between **WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION**, successor to First Security Bank N.A., not in its individual capacity but solely as owner trustee under the Trust Agreement (as defined below) ("**Owner Trustee**") and **THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.**, as successor-in-interest to The First National Bank of Chicago, not in its individual capacity but solely as Indenture Trustee ("**Indenture Trustee**" and together with the Owner Trustee, the "**Parties**"). Capitalized terms used in this Termination and not otherwise defined herein shall have the meanings (by cross-reference or otherwise) given to such terms in the Indenture (as defined below).

**WHEREAS**, the Owner Trustee and Regions Equipment Finance Corporation, as successor-in-interest to AmSouth Leasing Corporation, as owner participant, are parties to that certain Trust Agreement (GATC Trust No. 96-2), dated as of August 28, 1996 (as amended, modified and supplemented from time to time, the "**Trust Agreement**");

**WHEREAS**, the Owner Trustee and the Indenture Trustee are parties to that certain Trust Indenture and Security Agreement (GATC Trust No. 96-2) dated as of August 28, 1996, which was filed with the Surface Transportation Board ("**STB**") on August 28, 1996 at 9:10 a.m. and assigned recordation number 20245-A and filed with the Registrar General of Canada ("**RGC**") on August 28, 1996 as Document Key 4524 (as so amended, modified and supplemented from time to time, the "**Indenture**");

**WHEREAS**, the Owner Trustee entered into those certain Trust Indenture Supplements, copies of which were recorded as set forth in Schedule I hereto; and

**WHEREAS**, the Owner Trustee and the Indenture Trustee now desire to partially release, terminate and cancel the Indenture Trustee's security interest in and mortgage lien upon the right, title and interest of the Owner Trustee in and to the Indenture Estate (whether now existing or hereafter acquired), solely with respect to the railroad equipment listed on Schedule II attached hereto (the "**Relevant Units**").

**NOW THEREFORE**, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties, intending to be legally bound, agree as follows:

1. The Indenture Trustee hereby partially terminates the Indenture Trustee's security interest in and mortgage lien upon the right, title and interest of the Owner Trustee in and to the Relevant Units, effective as of the date of this Cancellation (the "**Effective Date**") in accordance with the terms and conditions of the Indenture, and the Parties hereby agree that no rights, duties or liabilities under the Indenture in relation to the respective interests therein of the Parties with respect to the Relevant Units shall survive such Cancellation, except with respect to indemnities, liabilities and obligations under the Indenture which expressly survive the termination of the Indenture.

[Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2)]

2. The Parties agree to file this Cancellation with the STB and the RGC so as to release any security interest in and mortgage lien created by or arising out of the Indenture with respect to the Relevant Units.

3. Other than as expressly cancelled hereby, all of the terms, provisions, conditions and agreements of the Indenture shall remain in full force and effect.

4. This Cancellation may be executed in any number of counterparts, each executed counterpart constituting an original but all together constituting only one and the same agreement.

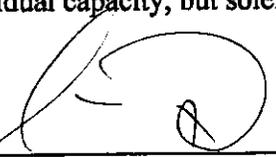
5. This Cancellation shall be governed by and construed in accordance with the laws of the State of New York (including, without limitation, Section 5-1401 of the General Obligations Law of the State of New York) without regard to conflicts of laws principles.

\* \* \*

[Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2)]

**IN WITNESS WHEREOF**, the Parties have each caused this Cancellation to be duly executed and delivered as of the date first above written.

**WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION,**  
not in its individual capacity, but solely as  
Owner Trustee

By:   
Name: Alan D. Dcty  
Title: Assistant Vice President

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

By: \_\_\_\_\_  
Name:  
Title:

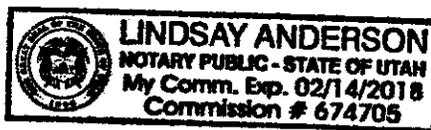
[Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2)]

STATE OF UTAH )  
 ) SS.:  
COUNTY OF SALT LAKE )

On this 11 day of August, 2015, before me personally appeared Alan D. Doty, to me personally known, who, by me being duly sworn, says that he/she is Assistant Vice President of WELLS FARGO BANK NORTHWEST, 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.

Lindsay Anderson  
Notary Public

My commission expires February 14, 2018



**IN WITNESS WHEREOF**, the Parties have each caused this Cancellation to be duly executed and delivered as of the date first above written.

**WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION,**  
not in its individual capacity, but solely as  
Owner Trustee

By: \_\_\_\_\_

Name:

Title:

**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**



**SCHEDULE I**  
**TRUST INDENTURE SUPPLEMENTS**

The following Trust Indenture Supplements, having been duly filed as stated below with the Surface Transportation Board (“STB”), are hereby being released of record with the STB:

1. Trust Indenture Supplement No. I (GATC Trust No. 96-2), dated August 28, 1996, filed with the STB on August 28, 1996 at 9:15 a.m. and assigned recordation number 20245-C.
2. Trust Indenture Supplement No. II (GATC Trust No. 96-2), dated August 28, 1996, filed with the STB on August 28, 1996 at 9:15 a.m. and assigned recordation number 20245-E.

**SCHEDULE II**  
**RAILROAD EQUIPMENT**

|                          |            |            |            |            |
|--------------------------|------------|------------|------------|------------|
| <b>Equipment Numbers</b> | GATX009648 | GATX009672 | GATX009695 | GATX061993 |
| GATX009626               | GATX009649 | GATX009673 | GATX009696 | GATX061994 |
| GATX009627               | GATX009650 | GATX009674 | GATX009697 | GATX061995 |
| GATX009628               | GATX009652 | GATX009675 | GATX009699 | GATX061996 |
| GATX009629               | GATX009653 | GATX009676 | GATX009700 | GATX061997 |
| GATX009630               | GATX009654 | GATX009677 | GATX009701 | GATX061998 |
| GATX009631               | GATX009655 | GATX009678 | GATX009702 | GATX061999 |
| GATX009632               | GATX009656 | GATX009679 | GATX009703 | GATX062000 |
| GATX009633               | GATX009658 | GATX009680 | GATX009704 | GATX062101 |
| GATX009634               | GATX009659 | GATX009681 | GATX009705 | GATX062102 |
| GATX009635               | GATX009660 | GATX009682 | GATX061965 | GATX062103 |
| GATX009636               | GATX009661 | GATX009683 | GATX061966 | GATX062104 |
| GATX009637               | GATX009662 | GATX009684 | GATX061983 | GATX062105 |
| GATX009638               | GATX009663 | GATX009685 | GATX061984 | GATX062107 |
| GATX009639               | GATX009664 | GATX009686 | GATX061985 | GATX062108 |
| GATX009640               | GATX009665 | GATX009688 | GATX061986 | GATX062109 |
| GATX009642               | GATX009666 | GATX009689 | GATX061987 | GATX062110 |
| GATX009643               | GATX009667 | GATX009690 | GATX061988 | GATX062111 |
| GATX009644               | GATX009668 | GATX009691 | GATX061989 | GATX062112 |
| GATX009645               | GATX009669 | GATX009692 | GATX061990 | GATX062113 |
| GATX009646               | GATX009670 | GATX009693 | GATX061991 | GATX062114 |
| GATX009647               | GATX009671 | GATX009694 | GATX061992 | GATX062115 |

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|            |            |            |            |            |
|------------|------------|------------|------------|------------|
| GATX062116 | GATX062140 | GATX062176 | GATX062200 | GATX062225 |
| GATX062117 | GATX062151 | GATX062177 | GATX062202 | GATX062226 |
| GATX062118 | GATX062152 | GATX062178 | GATX062203 | GATX062227 |
| GATX062119 | GATX062153 | GATX062179 | GATX062204 | GATX062228 |
| GATX062120 | GATX062154 | GATX062180 | GATX062205 | GATX062229 |
| GATX062121 | GATX062155 | GATX062181 | GATX062206 | GATX062230 |
| GATX062122 | GATX062156 | GATX062182 | GATX062207 | GATX062231 |
| GATX062123 | GATX062157 | GATX062183 | GATX062208 | GATX062232 |
| GATX062124 | GATX062159 | GATX062184 | GATX062209 | GATX062233 |
| GATX062125 | GATX062160 | GATX062185 | GATX062210 | GATX062234 |
| GATX062126 | GATX062161 | GATX062186 | GATX062211 | GATX062235 |
| GATX062127 | GATX062163 | GATX062187 | GATX062212 | GATX062236 |
| GATX062128 | GATX062164 | GATX062188 | GATX062213 | GATX062237 |
| GATX062129 | GATX062165 | GATX062189 | GATX062214 | GATX062238 |
| GATX062130 | GATX062166 | GATX062190 | GATX062215 | GATX062239 |
| GATX062131 | GATX062167 | GATX062191 | GATX062216 | GATX062240 |
| GATX062132 | GATX062168 | GATX062192 | GATX062217 | GATX062241 |
| GATX062133 | GATX062169 | GATX062193 | GATX062218 | GATX062243 |
| GATX062134 | GATX062170 | GATX062194 | GATX062219 | GATX062244 |
| GATX062135 | GATX062171 | GATX062195 | GATX062220 | GATX062245 |
| GATX062136 | GATX062172 | GATX062196 | GATX062221 | GATX062246 |
| GATX062137 | GATX062173 | GATX062197 | GATX062222 | GATX062247 |
| GATX062138 | GATX062174 | GATX062198 | GATX062223 | GATX062248 |
| GATX062139 | GATX062175 | GATX062199 | GATX062224 | GATX062249 |

[Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2)]

|            |            |            |            |            |
|------------|------------|------------|------------|------------|
| GATX062250 | GATX062278 | GATX007876 | GATX062006 | GATX062032 |
| GATX062251 | GATX062279 | GATX007877 | GATX062007 | GATX062033 |
| GATX062252 | GATX062280 | GATX007872 | GATX062008 | GATX062034 |
| GATX062253 | GATX062162 | GATX007878 | GATX062009 | GATX062035 |
| GATX062254 | GATX062201 | GATX007879 | GATX062010 | GATX062036 |
| GATX062255 | GATX062242 | GATX061968 | GATX062011 | GATX062037 |
| GATX062256 | GATX095481 | GATX061969 | GATX062012 | GATX062038 |
| GATX062257 | GATX095482 | GATX061971 | GATX062013 | GATX062039 |
| GATX062258 | GATX095484 | GATX061972 | GATX062014 | GATX062040 |
| GATX062259 | GATX095485 | GATX061973 | GATX062015 | GATX062041 |
| GATX062260 | GATX095487 | GATX061974 | GATX062016 | GATX062042 |
| GATX062262 | GATX095488 | GATX061975 | GATX062017 | GATX062043 |
| GATX062263 | GATX095490 | GATX061976 | GATX062018 | GATX062044 |
| GATX062266 | GATX095491 | GATX061977 | GATX062019 | GATX062045 |
| GATX062267 | GATX095492 | GATX061978 | GATX062020 | GATX062046 |
| GATX062268 | GATX095494 | GATX061979 | GATX062022 | GATX062047 |
| GATX062269 | GATX095495 | GATX061980 | GATX062023 | GATX062048 |
| GATX062270 | GATX095497 | GATX061981 | GATX062024 | GATX062049 |
| GATX062271 | GATX095498 | GATX061982 | GATX062025 | GATX062050 |
| GATX062272 | GATX095499 | GATX062001 | GATX062026 | GATX062051 |
| GATX062274 | GATX095500 | GATX062002 | GATX062028 | GATX062052 |
| GATX062275 | GATX007873 | GATX062003 | GATX062029 | GATX062053 |
| GATX062276 | GATX007874 | GATX062004 | GATX062030 | GATX062054 |
| GATX062277 | GATX007875 | GATX062005 | GATX062031 | GATX062055 |

[Partial Cancellation and Termination of Indenture (GATC Trust No. 96-2)]

|            |            |            |            |            |
|------------|------------|------------|------------|------------|
| GATX062056 | GATX062064 | GATX062072 | GATX062080 | GATX062088 |
| GATX062057 | GATX062065 | GATX062073 | GATX062081 | GATX062089 |
| GATX062058 | GATX062066 | GATX062074 | GATX062082 | GATX062090 |
| GATX062059 | GATX062067 | GATX062075 | GATX062083 | GATX062091 |
| GATX062060 | GATX062068 | GATX062076 | GATX062084 | GATX062092 |
| GATX062061 | GATX062069 | GATX062077 | GATX062085 | GATX062093 |
| GATX062062 | GATX062070 | GATX062078 | GATX062086 | GATX062094 |
| GATX062063 | GATX062071 | GATX062079 | GATX062087 | GATX062095 |

**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: August 28, 2015

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