

RECORDATION NO. 15642-XX FILED
MARCH 21, 2014 05:10 PM
SURFACE TRANSPORTATION BOARD

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March 20, 2014

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 an Affidavit, dated as of March 20, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the lease document previously filed with the Board under Recordation Number 15642-D.

The name and address of the party to the enclosed document is:

Party: GATX Corporation
4 Embarcadero Center, Suite 2100
San Francisco, CA 94111

Section Chief
March 20, 2014
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A description of the railroad equipment covered by the enclosed document is:

All railcars described in Recordation Number 15642-D.

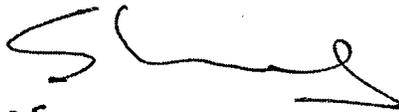
A short summary of the document to appear in the index is:

Affidavit.

Also enclosed is a check in the amount of \$42.00 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 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

STATE OF CALIFORNIA)
) ss:
COUNTY OF SAN FRANCISCO)

AFFIDAVIT

Before me, Nicholette Maris, a notary public, in and for the County and State aforesaid, appeared Linda C. Girard, who first being duly sworn, stated as follows:

1. I am a Vice President of GATX Corporation ("GATX"), and I am authorized to make this Affidavit on behalf of GATX.

2. In 2007-2008, GATX acquired certain assets from Greenbrier Leasing Company, LLC.

3. A certain filing under STB Recordation No. 15642-D was made on June 15, 1989 (the "Lease Filing"), with the Interstate Commerce Commission and the Surface Transportation Board relating to a lease by IteI Rail Corporation and IteI Railcar Corporation and (a) may pertain to railcars subsequently acquired by GATX and (b) has termination dates which cannot be determined on the face of documents currently on file.

4. In anticipation of a sale of certain railcars to Macquarie Equipment Leasing Fund, LLC ("Macquarie"), the Lease Filing has been brought to the attention of GATX.

5. GATX states that (a) of the railcars it proposes to sell to Macquarie, it treats none as being subject to the lease identified in the Lease Filing and (b) to its knowledge (without accepting any duty of enquiry), the Lease Filing does not relate to continuing or current obligations of any party.

6. This Affidavit is submitted for filing with the Surface Transportation Board as best evidence that the Lease Filing is terminated and that GATX thereafter held title to rail equipment it owned that was previously subject to the Lease Filing free and clear of any liens or encumbrances imposed by the Lease Filing.

(Signature follows.)

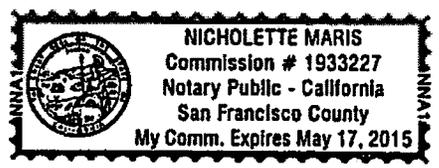
GATX CORPORATION

By: 
Linda C. Girard
Title: Vice President Structured Finance
Operations

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO)

Subscribed and sworn to (or affirmed) before me on this 20th day of March, 2014 by
Linda Girard, proved to me on the basis of satisfactory evidence to be the person who
appeared before me.


Nicholette Maris
Notary Public
My commission expires May 17, 2015



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: _____

3/20/14

Edward M Luria

Edward M. Luria