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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

September 6, 2016

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 Bill of Sale and Partial Release (GATX Trust No. 1996-2), dated as of July 2, 2016, 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 20280.

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

Indenture Trustee: U.S. Bank National Association (successor to  
Street Bank and Trust Company)  
225 Franklin Street  
Boston, Massachusetts 02110

Owner Trustee: Wilmington Trust Company, not in its individual  
capacity but solely as Owner Trustee  
Rodney Square North  
1100 North Market Street  
Wilmington, Delaware 19890

Section Chief  
September 6, 2016  
Page 2

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

2 railcars RELEASED: GCCX 055095 and GCCX 055087.

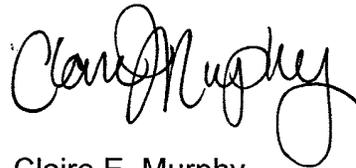
A short summary of the document to appear in the index is:

Bill of Sale and Partial Release (GATX Trust No. 1996-2).

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, flowing style.

Claire E. Murphy

CEM  
Enclosures

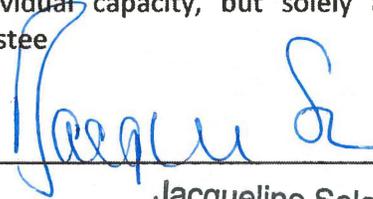
**BILL OF SALE AND PARTIAL RELEASE**

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee under GATX Trust No. 1996-2, (the "Lessor") under an Equipment Lease Agreement (GATX Trust No. 1996-2) dated as of September 1, 1996 (the "Lease") between the Lessor and GATX Third Aircraft, LLC, f/k/a GATX Third Aircraft 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 GCCX 055095 and GCCX 055087 (Group II) (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.

U.S. Bank National Association, successor to State Street Bank and Trust Company as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust No. 1996-2 dated as of September 1, 1996 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: July 2, 2016

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

By: 

Title: Jacqueline Solone  
Assistant Vice President

U.S. Bank National Association, successor to State Street Bank and Trust Company, not in its individual capacity, but solely as Indenture Trustee

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

Title: \_\_\_\_\_

**BILL OF SALE AND PARTIAL RELEASE**

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee under GATX Trust No. 1996-2, (the "Lessor") under an Equipment Lease Agreement (GATX Trust No. 1996-2) dated as of September 1, 1996 (the "Lease") between the Lessor and GATX Third Aircraft, LLC, f/k/a GATX Third Aircraft 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 GCCX 055095 and GCCX 055087 (Group II) (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.

U.S. Bank National Association, successor to State Street Bank and Trust Company as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust No. 1996-2 dated as of September 1, 1996 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: July 2, 2016

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

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

Title: \_\_\_\_\_

U.S. Bank National Association, successor to State Street Bank and Trust Company, not in its individual capacity, but solely as Indenture Trustee

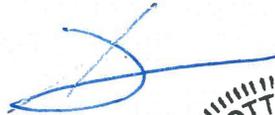
By:  \_\_\_\_\_

Title: Vice President

State of Delaware )  
 ) SS  
County of New Castle )

On this 21 day of July, 2016, before me personally appeared Jacqueline Solone, to me personally known, who being by me duly sworn, say that he/she is a Assistant Vice President of Wilmington Trust Company, 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



[Notarial Seal]

My commission expires:



State of Massachusetts )  
 ) SS  
County of Suffolk )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2016, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is a \_\_\_\_\_ of U.S. Bank National Association, successor to State Street Bank and Trust Company 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

[Notarial Seal]

My commission expires:

State of Delaware )  
 ) SS  
County of New Castle )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2016, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is a \_\_\_\_\_ of Wilmington Trust Company, 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

[Notarial Seal]

My commission expires:

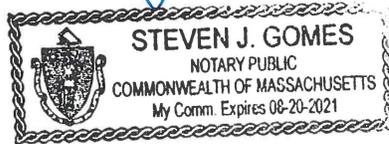
<sup>Commonwealth</sup>  
~~State of Massachusetts~~ )  
 ) SS  
County of Suffolk )

On this 17 day of August, 2016, before me personally appeared Jason D.B. Nadeau to me personally known, who being by me duly sworn, say that he/she is a Vice President of U.S. Bank National Association, successor to State Street Bank and Trust Company 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

[Notarial Seal]

My commission expires:



**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