

RECORDATION NO. 20896-TT FILED
ALVORD AND ALVORD PLLC May 4, 2016 11:00 AM
ATTORNEYS AT LAW SURFACE TRANSPORTATION BOARD
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
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May 4, 2016

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

GARC Trust 97-2

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a 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 97-2) and related documents previously filed with the Board under Recordation Number 20896.

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
May 4, 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:

3 railcars RELEASED: GPLX 075093, GACX 006825, and GACX 007007.

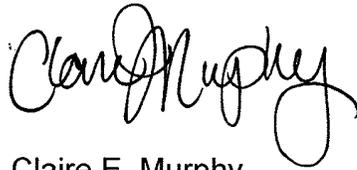
A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

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

Claire E. Murphy

CEM
Enclosures

BILL OF SALE AND PARTIAL RELEASE

U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, N.A., not in its individual capacity, but solely as Owner Trustee under GARC Trust 97-2 (the "Lessor") under an Equipment Lease Agreement (GARC Trust 97-2) 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 GPLX 075093, GACX 006825 and GACX 007007 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 have terminated.

The Bank of New York Mellon Trust Company, N.A., successor-in-interest to JPMorgan Chase Bank, N.A., successor-in-interest to Bank One, National Association as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GARC Trust 97-2) 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, successor to State Street Bank and Trust Company of Connecticut, N.A. not in its individual capacity, but solely as Owner Trustee

By: 
Title: Vice President

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

By: _____
Title: _____

BILL OF SALE AND PARTIAL RELEASE

U.S. Bank National Association, successor to State Street Bank and Trust Company of Connecticut, N.A., not in its individual capacity, but solely as Owner Trustee under GARC Trust 97-2 (the "Lessor") under an Equipment Lease Agreement (GARC Trust 97-2) 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 GPLX 075093, GACX 006825 and GACX 007007 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 have terminated.

The Bank of New York Mellon Trust Company, N.A., successor-in-interest to JPMorgan Chase Bank, N.A., successor-in-interest to Bank One, National Association as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GARC Trust 97-2) 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, successor to State Street Bank and Trust Company of Connecticut, N.A. not in its individual capacity, but solely as Owner Trustee

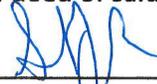
By: _____
Title: _____

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

By: 
Title: Vice President

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

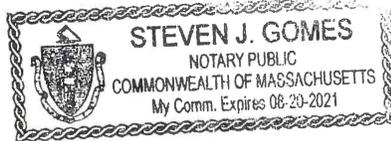
On the 26 day of April, 2016, before me personally appeared
Alison D. B. Nadeau
Vice President, to me known, who being by me duly sworn, say that
he/she is a _____ of U.S. Bank, National Association, successor to State Street
Bank and Trust Company of Connecticut, N.A., that said instrument was signed 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 Texas)
) SS:
County of Harris)

On the ____ day of _____, 2016, before me personally appeared
_____, to me known, who being by me duly sworn, says that
he/she is a _____ of The Bank of New York Mellon Trust Company, N.A., successor-
in-interest to JPMorgan Chase Bank, N.A., successor-in-interest to Bank One, National Association
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 Commonwealth of Massachusetts)
) SS:
County of Suffolk)

On the ____ day of _____, 2016, before me personally appeared _____, to me 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 of Connecticut, N.A., 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:

Illinois
State of ~~Texas~~)
Cook) SS:
County of ~~Harris~~)

On the 22nd day of April, 2016, before me personally appeared D. G. DONOVAN, to me known, who being by me duly sworn, says that he/she is a VICE PRESIDENT of The Bank of New York Mellon Trust Company, N.A., successor-in-interest to JPMorgan Chase Bank, N.A., successor-in-interest to Bank One, National Association 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.



Colleen Sketch
Notary Public

[Notarial Seal]

My commission expires: **May 20, 2017**

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: May 2, 2016



Claire E. Murphy