



ACF INDUSTRIES

INCORPORATED

750 THIRD AVENUE, NEW YORK, N. Y. 10017, (212) 986-8600, CABLE ADDRESS ACFUSA

June 6, 1978

RECORDATION NO. 9352-B Filed & Recorded

JUN 9 1978 12 15 PM

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
Washington, D.C.

Gentlemen:

Enclosed for recordation under the provisions of Section 20 (c) of the Interstate Commerce Act, as amended, are the four original counterparts of a Release and Discharge.

The enclosed document discharges the security interest provided for in that certain Conditional Sale Agreement filed and recorded with the Interstate Commerce Commission on April 24, 1978 at 11:40 A.M. and assigned Recordation No. 9352.

The railroad rolling stock covered by the enclosed document is described as follows:

100 - 70-ton 50'6" Box Cars, numbered CLP 3061-3160, inclusive.

The names and addresses of the parties are:

Debtor: Itel Corporation
Two Embarcadero Center
San Francisco, California 94111

Secured Party: ACF Industries, Incorporated
750 Third Avenue
New York, New York 10017

RECEIVED
JUN 9 12 12 PM '78
I.C.C.
FEE OPERATION BR.

The undersigned is the Secured Party mentioned in the enclosed document and has knowledge of the matters set forth therein.

Please return two counterparts of the Release and Discharge to Robert W. Montgomery, ACF Industries, Incorporated, 750 Third Avenue, New York, New York 10017.

Also enclosed is a check in the amount of \$10.00 covering the required recording fee.

8-160A090

Sincerely,

JUN 9 1978
Date
Fee \$ 10.00

ACF Industries, Incorporated

R. W. Montgomery
R. W. Montgomery
Assistant Secretary

rwm:sm
enclosures

CC Washington, D. C

SECURED PARTY AS AFORESAID

John A. Anger
(1) R. W. Montgomery

RELEASE AND DISCHARGE

RECORDATION NO. 9352-B Filed & Recorded

JUN 9 1978 12 12 PM

INTERSTATE COMMERCE COMMISSION

This Release and Discharge dated June 1, 1978 from ACF INDUSTRIES, INCORPORATED (the "Secured Party") whose principal office is at 750 Third Avenue, New York, New York, to ITEL CORPORATION (the "Debtor"), whose principal office is at Two Embarcadero Center, San Francisco, California 94111.

W I T N E S S E T H:

WHEREAS, the Debtor by a Conditional Sale Agreement granted a security interest to the Secured Party in certain railroad equipment (the "Collateral") more particularly described in Schedule A attached hereto as security for the payment of the purchase price of the Collateral; and

WHEREAS, the Conditional Sale Agreement has been filed and recorded by the Interstate Commerce Commission on April 24, 1978 at 11:40 A.M. pursuant to the provisions of Section 20c of the Interstate Commerce Act and has been assigned Recordation No. 9352; and

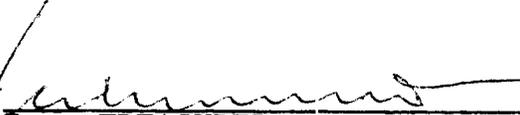
WHEREAS, the said Conditional Sale Agreement was amended by an Amendment Agreement which has been filed and recorded by the Interstate Commerce Commission on May 12, 1978 at 11:20 A.M. pursuant to the provisions of Section 20c of the Interstate Commerce Act and has been assigned Recordation No. 9352-A (the said Conditional Sale Agreement, as thus amended, being hereinafter referred to as the "Conditional Sale Agreement"); and

WHEREAS, the purchase price of the Collateral and all other sums secured by the Conditional Sale Agreement have been paid in full;

NOW, THEREFORE, in consideration of the premises and of the sum of \$1.00 and other good and valuable consideration, the receipt whereof is hereby acknowledged and in pursuance of the terms and provisions of the Conditional Sale Agreement, the Secured Party hereby releases and relinquishes any and all right, title, claim or demand of the Secured Party in and to the Collateral arising by, through or under the Conditional Sale Agreement and further authorizes this Release and Discharge to be filed with and recorded by the Interstate Commerce Act in order to discharge the Conditional Sale Agreement and to satisfy the same of record.

IN WITNESS WHEREOF the Secured Party has caused this instrument to be executed all as of the date and year first above written.

ACF INDUSTRIES, INCORPORATED

By 
Its TREASURER

Secured Party

(Corporate Seal)

Attest:


(ASSISTANT) SECRETARY

SCHEDULE A

SECTION 1. Purchase Agreement:

Istel Rail's letter of April 10, 1978 , ACF proposal letter of 1/12/78, as amended 3/1/78 for LOT NO. 11-06853.

SECTION 2. Delivery Point:

Either at the Builder's plant or to the railroad line of Istel Rail's lessee, the Clarendon and Pittsford Railroad Company ("Lessee"), or to such other point as Istel Rail shall determine.

SECTION 3. Railroad Equipment:

100 70 TON 50'6" Boxcars - CLP 3061-3160

SECTION 4. Purchase Price:

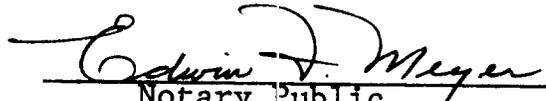
The price will not exceed \$36,050.00 per unit nor \$3,605,000.00 for all of the equipment.

SECTION 5. Markings on Cars:

Stencil in letters at least one inch in height: "owned by a bank or trust company under a security agreement filed under the Interstate Commerce Act, Section 20c"

STATE OF NEW YORK)
 : SS:
COUNTY OF NEW YORK)

On this 2nd date of June, 1978, before me personally appeared W. C. ANDERSON, to me personally known, who, being by me duly sworn, says that he is TREASURER of ACF Industries, Incorporated, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of this board of directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

EDWIN F. MEYER
NOTARY PUBLIC, State of New York
No. 30-7917803
Qualified in Nassau County
Certificate filed in New York County
Commission Expires March 30, 1980

Interstate Commerce Commission
Washington, D.C. 20423

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OFFICE OF THE SECRETARY

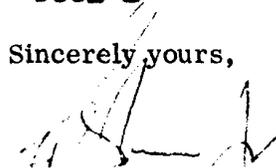
6/9/78

Robert W. Montgomery
ACF Industries, Incorp.
750 Third Avenue
New York, N.Y. 10017

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on **6/9/78** at **12:15pm**, and assigned recordation number(s) **9352-B**.

Sincerely yours,



H.G. Homme, Jr.
Acting Secretary

Enclosure(s)

SE-30-T
(6/77)