



EVANS RAILCAR LEASING COMPANY

Executive Offices

The East Tower, Suite 900

2550 Golf Road

Rolling Meadows, IL 60008

312/640-7000

14059-HH

RECORDATION NO. 14059-HH Filed 1425

MAR 25 1985 - 12 00 PM

No. 5-084A051

Date MAR 25 1985

March 1, 1985 INTERSTATE COMMERCE COMMISSION

Fee \$ 10.00

ICC Washington, D.C.

Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Secretary:

Pursuant to 49 U.S.C. Section 11303 and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing five fully executed counterparts of that certain Partial Release to Security Agreement dated as of March 1, 1985. The parties to the Partial Release to Security Agreement are:

Debtor: Evans Railcar Leasing Company
The East Tower
2550 Golf Road
Rolling Meadows, Illinois 60008

Secured Party: Continental Illinois National Bank
and Trust Company of Chicago, as Agent
230 South LaSalle Street
Chicago, Illinois 60693

A list of the equipment covered by the Partial Release to Security Agreement is attached hereto as Schedule I.

The enclosed Partial Release to Security Agreement relates to that certain Security Agreement dated as of May 20, 1983 and recorded with the Interstate Commerce Commission on June 17, 1983 as ICC Recordation No. 14059. Accordingly, we request that the Partial Release to Security Agreement be filed as a subfiling under that number.

Enclosed herewith is a check in the amount of \$10 in payment of the applicable recording fees.

Handwritten signature: C.F. Kuyper

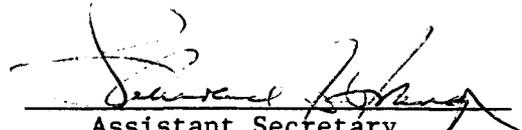
Secretary
Interstate Commerce Commission

Page Two

Since these documents are being delivered to you by hand, we would appreciate it if you would return to the bearer the duly stamped counterparts of the Partial Release to Security Agreement not required to be kept by you, or, if it is not possible to return them to the bearer, send them to: Mr. Ronald M. Neifield, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very Truly Yours,

EVANS RAILCAR LEASING COMPANY


Assistant Secretary

Enclosures

LOT NUMBER	* #	CAR TYPE***	LESSEE NAME **	INTERNAL I. D. NUMBER*	MASTER LEASE DATE **	SCHEDULE NUMBER **	SCHEDULE DATE **	TERM YEAR **	TERM MONTH **	PREFIX **	CAR NUMBER**
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Column headings on each of the following pages shall be deemed to be subject to the same footnotes as on this page.

- * Appears on internal records of Borrower only.
- ** Subject to change from time to time.
- *** Same designation may appear on more than one car (initials are the AAR mechanical designations).

SCHEDULE I
 SOLD COLLATERAL
 FEBRUARY 28, 1985

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1098-01	# GONDOLA-GT	LEASE POOL	15926	0/00/00	0	0/00/00	0	0	USEX	40009
		LEASE POOL	15893	0/00/00	0	0/00/00	0	0	USEX	40047
		LEASE POOL	15843	0/00/00	0	0/00/00	0	0	USEX	40085
		LEASE POOL	15859	0/00/00	0	0/00/00	0	0	USEX	40104
		LEASE POOL	15881	0/00/00	0	0/00/00	0	0	USEX	40129
N=5										
1098-02	# GONDOLA-GT	LEASE POOL	17445	0/00/00	0	0/00/00	0	0	USEX	40141
		LEASE POOL	15890	0/00/00	0	0/00/00	0	0	USEX	40142
		LEASE POOL	17440	0/00/00	0	0/00/00	0	0	USEX	40147
		LEASE POOL	17436	0/00/00	0	0/00/00	0	0	USEX	40151
		LEASE POOL	17448	0/00/00	0	0/00/00	0	0	USEX	40156
N=5										
1098-03	# GONDOLA-GT	LEASE POOL	15909	0/00/00	0	0/00/00	0	0	USEX	40060
N=1										
1292-10	# BOX-XM	LEASE POOL	12285	0/00/00	0	0/00/00	0	0	RI	100351
		LEASE POOL	12225	0/00/00	0	0/00/00	0	0	ROCK	600001

N=2

TOTAL SOLD COLLATERAL 02/85 = 13

SCHEDULE I
DESTROYED & SCRAPPED COLLATERAL
FEBRUARY 28, 1985

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1013-01	* BOX-XM	SEABOARD SYSTEM RAILROADS	1504	73/11/21	1	73/11/21	5	0	LN	8704
N=1										
1289-10	* BOX-XM	LEASE POOL	12100	0/00/00	0	0/00/00	0	0	RI	100106
	BOX-XM	LEASE POOL	12105	0/00/00	0	0/00/00	0	0	RI	100113
N=2										
1849-02	* BOX-XM	SEABOARD SYSTEM RAILROADS	40197	80/05/05	2	84/05/25	1	5	SBD	135917
N=1										
1876-01	* REFRIG-RB	MOUNTAIN PINE LUMBER LTD	17081	80/02/15	2	80/06/10	10	0	USLX	13002
N=1										
1917-00	* BOX-XL	LOUISVILLE NEW ALBANY & CORYDON RR	36064	81/03/02	1	81/03/02	5	0	LNAC	1010
N=1										
2088-01	* COV HOP-LO	CANADIAN PACIFIC LTD	15659	84/08/01	1	84/08/01	1	0	USLX	1258
N=1										

TOTAL DESTROYED & SCRAPPED COLLATERAL 02/85 = 7

Interstate Commerce Commission
Washington, D.C. 20423

3/25/85

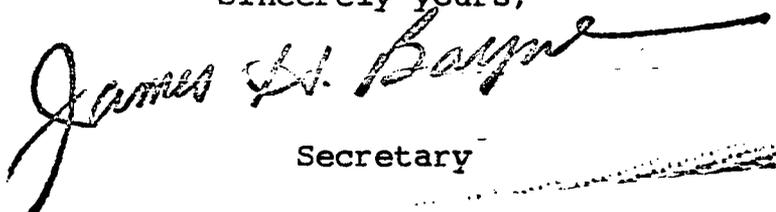
OFFICE OF THE SECRETARY

Ronald M. Neifield
Rosenthal & Schanfield
55 East Monroe Street, Suite 4620
Chicago, Illinois 60603

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 3/25/85 at 12:00pm and assigned re-
recording number(s). 14059-HH, 14059-II & 14059-JJ

Sincerely yours,


Secretary

Enclosure(s)

MAR 25 1985 -12 00 PM

RELEASE
INTERSTATE COMMERCE COMMISSION

THIS IS RELEASE, dated March 1, 1985, from CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO (herein called the Agent) to EVANS RAILCAR LEASING COMPANY, an Illinois corporation (herein called the Borrower).

W I T N E S S E T H:

WHEREAS, the Borrower and the Agent (as agent for various lenders) entered into an Amended and Restated Security Agreement, dated as of June 30, 1984 and recorded with the Interstate Commerce Commission on October 4, 1984 as Recordation No. 14059-S (herein, as amended or otherwise modified from time to time, called the Security Agreement), pursuant to which the Borrower has granted a security interest in certain of its property (herein called the Collateral) to the Agent for the benefit of such lenders, including without limitation, the property described on Schedule I attached hereto (the Scheduled Collateral); and

WHEREAS, the Borrower has requested pursuant to Section 2.2 of the Security Agreement that the Agent's security interest in the Scheduled Collateral be released;

NOW, THEREFORE, the Agent hereby agrees as follows:

1. The Agent hereby releases, effective as of the date hereof, its security interest under the Security Agreement in the Scheduled Collateral.
2. Except as released hereby, all of the Agent's rights under the Security Agreement and with respect to the Collateral continue in full force and effect according to the terms thereof.

IN WITNESS WHEREOF, this Release has been duly executed as of the date first above written.

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Agent

By: 
Title: Vice President

SCHEDULE I
DESTROYED & SCRAPPED COLLATERAL
FEBRUARY 28, 1985

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N=1										
1289-10	* BOX-XM	LEASE POOL	12100	0/00/00	0	0/00/00	0	0	RI	100106
	BOX-XM	LEASE POOL	12105	0/00/00	0	0/00/00	0	0	RI	100113
N=2										
1849-02	* BOX-XM	SEABOARD SYSTEM RAILROADS	40197	80/05/05	2	84/05/25	1	5	SRD	135917
N=1										
1876-01	* REFRIG-RB	MOUNTAIN PINE LUMBER LTD	17081	80/02/15	2	80/06/10	10	0	USLX	13002
N=1										
1917-00	* BOX-XL	LOUISVILLE NEW ALBANY & CORYDON RR	36064	81/03/02	1	81/03/02	5	0	LNAC	1010
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2088-01	* COV HOP-LO	CANADIAN PACIFIC LTD	15659	84/08/01	1	84/08/01	1	0	USLX	1258
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		LEASE POOL	15843	0/00/00	0	0/00/00	0	0	USEX	40085
		LEASE POOL	15859	0/00/00	0	0/00/00	0	0	USEX	40104
		LEASE POOL	15881	0/00/00	0	0/00/00	0	0	USEX	40129

N=5

1098-02	‡ GONDOLA-GT	LEASE POOL	17445	0/00/00	0	0/00/00	0	0	USEX	40141
		LEASE POOL	15890	0/00/00	0	0/00/00	0	0	USEX	40142
		LEASE POOL	17440	0/00/00	0	0/00/00	0	0	USEX	40147
		LEASE POOL	17436	0/00/00	0	0/00/00	0	0	USEX	40151
		LEASE POOL	17448	0/00/00	0	0/00/00	0	0	USEX	40156

N=5

1098-03	‡ GONDOLA-GT	LEASE POOL	15909	0/00/00	0	0/00/00	0	0	USEX	40060
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N=1

1292-10	‡ BOX-XM	LEASE POOL	12285	0/00/00	0	0/00/00	0	0	RI	100351
		LEASE POOL	12225	0/00/00	0	0/00/00	0	0	ROCK	600001

N=2

TOTAL SOLD COLLATERAL 02/85 = 13