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440367 A AND A

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
JAMES C. MARTIN, JR.*

*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

6563-A
RECORDATION NO. Filed: 1988
AUG 2 1988-1 25 PM

INTERSTATE COMMERCE COMMISSION

8-215A027

August 2, 1988

AUG 2 1988

13.00

NOTICE OF RECEIPT
AUG 2 1 26 PM '88
FEDERAL BUREAU OF INVESTIGATION

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four fully executed copies of a Release dated July 15, 1988, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to the Conditional Sale Agreement dated as of April 1, 1972 among The Chessie Corporation, as Vendor, First American National Bank of Nashville, as Vendee, and The Baltimore and Ohio Railroad Company, as Guarantor (Recordation Number 6563, recorded on April 19, 1972); the Agreement and Assignment dated as of April 1, 1972 between The Chessie Corporation, as Builder, and the First Pennsylvania Banking and Trust Company, as Agent, Assignee (Recordation Number 6563, recorded on April 19, 1972); the Lease of Railroad Equipment dated as of April 1, 1972 (Recordation Number 6563-A, recorded on April 19, 1972); and the Transfer Agreement and Assignment dated December 29, 1983 between First American National Bank of Nashville, as Assignor, and GATX Leasing Corporation, as Assignee (Recordation Number 6563-F, recorded on January 10, 1984).

The names of the parties executing the enclosed document are:

CSX Transportation, Inc., as successor by merger to both The Baltimore and Ohio Railroad Company and The Chessie Corporation

GATX Leasing Corporation

First Pennsylvania Bank N.A., formerly The First Pennsylvania Banking and Trust Company

Handwritten: (Name of firm) - C.T. Kappler

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
August 2, 1988
Page Two

A description of the railroad equipment covered by the enclosed document is set forth in Schedule I attached hereto and made a part hereof.

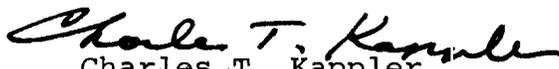
Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return three stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Release dated July 15, 1988 with respect to the Conditional Sale Agreement, Agreement and Assignment, Lease of Railroad Equipment and Transfer Agreement and Assignment covering the release of fifteen gondola cars bearing B&O marks and numbers.

Very truly yours,


Charles T. Kappler

Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

8/2/88

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord & Alvord
918 16th St. N.W.
Washington, D.C. 20006

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 8/2/88 at 1:25pm, and assigned recordation number(s). 6563-H

Sincerely yours,

Nerita L. McEwen

Secretary

Enclosure(s)

AUG 2 1988 1 25 PM

RELEASE

INTERSTATE COMMERCE COMMISSION

The undersigned hereby release the following Interstate Commerce Commission filings concerning the equipment described in Schedule I hereto pursuant to the termination of the lease financings to which these filings relate:

- ICC #6563: Conditional Sale Agreement, dated as of April 1, 1972, among The Chessie Corporation as Vendor, First American National Bank of Nashville, as Vendee, and The Baltimore and Ohio Railroad Company, as Guarantor, recorded by the I.C.C. on April 19, 1972.
- ICC #6563: Agreement and Assignment dated as of April 1, 1972 between The Chessie Corporation, as Builder, and The First Pennsylvania Banking and Trust Company, as agent for certain other institutions, as Assignee, recorded by the I.C.C. on April 19, 1972.
- ICC #6563-A: Lease of Railroad Equipment, dated as of April 1, 1972, between First American National Bank of Nashville, as Lessor, and The Baltimore and Ohio Railroad Company, as Lessee, recorded by the I.C.C. on April 19, 1972.
- ICC #6563-F: Transfer Agreement and Assignment of Lease of Railroad Equipment and Conditional Sale Agreement, dated December 29, 1983, between First American National Bank of Nashville, as Assignor, and GATX Leasing Corporation, as Assignee, recorded by the I.C.C. on January 10, 1984.

This Release may be executed in any number of counterparts, each executed counterpart constituting an original, but all together only one agreement.

CSX TRANSPORTATION, INC., as successor by merger to both The Baltimore and Ohio Railroad Company and The Chessie Corporation

By: *Deus Hamel*
Its: AVP & TREASURER

GATX LEASING CORPORATION, as assignee of First American National Bank of Nashville

By: *Thomas C. Neal*
Its: VICE PRESIDENT

FIRST PENNSYLVANIA BANK, N.A., formerly The First Pennsylvania Banking and Trust Company

By: *Miss A. Bucher*
Its: CORPORATE TRUST OFFICER

Dated: July 15, 1988

ACKNOWLEDGEMENT

State of Maryland)
) ss:
City of Baltimore)

On this 15th day of July, 1988, before me personally appeared Denis J. Voisard, to me personally known, who, being by me duly sworn, says that he is Assistant Vice-President and Treasurer - Equipment Unit of CSX TRANSPORTATION, INC., that said instrument was executed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]

H. Marlene Winchell
Notary Public

H. MARLENE WINCHELL
BALTO. CO., MD.
My Commission Expires July 1, 1990

My Commission expires:

ACKNOWLEDGEMENT

State of California)
) ss:
County of San Francisco

On this 26th day of July, 1988, before me personally appeared Thomas C. Noed, to me personally known, who, being by me duly sworn, says that he is the authorized representative of GATX Leasing Corporation, that said instrument was executed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]

Julie A. Cross
Notary Public

My Commission expires:

ACKNOWLEDGEMENT

State of Penna)
) ss:
County of Phila)

On this 27th day of July, 1988, before me personally appeared BRIAN A. BULCHANAN, to me personally known, who, being by me duly sworn, says that he is the authorized representative of First Pennsylvania Bank N.A., that said instrument was executed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[NOTARIAL SEAL]

Lynne N. McCorry
Notary Public

LYNNE N. MCCORRY
Notary Public, Phila., Phila. Co.
My Commission Expires July 2, 1990

My Commission expires:



SCHEDULE I
TO
RELEASE

MANUFACTURER: The Chessie Corporation

<u>Quantity</u>	<u>Description</u>	<u>Car No.</u>
15	1972 Chessie 100-Ton, 52 foot, Gondola Cars (Collectively the "Equipment", individually a "unit")	371080, 371140, 371143, 371182, 371359, 371360, 371425, 371469, 371486, 371552, 371623, 371641, 371653, 371707, 371793