

FEBRUARY
January 1, 1988

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

RECORDATION NO. 14723-A
FILED 1425

FEB 1 1988 - 11 15 AM
INTERSTATE COMMERCE COMMISSION

Re: File No. 14723

Dear Sirs:

I enclose for recordation in accordance with 49 U.S.C. § 11303 executed and notarized copies of a Release Agreement dated January 1, 1988. The names and addresses of the parties to the above document are as follows:

1. Release Agreement

Party Released:

PLM Transportation Equipment Partiers VIC 1984
Leveraged Fund, a California Limited Partnership, and
PLM Investment Management, Inc., a California
corporation
655 Montgomery Street, Suite 1200
San Francisco, California 94111
Attention: Robert S. Leichtner
Vice President and General Counsel

Releasing Party (Secured Parties):

Westinghouse Credit Corporation
Three Gateway Center
Pittsburgh, Pennsylvania

Equipment Covered:

Thirteen 100-ton Covered Hopper railroad cars bearing
car numbers PLMX12706 to and including PLMX12718.

TOP OFFICE OF
THE SECRETARY
FEB 1 11 07 AM '88
MONTGOMERY ST. 1111

Quarterly

James C. Kelly

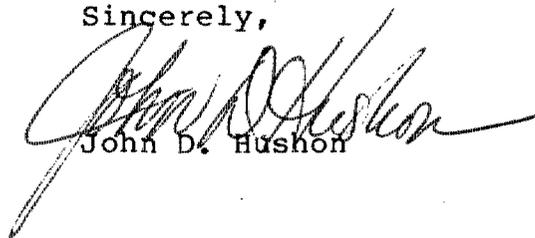
Secretary, Interstate Commerce Commission
January __, 1988
Page Two

Previous filings have been made with the ICC with respect to the railroad cars described above on December 28, 1984 and June 27, 1985 (Document Nos. 14519 and 14723).

A filing fee of \$15 is enclosed. I would appreciate your filing one counterpart of the foregoing three documents under the provisions of 49 U.S.C. § 11303 and stamping the additional copies of each of the documents for return to the parties involved in the transaction. We would also appreciate your returning to us a stamped copy of this transmittal letter, which is enclosed.

The undersigned certifies that he is acting as special ICC counsel in this transaction, that he has reviewed the above described documents and that the summary description contained in this transmittal letter is accurate.

Sincerely,



John D. Hushon

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

John D. Hushon

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 2/1/88 at 11:15AM, and assigned recordation number(s).

13882-C, 13883-C, 14223-B, 14721-A, 14722-A, 14723-A, 14989-B, 15141-C, 14059-ZZZZ, 14508-C & 14519-C Sincerely yours,

Nesta L. McEe

Secretary

Enclosure(s)

Arent, Fox, Kintner, Plotkin & Kahn

Washington Square 1050 Connecticut Avenue, N.W.
Washington, D.C. 20036-5339

John D. Hushon
(202) 857-6290

February 1, 1988

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: File No. 14723

Dear Sirs:

I enclose for recordation in accordance with 49 U.S.C. § 11303 executed and notarized copies of a Release Agreement dated February 1, 1988. The names and addresses of the parties to the above document are as follows:

1. Release Agreement

Party Released:

PLM Transportation Equipment Partiers VIC 1984
Leveraged Fund, a California Limited Partnership, and
PLM Investment Management, Inc., a California
corporation
655 Montgomery Street, Suite 1200
San Francisco, California 94111
Attention: Robert S. Leichtner
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Arent, Fox, Kintner, Plotkin & Kahn

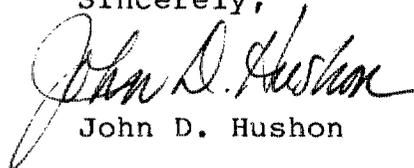
Secretary, Interstate Commerce Commission
February 1, 1988
Page Two

Previous filings have been made with the ICC with respect to the railroad cars described above on December 28, 1984 and June 27, 1985 (Document Nos. 14519 and 14723).

A filing fee of \$13 is enclosed. I would appreciate your filing one counterpart of the foregoing three documents under the provisions of 49 U.S.C. § 11303 and stamping the additional copies of each of the documents for return to the parties involved in the transaction. We would also appreciate your returning to us a stamped copy of this transmittal letter, which is enclosed.

The undersigned certifies that he is acting as special ICC counsel in this transaction, that he has reviewed the above described documents and that the summary description contained in this transmittal letter is accurate.

Sincerely,



John D. Hushon

Enclosures

RELEASE AGREEMENT

FEB 1 1988 - 11 15 AM

This Release Agreement dated as of ~~January 1988~~ ^{February 1988} between Westinghouse Credit Corporation, a Delaware corporation ("WCC") and PLM Transportation Equipment Partners VIC 1984 Leveraged Fund, a California Limited Partnership ("PLM").

R E C I T A L S

A. To secure payment of the principal and interest on certain advances previously made by WCC to PLM and the performance of the obligations of PLM to WCC under the Loan Agreement dated June 25, 1985 (the "Loan Agreement"), PLM assigned, pledged and granted a security interest to WCC in certain railcar equipment owned by PLM and related leases and other rights (hereinafter defined as the "Released Collateral"), pursuant to a certain Security Agreement described on Exhibit B attached hereto and made a part hereof (the "Security Agreement"), which was filed for record in the offices of the Interstate Commerce Commission in Washington D.C. on the date shown on Exhibit B, and was assigned the Recordation Number shown on Exhibit B.

B. PLM has paid in full all principal, interest and other outstanding amounts due WCC, provided that certain covenants of PLM under the Loan Agreement, the payment or performance of which is not due, remain in effect.

NOW, THEREFORE, the parties hereto agree as follows:

1. WCC hereby absolutely and unconditionally releases, discharges and terminates the Security Agreement, including the lien, assignment, mortgage and security interest thereof with respect to the Released Collateral, and any right, title or interest which WCC or any person or entity claiming by, through, under or on account of WCC may have therein or thereunder.

2. The Security Agreement is hereby terminated and no party thereto shall have any further obligations thereunder. WCC agrees that it will, at the sole expense of PLM, execute, acknowledge and deliver such further assurances pursuant to this Release Agreement as may be requested by PLM.

3. The term "Released Collateral" as used in this Release Agreement shall mean and include:

(a) The railcars described in Exhibit A attached hereto and made a part hereof, together with all replacements, substitutions, attachments, modifications, additions, improvements, upgrades and accessions to or upon such railcars (collectively, the "Released Equipment");

(b) All leases, rents, issues, profits, revenues, income and other monies due and to become due thereunder to PLM, and any and all amendments, supplements, extensions and renewals of any lease relating to the Released Equipment;

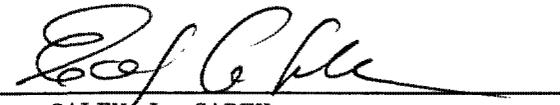
(c) All chattel paper, contracts, instruments and other documents evidencing any of the foregoing or any monies due or to become due thereunder or related thereto;

(d) All accounts, contract rights and general intangibles related to any or all of the foregoing; and

(e) To the extent not otherwise included in the foregoing, all proceeds of any or all of the foregoing, including, without limitation, all payments under insurance, all proceeds of any governmental taking and any indemnity, warranty, letter of credit or guarantee payable by reason of default under, loss of, damage to or otherwise with respect to the Released Equipment.

IN WITNESS WHEREOF, the parties hereto have executed this Release Agreement as of the date first above written.

WESTINGHOUSE CREDIT CORPORATION

By: 

Name: GALEN J. CAPEK

Title: REGION CREDIT MANAGER

PLM TRANSPORTATION EQUIPMENT
PARTNERS VIC 1984 LEVERAGED FUND

By PLM Financial Services, Inc.,
General Partner

By: 

Name: Robert S. Leichtner

Title: Vice President & Secretary

[VIC]

EXHIBIT A

Railcars

Serial Nos.

13 covered hopper
railcars manufactured
by Portec, Inc.

PLMX 12706 through
PLMX 12718, inclusive

[VIC]

EXHIBIT B

Security Agreement dated June 26, 1985, filed for record on June 27, 1985 at 3:30 p.m. and assigned Recordation No. 14723.

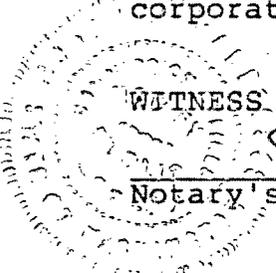
CORPORATE ACKNOWLEDGMENT

State of WASHINGTON)
County of KING)

On this the 19TH day of JANUARY 1988, before me,

JUDY ANN KALPOUSOS,
the undersigned Notary Public, personally appeared
GALEN J. CAPEK ~~XXXXXX~~,
personally known to me (or proved to me on the basis of
satisfactory evidence) to be the persons who executed the within
instrument on behalf of WESTINGHOUSE CREDIT CORPORATION, a
DELAWARE corporation, and acknowledged to me that the
corporation executed it.

WITNESS my hand and official seal.



Judy Ann Kalpousos
Notary's Signature

CORPORATION SIGNING AS GENERAL PARTNER OF A PARTNERSHIP

State of CALIFORNIA)
) ss.
County of SAN FRANCISCO)

On this 2nd day of January, in the year 1988, before me Beverlee J. Priddy, Notary Public, personally appeared Robert S. Leichtner and _____, personally known to me (or proved to me on the basis of satisfactory evidence) to be the Vice President and Secretary of PLM Financial Services, Inc., a Delaware corporation, who executed the within instrument on behalf of said corporation, said corporation being known to me (or proved to me on the basis of satisfactory evidence) to be one of the general partners of PLM Transportation Equipment Partners VIC, the partnership that executed the within instrument, and acknowledged to me that such corporation executed the same, and that such partnership executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal, the day and year in this Certificate first above written.

Beverlee J Priddy

NOTARY PUBLIC

