



Allied-Signal Inc.
Law Department
P.O. Box 2245R
Morristown, NJ 07962-2245

6671-B
10/15/92

October 15, 1992

6671-B

Robert A. Mosbacher
Secretary, Interstate Commerce Commission
Washington, DC 20423

OCT 21 1992 12:32 PM
INTERSTATE COMMERCE COMMISSION

Dear Secretary:

Enclosed are an original and one copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a release of railroad cars from the lien of a mortgage, a secondary document, dated August 3, 1992. The primary document to which the release is connected is recorded under Recordation No. 6671-B with supplements recorded under Recordation Nos. 6671-D, 6671-F and 6671-H.

The names and addresses of the parties to the document are as follows:

Trustee: Shawmut Bank, N.A.
1 Federal Street
Boston, MA 02211
Attention: James Freeman, Corporate Trust Officer

Mortgagor: Alltank Equipment Corp.
c/o James D. Price
1172 Park Avenue
New York, NY 10128

The equipment covered by the release consists of 330 railroad cars particularly described in Schedule I thereto and in Exhibit A to this letter.

Please charge the Commission's recording fee of \$16 to the undersigned's corporate VISA card, No. 4798 2640 0045 6806, expiration date 5/94.

Please return the original release to:

Edward J. Waite III
Vice President & General Counsel
General Chemical Corporation
90 E. Halsey Road
Parsippany, NJ 07054-0389

A short summary of the document to appear in the Commission's index follows:

Release of lien under mortgage indenture with Recordation No. 6671-B, dated as of July 15, 1972, as supplemented by a first supplement with Recordation No. 6671-D, dated as of June 15, 1973, a second supplement with Recordation No. 6671-F, dated as of February 15, 1974 and a third supplement with Recordation No. 6671-H, dated as of September 1, 1978.

Sincerely,



Howard B. Flanders, Jr.
Assistant General Counsel

Enclosures

cc: Michael E. Suriano
Edward J. Waite III

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SEP 21 1992 12:11 PM
 SCHEDULE 1
 INTERSTATE COMMERCE COMMISSION

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
GCTX 944606	1	\$16,840.00	O	\$16,840.00
944609	1	\$16,840.00	O	\$16,840.00
944617	1	\$16,840.00	O	\$16,840.00
944619 - 944620	2	\$16,840.00	O	\$33,680.00
944633	1	\$17,531.00	O	\$17,531.00
944638	1	\$17,531.00	O	\$17,531.00
944647	1	\$17,531.00	O	\$17,531.00
944665	1	\$16,752.00	O	\$16,752.00
944667	1	\$16,752.00	O	\$16,752.00
944670	1	\$16,752.00	O	\$16,752.00
944672 - 944673	2	\$16,752.00	O	\$33,504.00
944676	1	\$16,752.00	O	\$16,752.00
944680	1	\$16,752.00	O	\$16,752.00
944682	1	\$16,752.00	O	\$16,752.00
944684	1	\$16,752.00	O	\$16,752.00
944689	1	\$34,978.00	T	\$34,978.00
944700 - 944703	4	\$12,048.00	O	\$48,192.00
944705 - 944710	6	\$12,048.00	O	\$72,288.00
944714 - 944715	2	\$12,048.00	O	\$24,096.00
944717 - 944718	2	\$12,048.00	O	\$24,096.00
944720 - 944724	5	\$12,048.00	O	\$60,240.00
944726 - 944727	2	\$12,048.00	O	\$24,096.00
944729 - 944731	3	\$12,048.00	O	\$36,144.00
944733 - 944734	2	\$12,048.00	O	\$24,096.00
944736 - 944738	3	\$12,048.00	O	\$36,144.00
944740	1	\$12,048.00	O	\$12,048.00
944742	1	\$12,048.00	O	\$12,048.00
944745	1	\$12,048.00	O	\$12,048.00
944747	1	\$12,048.00	O	\$12,048.00
944751	1	\$12,048.00	O	\$12,048.00
944754	1	\$12,048.00	O	\$12,048.00
944756	1	\$12,048.00	O	\$12,048.00
944760 - 944761	2	\$12,048.00	O	\$24,096.00
944765	1	\$12,048.00	O	\$12,048.00
944768	1	\$12,048.00	O	\$12,048.00
954400 - 954401	2	\$21,557.00	O	\$43,114.00
954403	1	\$21,557.00	O	\$21,557.00
954406 - 954411	6	\$21,557.00	O	\$129,342.00
954413 - 954414	2	\$21,557.00	O	\$43,114.00
954420	1	\$21,557.00	O	\$21,557.00
954422	1	\$21,557.00	O	\$21,557.00
954427	1	\$21,557.00	O	\$21,557.00

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
954431 - 954432	2	\$21,557.00	O	\$43,114.00
954434	1	\$21,557.00	O	\$21,557.00
954437 - 954438	2	\$21,557.00	O	\$43,114.00
954440	1	\$21,557.00	O	\$21,557.00
954443	1	\$21,557.00	O	\$21,557.00
954446 - 954447	2	\$21,557.00	O	\$43,114.00
GRPX 944622	1	\$17,531.00	O	\$17,531.00
944625 - 944626	2	\$17,531.00	O	\$35,062.00
944628	1	\$17,531.00	O	\$17,531.00
944631	1	\$17,531.00	O	\$17,531.00
944636 - 944637	2	\$17,531.00	O	\$35,062.00
944640	1	\$17,531.00	O	\$17,531.00
944642	1	\$17,531.00	O	\$17,531.00
944652	1	\$17,531.00	O	\$17,531.00
944654	1	\$17,531.00	O	\$17,531.00
944656 - 944658	3	\$17,531.00	O	\$52,593.00
944660	1	\$17,531.00	O	\$17,531.00
944661	1	\$16,752.00	O	\$16,752.00
944681	1	\$16,752.00	O	\$16,752.00
SUBTOTAL	98			\$1,596,739.00
AFPX 945205 - 945206	2	\$14,831.00	O	\$29,662.00
945207	1	\$14,819.00	O	\$14,819.00
945209	1	\$14,819.00	O	\$14,819.00
945211	1	\$14,819.00	O	\$14,819.00
945215 - 945219	5	\$14,819.00	O	\$74,095.00
945223	1	\$14,819.00	O	\$14,819.00
945226 - 945227	2	\$14,819.00	O	\$29,638.00
945232	1	\$14,819.00	O	\$14,819.00
945235	1	\$14,819.00	O	\$14,819.00
945242 - 945244	3	\$14,819.00	O	\$44,457.00
945247 - 945248	2	\$15,825.00	O	\$31,650.00
945250	1	\$15,825.00	O	\$15,825.00
945254 - 945258	5	\$12,609.00	O	\$63,045.00
945259 - 945261	3	\$12,685.00	O	\$38,055.00
945263	1	\$12,685.00	O	\$12,685.00
945266	1	\$15,825.00	O	\$15,825.00
945269 - 945270	2	\$15,825.00	O	\$31,650.00
945272 - 945274	3	\$15,825.00	O	\$47,475.00
945275 - 945276	2	\$15,992.00	O	\$31,984.00
945277	1	\$15,825.00	O	\$15,825.00

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
945278	1	\$15,992.00	O	\$15,992.00
945279	1	\$15,825.00	O	\$15,825.00
945282 - 945284	3	\$15,825.00	O	\$47,475.00
945286	1	\$15,825.00	O	\$15,825.00
945290 - 945291	2	\$15,825.00	O	\$31,650.00
945293 - 945295	3	\$15,825.00	O	\$47,475.00
945298 - 945302	5	\$15,825.00	O	\$79,125.00
945305	1	\$15,825.00	O	\$15,825.00
945308	1	\$15,825.00	O	\$15,825.00
945317 - 945319	3	\$15,825.00	O	\$47,475.00
945321	1	\$15,825.00	O	\$15,825.00
945323	1	\$15,825.00	O	\$15,825.00
945325	1	\$15,825.00	O	\$15,825.00
945327	1	\$15,825.00	O	\$15,825.00
945330	1	\$16,887.00	O	\$16,887.00
945338	1	\$16,887.00	O	\$16,887.00
945340	1	\$16,887.00	O	\$16,887.00
945343	1	\$16,887.00	O	\$16,887.00
945345 - 945347	3	\$16,887.00	O	\$50,661.00
945356 - 945357	2	\$16,887.00	O	\$33,774.00
945359 - 945361	3	\$16,887.00	O	\$50,661.00
945363	1	\$16,887.00	O	\$16,887.00
945365 - 945369	5	\$16,887.00	O	\$84,435.00
945371 - 945372	2	\$16,887.00	O	\$33,774.00
945374 - 945375	2	\$16,887.00	O	\$33,774.00
945384	1	\$18,434.00	O	\$18,434.00
945392	1	\$18,504.00	O	\$18,504.00
945409	1	\$19,109.00	O	\$19,109.00
945412	1	\$19,109.00	O	\$19,109.00
945416	1	\$18,948.00	O	\$18,948.00
945423	1	\$19,089.00	O	\$19,089.00
945425 - 945426	2	\$19,089.00	O	\$38,178.00
945429	1	\$18,948.00	O	\$18,948.00
945435	1	\$19,101.00	O	\$19,101.00
945445	1	\$19,089.00	O	\$19,089.00
945446	1	\$18,948.00	O	\$18,948.00
945449	1	\$19,101.00	O	\$19,101.00
945451	1	\$19,089.00	O	\$19,089.00
945464	1	\$19,101.00	O	\$19,101.00
945467	1	\$19,089.00	O	\$19,089.00
945476 - 945487	12	\$34,978.00	T	\$419,736.00
945489 - 945498	10	\$34,978.00	T	\$349,780.00

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
945500 - 945504	5	\$34,978.00	T	\$174,890.00
945506 - 945520	15	\$19,760.00	S	\$296,400.00
945522 - 945532	11	\$19,760.00	S	\$217,360.00
945533 - 945537	5	\$34,978.00	T	\$174,890.00
945539 - 945550	12	\$34,978.00	T	\$419,736.00
	-----			-----
SUBTOTAL	172			\$3,694,720.00
AFPX 420069 - 420070	2	\$34,978.00	T	\$69,956.00
420073	1	\$34,978.00	T	\$34,978.00
420075	1	\$34,978.00	T	\$34,978.00
420077 - 420079	3	\$34,978.00	T	\$104,934.00
420081 - 420083	3	\$34,978.00	T	\$104,934.00
	-----			-----
SUBTOTAL	10			\$349,780.00
AFPX 420007 - 420010	4	\$14,823.00	O	\$59,292.00
	-----			-----
SUBTOTAL	4			\$59,292.00
AFPX 420011 - 420015	5	\$23,597.00	O	\$117,985.00
	-----			-----
SUBTOTAL	5			\$117,985.00
GCX 210100	1	\$11,752.00	O	\$11,752.00
210103	1	\$11,752.00	O	\$11,752.00
	-----			-----
SUBTOTAL	2			\$23,504.00
410405 - 410406	2	\$13,191.00	O	\$26,382.00
	-----			-----
SUBTOTAL	2			\$26,382.00
410016 - 410029	14	\$21,316.00	O	\$298,424.00
	-----			-----
SUBTOTAL	14			\$298,424.00
GCTX 210104	1	\$11,752.00	O	\$11,752.00
	-----			-----
SUBTOTAL	1			\$11,752.00

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
GCTX 410400	1	\$13,191.00	O	\$13,191.00
410403	1	\$13,191.00	O	\$13,191.00
410407	1	\$13,191.00	O	\$13,191.00
410409	1	\$13,191.00	O	\$13,191.00
-----				-----
SUBTOTAL	4			\$52,764.00
GCTX 413086 - 413088	3	\$16,267.00	O	\$48,801.00
413089 - 413091	3	\$16,270.00	O	\$48,810.00
413093 - 413103	11	\$19,760.00	S	\$217,360.00
-----				-----
SUBTOTAL	17			\$314,971.00
GCTX 417155	1	\$29,608.00	O	\$29,608.00
-----				-----
SUBTOTAL	1			\$29,608.00
TOTAL	330			\$6,575,921.00
PURCHASE OPTION PERCENTAGE			X	0.005
-----				-----
PURCHASE PRICE				\$32,879.61

** FOOTNOTE:

O - ORIGINAL LEASE (JULY 15, 1972)

S - SECOND SUBSTITUTION (FEBRUARY 15, 1974):
47 CARS SUBSTITUTED FOR 56 CARS HAVING
A TOTAL LESSOR'S COST OF \$928,704 .

T - THIRD SUBSTITUTION (SEPTEMBER 1, 1978):
67 CARS SUBSTITUTED FOR 82 CARS HAVING
A TOTAL LESSOR'S COST OF \$2,343,504 .

(Copy)

6671-PM

RELEASE

OCT 21 1992 2:28 PM

FEDERAL RESERVE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that SHAWMUT BANK, N.A., as Trustee under the Indenture of Mortgage and Deed of Trust of Alltank Equipment Corp., dated as of July 15, 1972 and supplemented by a First Supplemental Indenture dated as of June 15, 1973, a Second Supplemental Indenture dated as of February 15, 1974 and a Third Supplemental Indenture dated as of September 1, 1978 (the "Indenture"), has released and by this Release does hereby release from the lien of the Indenture for the benefit of Alltank Equipment Corp., its successors and assigns, the railroad cars listed and described in Schedule I hereto.

IN WITNESS WHEREOF, Shawmut Bank, N.A., as Trustee, has caused this Release to be executed by its duly authorized officers this 3rd day of August, 1992.

SHAWMUT BANK, N.A.
as Trustee

BY: [Signature]
ITS: Corporate Trust Officer

(Seal)

Attest:

BY: [Signature]

ITS: ASSISTANT VICE PRESIDENT

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
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944667	1	\$16,752.00	O	\$16,752.00
944670	1	\$16,752.00	O	\$16,752.00
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944705 - 944710	6	\$12,048.00	O	\$72,288.00
944714 - 944715	2	\$12,048.00	O	\$24,096.00
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944733 - 944734	2	\$12,048.00	O	\$24,096.00
944736 - 944738	3	\$12,048.00	O	\$36,144.00
944740	1	\$12,048.00	O	\$12,048.00
944742	1	\$12,048.00	O	\$12,048.00
944745	1	\$12,048.00	O	\$12,048.00
944747	1	\$12,048.00	O	\$12,048.00
944751	1	\$12,048.00	O	\$12,048.00
944754	1	\$12,048.00	O	\$12,048.00
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954440	1	\$21,557.00	O	\$21,557.00
954443	1	\$21,557.00	O	\$21,557.00
954446 - 954447	2	\$21,557.00	O	\$43,114.00
GRPX 944622	1	\$17,531.00	O	\$17,531.00
944625 - 944626	2	\$17,531.00	O	\$35,062.00
944628	1	\$17,531.00	O	\$17,531.00
944631	1	\$17,531.00	O	\$17,531.00
944636 - 944637	2	\$17,531.00	O	\$35,062.00
944640	1	\$17,531.00	O	\$17,531.00
944642	1	\$17,531.00	O	\$17,531.00
944652	1	\$17,531.00	O	\$17,531.00
944654	1	\$17,531.00	O	\$17,531.00
944656 - 944658	3	\$17,531.00	O	\$52,593.00
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945247 - 945248	2	\$15,825.00	O	\$31,650.00
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ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

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945286	1	\$15,825.00	O	\$15,825.00
945290 - 945291	2	\$15,825.00	O	\$31,650.00
945293 - 945295	3	\$15,825.00	O	\$47,475.00
945298 - 945302	5	\$15,825.00	O	\$79,125.00
945305	1	\$15,825.00	O	\$15,825.00
945308	1	\$15,825.00	O	\$15,825.00
945317 - 945319	3	\$15,825.00	O	\$47,475.00
945321	1	\$15,825.00	O	\$15,825.00
945323	1	\$15,825.00	O	\$15,825.00
945325	1	\$15,825.00	O	\$15,825.00
945327	1	\$15,825.00	O	\$15,825.00
945330	1	\$16,887.00	O	\$16,887.00
945338	1	\$16,887.00	O	\$16,887.00
945340	1	\$16,887.00	O	\$16,887.00
945343	1	\$16,887.00	O	\$16,887.00
945345 - 945347	3	\$16,887.00	O	\$50,661.00
945356 - 945357	2	\$16,887.00	O	\$33,774.00
945359 - 945361	3	\$16,887.00	O	\$50,661.00
945363	1	\$16,887.00	O	\$16,887.00
945365 - 945369	5	\$16,887.00	O	\$84,435.00
945371 - 945372	2	\$16,887.00	O	\$33,774.00
945374 - 945375	2	\$16,887.00	O	\$33,774.00
945384	1	\$18,434.00	O	\$18,434.00
945392	1	\$18,504.00	O	\$18,504.00
945409	1	\$19,109.00	O	\$19,109.00
945412	1	\$19,109.00	O	\$19,109.00
945416	1	\$18,948.00	O	\$18,948.00
945423	1	\$19,089.00	O	\$19,089.00
945425 - 945426	2	\$19,089.00	O	\$38,178.00
945429	1	\$18,948.00	O	\$18,948.00
945435	1	\$19,101.00	O	\$19,101.00
945445	1	\$19,089.00	O	\$19,089.00
945446	1	\$18,948.00	O	\$18,948.00
945449	1	\$19,101.00	O	\$19,101.00
945451	1	\$19,089.00	O	\$19,089.00
945464	1	\$19,101.00	O	\$19,101.00
945467	1	\$19,089.00	O	\$19,089.00
945476 - 945487	12	\$34,978.00	T	\$419,736.00
945489 - 945498	10	\$34,978.00	T	\$349,780.00

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>
945500 - 945504	5	\$34,978.00	T	\$174,890.00
945506 - 945520	15	\$19,760.00	S	\$296,400.00
945522 - 945532	11	\$19,760.00	S	\$217,360.00
945533 - 945537	5	\$34,978.00	T	\$174,890.00
945539 - 945550	12	\$34,978.00	T	\$419,736.00
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SUBTOTAL	172			\$3,694,720.00
AFPX 420069 - 420070	2	\$34,978.00	T	\$69,956.00
420073	1	\$34,978.00	T	\$34,978.00
420075	1	\$34,978.00	T	\$34,978.00
420077 - 420079	3	\$34,978.00	T	\$104,934.00
420081 - 420083	3	\$34,978.00	T	\$104,934.00
	-----			-----
SUBTOTAL	10			\$349,780.00
AFPX 420007 - 420010	4	\$14,823.00	O	\$59,292.00
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SUBTOTAL	4			\$59,292.00
AFPX 420011 - 420015	5	\$23,597.00	O	\$117,985.00
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SUBTOTAL	5			\$117,985.00
GCX 210100	1	\$11,752.00	O	\$11,752.00
210103	1	\$11,752.00	O	\$11,752.00
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SUBTOTAL	2			\$23,504.00
410405 - 410406	2	\$13,191.00	O	\$26,382.00
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SUBTOTAL	2			\$26,382.00
410016 - 410029	14	\$21,316.00	O	\$298,424.00
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SUBTOTAL	14			\$298,424.00
GCTX 210104	1	\$11,752.00	O	\$11,752.00
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SUBTOTAL	1			\$11,752.00

ALLTANK RAILCARS SUBJECT TO LEASE ON AUGUST 1, 1992

SCHEDULE I

<u>CAR NUMBERS</u>	<u>AMOUNT</u>	<u>ORIGINAL COST PER CAR</u>	<u>SOURCE OF COST INFO **</u>	<u>TOTAL COST PER GROUP</u>	
GCTX 410400	1	\$13,191.00	O	\$13,191.00	
410403	1	\$13,191.00	O	\$13,191.00	
410407	1	\$13,191.00	O	\$13,191.00	
410409	1	\$13,191.00	O	\$13,191.00	
SUBTOTAL				4	\$52,764.00
GCTX 413086 - 413088	3	\$16,267.00	O	\$48,801.00	
413089 - 413091	3	\$16,270.00	O	\$48,810.00	
413093 - 413103	11	\$19,760.00	S	\$217,360.00	
SUBTOTAL				17	\$314,971.00
GCTX 417155	1	\$29,608.00	O	\$29,608.00	
SUBTOTAL				1	\$29,608.00
TOTAL				330	\$6,575,921.00
PURCHASE OPTION PERCENTAGE			X	0.005	
PURCHASE PRICE					\$32,879.61

** FOOTNOTE:

O - ORIGINAL LEASE (JULY 15, 1972)

S - SECOND SUBSTITUTION (FEBRUARY 15, 1974):
47 CARS SUBSTITUTED FOR 56 CARS HAVING
A TOTAL LESSOR'S COST OF \$928,704 .

T - THIRD SUBSTITUTION (SEPTEMBER 1, 1978):
67 CARS SUBSTITUTED FOR 82 CARS HAVING
A TOTAL LESSOR'S COST OF \$2,343,504 .