RECORDATION NO. 18216-F,G
MAR 7 1997 -12 25 PM

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

OF COUNSEL
URBAN A. LESTER

RECEIVED
SURFACE TRANSPORTATION BOARD
MAR 7 12 22 PM '97

March 7, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are three (3) copies of a Release and Termination of Security Interest and Bill of Sale, both dated March 4, 1997, and both being secondary documents as defined in the Board's Rules for the Recordation of Documents.

The enclosed documents relate to Equipment Trust Agreement-Series-J previously filed under Recordation Number 18216 and all amendments and supplements thereto.

The names and addresses of the parties to the enclosed documents are:

Debtor: American Car Line Company
100 Clark Street
St. Charles, Missouri 63301

Secured Party: First Trust of New York
100 Wall Street
New York, New York 63301

A description of the railroad equipment covered by the enclosed documents is identified on Schedule 1 attached thereto.

Counterpart - Filed on Line

Also enclosed is a check in the amount of $24 00 payable to the order of the Surface Transportation Board covering the required recordation fee

Kindly return stamped copies of the enclosed document to the undersigned

Very truly yours,

Robert W. Alvord /ML

Robert W Alvord

RWA/bg
Enclosures

REPORTATION NO. 18216 G FILED 1 AM

MAR 7 1997 - 12 25 PM

BILL OF SALE

KNOW ALL PERSONS BY THESE PRESENTS:

That First Trust of New York, National Association, a New York banking corporation (the "Transferor"), not in its individual capacity but solely as trustee under that certain Equipment Trust Agreement dated as of April 15, 1993, for good and valuable consideration, the receipt of which is hereby acknowledged, does hereby sell, grant, bargain, convey, assign, transfer, deliver and set over to American Car Line Company, a Delaware special purpose corporation (the "Transferee"), all of Transferor's right, title and interest in and to the special purpose covered hopper and tank railcars described on Schedule 1 hereto (the "Equipment").

TO HAVE AND TO HOLD all and singular the Equipment above described to the Transferee, its successors and assigns, for its and their use only, forever.

The conveyance evidenced by this Bill of Sale is made by the Transferor "as is", "where is", without recourse, representation or warranty of any kind or nature including, without limitation, any warranty of merchantability or fitness for any particular purpose.

IN WITNESS WHEREOF, First Trust of New York, National Association, as trustee, has caused this instrument to be executed by its duly authorized officer this 4th day of March, 1997.

FIRST TRUST OF NEW YORK,
NATIONAL ASSOCIATION, NOT IN
ITS INDIVIDUAL CAPACITY BUT
SOLELY AS TRUSTEE

By: [signature]
Name: Geovanni Barris
Title: Assistant Vice President

2/28/97,2 17 pm
24950/1760/SS/131056 1

STATE OF)
ss.:
COUNTY OF)

On this 4th day of March, 1997, before me, personally appeared Geovanni Borris, to me known, who, being by me duly sworn, says that (s)he resides at 2198 Cruger Avenue Bronx NY 10462 and is Assistant Vice President of First Trust of New York, National Association; that said instrument was signed on behalf of said corporation on the date hereof by authority of its Board of Directors; and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Christine M. Bastone
Notary Public

CHRISTINE M. BASTONE
NOTARY PUBLIC, State of New York
No. 01BA5048106
Qualified in Richmond County
Commission Expires August 14, 1997

2/27/97 7 09 pm
24950/1760/SS/131476 1

SCHEDULE I

QTY	AAR DESIG	CAR NUMBERS
50	C614	45201-45250
2	C614	45186, 45187
25	T105	94247-94264, 94266 94268, 94270, 94275-94277
10	T105	94265, 94269, 94271-94274, 94278-94281
36	T544	73752-73759
	T564	73760-73764
	T563	73868-73872
	T054	73906-73923
30	T907	94362-94391
16	T105	73439-73448, 73493-73498
24	T105	94470-94493
3	T105	73903-73905
5	C614	45302-45306
10	C614	45308-45317
2	C614	45253, 45254
3	C614	45299-45301
1	C614	45251
100	T054	94688-94737, 94778-94827
20	T105	73733-73742, 73858-73867
50	T108	94531 94580
10	T954	94460-94469
10	C614	45191-45200
50	C614	45520-45569
10	C614	45178-45185, 45188, 45189
15	C614	45442-45456
1	T106	73033
5	C214	41407, 41415, 41419, 41426, 41427
9	C214	41404, 41430, 41445, 41446, 41448, 41460, 41466-41468
12	C614	45604-45607, 45609, 45610, 45617, 45618, 45620-45622, 45624
12	C614	45608, 45611-45616, 45619, 45623, 45625-45627
100	C614	45628-45727
1	T863	73499
7	T054	73483, 73484, 73488-73492
12	T095	73701-73710,
	T105	73768, 73769
10	T105	94628-94637
3	T106	73924-73926
4	C214	67089-67091, 67104
36	T105	94171-94176,
	T104	94177-94206
24	T105	94394-94417
201	C214	68517-68679, 68681-68683, 68685-68689, 68691-68698, 68700-68702, 68705,68706, 68710-68715, 68717-68721, 68723, 68725, 68728, 68730-68732
10	T564	73578-73582, 73584-73586, 73589, 73591
56	T564	73583, 73587, 73588, 73590, 73592-73626, 73650-73666
2	T426	73543, 73544
1	C614	51997
15	C614	45073-45087
1	C614	45190

30	T053	*101078, 101082, 101085-101087, 101092-101094, 101100, 101104,
	C614	45269-45271, 45273-45275, 45277, 45278, 45282-45285, 45289-45293, 45295-45297
20	C614	45498-45517
20	C614	45571-45590
10	T105	94430-94439
22	T055	94602-94623
17	T104	94440, 94443-94458
11	T108	73449-73459
3	T106	94524-94526
4	C614	45116-45119
1	C614	45457
20	C314	41405, 41406, 41409, 41411, 41414, 41416-41418, 41420, 41423, 41431, 41434, 41436, 41464, 41469,41471, 41474, 41476, 41477, 41479
6	C614	45410-45415
8	C614	45416-45423
3	C614	45424-45426
5	C614	45728-45732
12	C614	45257-45268
60	C314	68442-68501
47	C614	45318-45364
1	C214	68773
29	C214	68339, 68341, 68343-68347, 68349-68352, 68354, 68356-68361, 68364, 68368, 68370-68373, 68376, 68377, 68379, 68387, 68392
71	C214	68219, 68340, 68342, 68348, 68353, 68355, 68362, 68363, 68365-68367, 68369, 68374, 68375, 68378, 68380-68386, 68388-68391, 68393-68419, 68421-68438
6	C214	68502-68507
30	T544	73770-73799
1	C614	45427
4	C614	45599-45602
7	C214	67175, 67190, 67204, 67282, 67283, 67306, 67313
4	C214	67383, 67438, 67449, 67465
1	C214	65649
106	C214	67151, 67154-67159, 67163, 67167, 67169-67171, 67174, 67181, 67184-67189, 67191, 67193, 67194, 67197, 67199-67203, 67206, 67207, 67210-67216, 67220-67224, 67226-67228, 67230, 67231, 67233, 67234, 67236, 67240, 67242-67244, 67246, 67247, 67251, 67254, 67256, 67258, 67259, 67262-67266, 67268-67270, 67273-67277, 67281, 67286-67288, 67291, 67294, 67296, 67298-67301, 67304, 67309, 67312, 67315, 67320, 67322, 67323, 67326,67328, 67330, 67333, 67335-67338, 67341, 67342, 67344, 67347, 67349
74	C214	67311, 67316, 67345, 67382, 67384-67386, 67388-67390, 67393, 67394, 67396, 67398, 67400-67403, 67405-67430, 67432, 67434-67437, 67439-67447, 67450-67464, 67466
19	T104	73357-73366, 73368, 73370-73375, 73377, 73379
9	T104	73367, 73369, 73376, 73378, 73380-73384

16	T054	73873-73888
3	T108	73969-73971
5	T108	73982-73986
12	T108	94418-94429
4	T107	94527-94530
20	T107	94581-94588, 94590-94601
8	T094	94638-94645
14	T104	94653, 94657, 94658, 94660, 94662-94666, 94668-94670, 94677, 94684
10	T055	73723-73732
27	T107	73330-73356
7	C614	45428-45434
10	C712	28517-28526
26	T106	73765-73767
	T105	73889-73902, 73927
	T055	73961-73968
4	T105	94624-94627
2	T103	94776-94777
10	C614	45061-45070
10	T105	73972-73981
15	C164	45395-45409
1	C614	45570
5	C614	45734-45738
5	C614	45756-45760
18	C114	68220-68237
4	T945	94828-94831
67	C614	45059, 45060, 45071, 45072, 45120-45152, 45365-45394
21	C614	45458-45471, 45473, 45593-45598
230	C214	66269, 66417, 66436, 66450, 66459, 66461, 66467-66470, 66473, 66481, 66484-66500, 66502-66505,66507-66510, 66526, 66533, 66535, 66542, 66545,66546, 66549-66584, 66589-66592, 66594-66602, 66605-66650, 67593-67630, 67635-67647,67651-67675, 67680-67690, 67698, 67702-67705
19	C214	67631-67634, 67649-67650, 67676-67679, 67691-67697,67699,68040
5	T106	73031, 73032, 73056, 73066, 73067
130	C214	68101-68165, 68202-68204, 68206-68218
	T107	73946-73960, 94207-94246
26	T106	73099-73124
11	T103	73987-73997
7	C614	45435-45441
80	T104	94282-94361
17	C314	28500-28516
2	T055	94392, 94393
4	C614	45112-45115
30	T105	94494-94523
1	C614	45307
10	T105	73385-73394
18	T055	73928-73945

2585 Total * All car numbers are initialled ACFX except for these 10 cars which are initialled SOO.