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DOCUMENTS FOR
RECORDATION

September 1, 1992

RECORDATION NO. 6121-A FILED 1423

SEP 1 1992 9:10 AM

INTERSTATE COMMERCE COMMISSION

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Secretary Strickland:

Enclosed for recordation with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the U.S. Code, and regulations promulgated thereunder, are three original counterparts of a Release, a secondary document, dated August 24, 1992, with respect to liens, claims and other encumbrances on equipment granted pursuant to a Conditional Sale Agreement, a primary document, dated as of April 1, 1971, and an Agreement and Assignment, dated as of April 1, 1971, filed with the Commission on April 21, 1971 and assigned Recordation Number 6121.

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

Secured Party: Continental Bank, N.A.
231 South LaSalle Street
Chicago, IL 60697

Debtor: Consolidated Rail Corporation
Six Penn Center Plaza
Philadelphia, PA 19103-2959

The equipment affected by the Release consists of various railroad cars specifically described in Schedule A attached to the Release.

Amie P. Kullma
Pepper Hamilton & Scheetz

PEPPER, HAMILTON & SCHEETZ

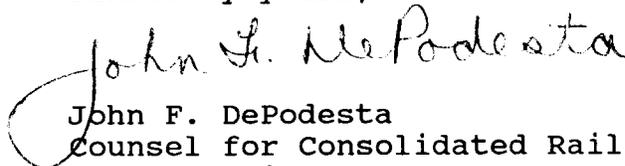
September 1, 1992
Page 2

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

A Release, dated August 24, 1992, to a Conditional Sale Agreement, dated as of April 1, 1971, and an Agreement and Assignment, dated as of April 1, 1971, with Recordation Number 6121, covering various railroad cars specifically described in Schedule A attached to the Release.

A fee of \$16.00 is enclosed. Please stamp and return the two copies not needed by the Commission for recordation to the undersigned.

Sincerely yours,


John F. DePodesta
Counsel for Consolidated Rail
Corporation

Interstate Commerce Commission
Washington, D.C. 20423

9/1/92

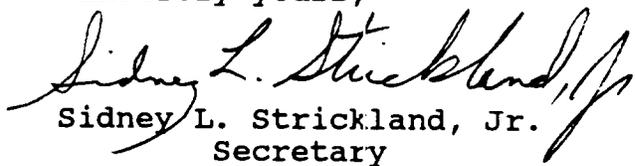
OFFICE OF THE SECRETARY

John F. DePodesta
Pepper, Hamilton & Scheetz
1300 19th St N.W. Washington, D.C. 20036

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 9/1/92 at 10:10am, and assigned recordation number(s). 3270-A, 3350-B, 3402-A & 6121-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RECORDATION NO 6121-A FILED 145

Release

SEP 1 1992 10 10 AM

INTERSTATE COMMERCE COMMISSION

This Release dated as of August 24, 1992, is made by Continental Bank, N.A., as Successor to Continental Illinois National Bank and Trust Company.

1. Reference is made to the equipment listed on Schedule A attached hereto ("the Equipment"), which is subject to a Conditional Sale Agreement dated as of April 1, 1971 between Pullman Incorporated and Erie Lackawanna Railroad; Agreement and Assignment dated as of April 1, 1971 between Pullman Incorporated and Continental Illinois National Bank and Trust Company, hereinafter collectively the "Agreements", which were duly filed on April 21, 1971 in accordance with 49 U.S.C. 11303 (formerly Section 20c of the Interstate Commerce Act), and having Recordation Number 6121.

2. Continental Bank, N.A., as Successor to Continental Illinois National Bank and Trust Company, hereby releases any and all liens, claims and other encumbrances on the Equipment as granted pursuant to said Agreements.

IN WITNESS WHEREOF, Continental Bank, N.A. has caused this Release to be duly executed by its authorized officer as of the day and year first written above.

By: Edward F. Millet

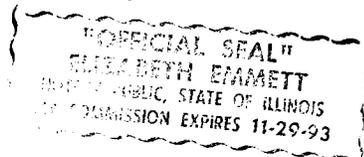
Title: Vice President

State of: Illinois
County of: Cook

On this 24 day of August, 1992 before me personally appeared Edward Millet, to me personally known, who, being duly sworn, says that [she/he] is a Vice President of Continental Bank NA, that said instrument was signed on August 24, 1992 on behalf of said Corporation by authority of its Board of Directors, and [she/he] acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Sworn to and subscribed before me
this 24 day of August 1992

Elizabeth Emmett
Notary Public



Schedule A

Equipment List

<u>Type & Description</u>	<u>Quantity</u>	<u>Identification Numbers</u>
52'6" 100-ton Gondola Cars	500	44100 - 44599