

RECORDATION NO. 19609-G FILED

FEB 27 '98

11-55 AM

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

OF COUNSEL  
URBAN A. LESTER

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RECEIVED  
SURFACE TRANSPORTATION  
BOARD

*Betty Quinn*  
*Counter Parts*

February 28, 1998

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 five (5) copies of Bill of Sale and Partial Release, dated February 13, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATC Trust (95-2) which was previously filed with the Commission under Recordation Number 19609.

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

Indenture Trustee: State Street Bank and Trust Company  
PO Box 778  
Boston, Massachusetts 02102

Owner Trustee: The First National Bank of Chicago  
One First National Plaza, Suite 0126  
Chicago, Illinois 60670-0126

A description of the railroad equipment covered by the enclosed document is:

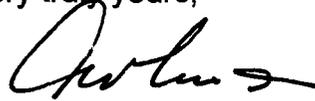
GATX 7857

Mr. Vernon A. Williams  
February 28, 1998  
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Also enclosed is a check in the amount of \$24.00 payable to the order of the Surface Transportation Board covering the required recordation fees.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "R. Alvord", written in a cursive style.

Robert W. Alvord

RWA/bg  
Enclosures

FEB 27 '98

11-55 AM

**BILL OF SALE AND PARTIAL RELEASE**

State Street Bank and Trust Company, not in its individual capacity, but solely as Owner Trustee under GATC Trust 95-2, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 95-2) dated as of September 12, 1995 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 7857 (the "Unit") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

The First National Bank of Chicago, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 95-2 dated as of September 12, 1995) (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: Feb 13, 1998

The First National Bank of Chicago  
not in its individual capacity, but  
solely as Owner Trustee

By: M. L. J. [Signature]  
Title: Asst. Vice President

State Street Bank and Trust  
Company, as Indenture Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

State of Illinois )  
 ) SS  
County of Cook )

On this 13<sup>th</sup> day of February, 1998, before me personally appeared Mark J. Frye, to me personally known, who being by me duly sworn, say that he is Asst. Vice President of The First National Bank of Chicago, that said instrument was signed on such date 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.

Notary Public *Anthony Marsh*

[Notarial Seal]

My commission expires:



State of Massachusetts )  
 ) SS  
County of Suffolk )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1998, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he is \_\_\_\_\_ of State Street Bank and Trust Company, that said instrument was signed on such date 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.

Notary Public

[Notarial Seal]

My commission expires:

**BILL OF SALE AND PARTIAL RELEASE**

State Street Bank and Trust Company, not in its individual capacity, but solely as Owner Trustee under GATC Trust 95-2, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 95-2) dated as of September 12, 1995 (the "Lease") between the Lessor and General American Transportation Corporation (the "Lessee") does hereby grant, bargain, sell, transfer, convey, assign and release to the Lessee and its successors and assigns all right, title and interest of the Lessor, in and to the railcar designated as GATX 7857 (the "Unit") "as is", "where is", without recourse or warranty other than a warranty against Lessor's Liens as defined in Appendix A to the Lease, and does hereby acknowledge that the lease term under the Lease with respect to the Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

The First National Bank of Chicago, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 95-2 dated as of September 12, 1995) (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: \_\_\_\_\_, 1998

The First National Bank of Chicago  
not in its individual capacity, but  
solely as Owner Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

State Street Bank and Trust  
Company, as Indenture Trustee

By:   
Title: Assistant Vice President

State of Illinois )  
 ) SS  
County of Cook )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1998, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he is \_\_\_\_\_ of The First National Bank of Chicago, that said instrument was signed on such date 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.

Notary Public

[Notarial Seal]

My commission expires:

State of Massachusetts )  
 ) SS  
County of Suffolk )

On this 18th day of February, 1998, before me personally appeared Patrick E. Thebado, to me personally known, who being by me duly sworn, say that he is Assistant Vice President of State Street Bank and Trust Company, that said instrument was signed on such date 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.

*Daniel Golden*  
Notary Public

[Notarial Seal]

My commission expires:

DANIEL GOLDEN  
Notary Public  
My Commission Expires June 26, 1998