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OF COUNSEL  
URBAN A. LESTER

*Kimberly*  
April 28, 1999

RECORDATION NO. 19609-Q, R, S FILED

APR 29 '99

9-30AM

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 each of the following documents: Lease Supplement No. 6, Indenture Supplement No. 6 and a Bill of Sale and Partial Release.

The enclosed documents relate to the Equipment Lease Agreement (GATC 95-2) previously filed with the Commission under Recordation Number 19609.

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

Lease Supplement No. 6

Lessor: State Street Bank and Trust Company  
225 Franklin Street  
Boston, Massachusetts 02101

Lessee: General American Transportation Corporation  
500 West Monroe Street  
Chicago, Illinois 60661

Mr. Vernon A. Williams  
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Trust Indenture Supplement No. 6  
Bill of Sale and Partial Release

Owner Trustee: State Street Bank and Trust Company  
225 Franklin Street  
Boston, Massachusetts 02101

Indenture Trustee: The First National Bank of Chicago  
One First National Plaza  
Chicago, Illinois 60670

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

Railcar GATX 80002 is being replaced by railcar GATX 80431

Also enclosed is a check in the amount of \$78.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

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

Very truly yours,



Robert W. Alvord

RWA/bg  
Enclosures

**BILL OF SALE AND PARTIAL RELEASE**

APR 29 '99

9-30AM

State Street Bank and Trust Company, not in its individual capacity, but solely as 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 80002 (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.

First National Bank of Chicago, as 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 Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: April 7, 1999

State Street Bank and Trust Company,  
not in its individual capacity, but solely  
as Owner Trustee

By: *John A. B...*

Title: ASSISTANT VICE PRESIDENT

First National Bank of Chicago, as  
Indenture Trustee

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

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

**BILL OF SALE AND PARTIAL RELEASE**

State Street Bank and Trust Company, not in its individual capacity, but solely as 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 80002 (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.

First National Bank of Chicago, as 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 Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: April 7, 1999

State Street Bank and Trust Company,  
not in its individual capacity, but solely  
as Owner Trustee

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

First National Bank of Chicago, as  
Indenture Trustee

By: Mal J. Frye  
Title: Asst. Vice President

State of Massachusetts )  
 ) SS  
County of Suffolk )

On this 13 day of April, 1999, before me personally appeared Julie A. Balerna, to me personally known, who being by me duly sworn, say that he/she is Asst. 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.

Notary Public *Joao G. Correia*

[Notarial Seal]

My commission expires: **JOAO G. CORREIA**  
Notary Public  
My Commission Expires July 26, 2002

State of Illinois )  
 ) SS  
County of Cook )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1999, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of 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 \_\_\_\_\_ day of \_\_\_\_\_, 1999, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she 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:

State of Illinois )  
 ) SS  
County of Cook )

On this 12<sup>th</sup> day of April, 1999, before me personally appeared Mark J. Frye, to me personally known, who being by me duly sworn, say that he/she is Asst. Vice President of 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:

