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Rogers & Wells
607 Fourteenth Street, N. W.
Washington, D. C. 20005-2011

40 BASINGHALL STREET
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TELEPHONE 44-171-628-0101
FACSIMILE 44-171-638-2008

444 SOUTH FLOWER STREET
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FACSIMILE (213) 689-2999

TELEPHONE (202) 434-0700
FACSIMILE (202) 434-0800

WESTENDSTRASSE 16-22
60325 FRANKFURT/MAIN
FEDERAL REPUBLIC OF GERMANY
TELEPHONE 49-69-97-14-78-0
FACSIMILE 49-69-97-14-78-33

47 AVENUE HOCHÉ
75008 PARIS, FRANCE
TELEPHONE 33-1-44-09-46-00
FACSIMILE 33-1-44-09-46-01
33-1-42-67-50-81

19945

ONE EXCHANGE SQUARE
8 CONNAUGHT PLACE
CENTRAL, HONG KONG
TELEPHONE (852) 2844-3500
FACSIMILE (852) 2844-3555

WRITER'S DIRECT DIAL NUMBER

February 23, 1996

(202) 434-0838

BY HAND

Filing Room
Interstate Commerce Commission (ICC)
12th and Constitution Avenue, N.W.
Washington, D.C.

Re: Filing

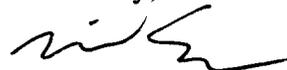
Dear ICC official:

Attached is a railcar equipment list for units. Please file lien in favor of First Security Bank of Utah, as Collateral Agent. The Debtor is Interpool, Inc. 211 College Road East, Princeton, New Jersey.

Please acknowledge receipt of the items set forth above by date-stamping the enclosed copy of this letter and returning it to the waiting messenger.

Please contact Jill Ruderfer in New York at (212) 878-8022 if you have any questions regarding the foregoing.

Sincerely,



Richard Sharpe
Corporate Legal Assistant



Collateral Agent

FEB 23 10 39 AM '96

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20425-0001

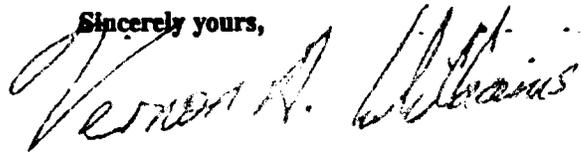
2/23/96

Richard Sharpe
Rogers & Wells
607 Fourteenth St., NW.
Washington, DC., 20005-2011

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 2/23/96 at 10:40AM, and assigned recordation number(s). 19945.

Sincerely yours,



Vernon A. Williams
Secretary

Enclosure(s)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



EXHIBIT 1

Wed Sep 20

page 1

REPORT FIN20S

" INTERPOOL INC. - ICC LIST - PP1 (RAILCAR ADDS) "

YEAR	MANUFACTURER	ET	DESCRIPTION	UNIT NUMBER
=====	=====	==	=====	=====
1980		62	FLAT CAR	DRGW008801
1980		62	FLAT CAR	DRGW008802
1980		62	FLAT CAR	DRGW008803
1980		62	FLAT CAR	DRGW008804
1980		62	FLAT CAR	DRGW008806
1980		62	FLAT CAR	DRGW008807
1980		62	FLAT CAR	DRGW008808
1980		62	FLAT CAR	DRGW008809
1980		62	FLAT CAR	DRGW008810
1980		62	FLAT CAR	DRGW008811
1980		62	FLAT CAR	DRGW008812
1980		62	FLAT CAR	DRGW008813
1980		62	FLAT CAR	DRGW008814
1980		62	FLAT CAR	DRGW008815
1980		62	FLAT CAR	DRGW008816
1980		62	FLAT CAR	DRGW008817
1980		62	FLAT CAR	DRGW008818
1980		62	FLAT CAR	DRGW008819
1980		62	FLAT CAR	DRGW008820
1980		62	FLAT CAR	DRGW008821
1980		62	FLAT CAR	DRGW008822
1980		62	FLAT CAR	DRGW008823
1980		62	FLAT CAR	DRGW008824
1980		62	FLAT CAR	DRGW008825
1980		62	FLAT CAR	DRGW008826
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1980		62	FLAT CAR	DRGW008829
1980		62	FLAT CAR	DRGW008830
1980		62	FLAT CAR	DRGW008831
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1980		62	FLAT CAR	DRGW008837
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1980		62	FLAT CAR	DRGW008839
1980		62	FLAT CAR	DRGW008840
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1980		62	FLAT CAR	DRGW008843
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1980		62	FLAT CAR	DRGW008853
1980		62	FLAT CAR	DRGW008854
1980		62	FLAT CAR	DRGW008855

YEAR	MANUFACTURER	ET	DESCRIPTION	UNIT NUMBER
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1980		62	FLAT CAR	DRGW008856
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YEAR	MANUFACTURER	ET	DESCRIPTION	UNIT NUMBER
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1980		62	FLAT CAR	DRGW008920
1980		62	FLAT CAR	DRGW008921
1980		62	FLAT CAR	DRGW008922
1980		62	FLAT CAR	DRGW008923
1980		62	FLAT CAR	DRGW008924
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1980		62	FLAT CAR	DRGW008926
1980		62	FLAT CAR	DRGW008928
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YEAR	MANUFACTURER	ET	DESCRIPTION	UNIT NUMBER
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1978	ACF	60	HOPPER CAR	HCRC000158
1978	ACF	60	HOPPER CAR	HCRC000159

203 rows selected.