



PLM INTERNATIONAL, INC.

0--016A036

655 Montgomery Street  
Twelfth Floor  
San Francisco, CA 94111

415/989-1860  
Telex 34430

January 10, 1990

Melissa V. Stoll, Esq.  
Reed, Smith, Shaw and McClay  
Ring Building  
1200 18th Street N.W.  
Washington, DC 20036

RECORDATION NO 7909-D FILED 1425

JAN 12 1990 -5 00 PM

INTERSTATE COMMERCE COMMISSION

Via Federal Express

Dear Ms. Stoll:

Enclosed are three copies of release forms executed by PLM to release our filings at the Interstate Commerce Commission on the railcars to be sold on January 12, 1990 to Mellon Financial Services Corporation #3 and Bankers Leasing Corporation.

Please hold these release forms in escrow. When receipt of funds from the purchasers has been confirmed, I will so inform you by telephone. At that time, you may proceed to file the releases at the ICC.

Sincerely,

Douglas P. Goodrich  
Senior Vice President

DPG/gh  
11090-2

*Countryland*

*Just Goodrich*

**Interstate Commerce Commission**  
Washington, D.C. 20423

1/12/90

OFFICE OF THE SECRETARY

Douglas P. Goodrich  
655 Montgomery Street  
12th Floor  
San Francisco, CA 94111

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 1/12/90 at 5:00PM, and assigned recordation number(s). 7909-D

Sincerely yours,



Noreta R. McGee  
Secretary

Enclosure(s)

RECORDATION NO. 7909-D FILED 1425

JAN 12 1990 -5<sup>00</sup> PM

RELEASE

INTERSTATE COMMERCE COMMISSION

PLM EQUIPMENT GROWTH FUND II, a California limited partnership, hereby releases the following Interstate Commerce Commission filings concerning the equipment described in Schedule I hereto pursuant to the sale of the equipment to which these filings relate:

- ICC #7909 Lease of Railroad Equipment dated as of December 3, 1974 between Armco Leasing Corporation ("Armco") as Owner and Ohio Power Company, as User, (the "Lease").
- ICC #7909-A Amendment to Lease dated as of September 17, 1975.
- ICC #7909-B Assignment of Lease dated as of December 31, 1985 between Armco as Assignor and TXL Properties Limited 85-109 ("TXL"), as Assignee.
- ICC #7909-C Memorandum of Purchase and Sale and Lease Assignment dated as of October 25, 1987, relating to a sale of the equipment, and Assignment of the Lease, by TXL to PLM Equipment Growth Fund II, a California limited Partnership.

Dated: January 12, 1990.

PLM EQUIPMENT GROWTH FUND II,  
a California limited partnership

By PLM FINANCIAL SERVICES, INC.  
General Partner

By *J. J. Fair*  
Title President

SCHEDULE I  
TO  
RELEASE

MANUFACTURER:

Bethlehem

DESCRIPTION OF EQUIPMENT:

158 100-ton, rotary coupler, 4,000 cubic foot three-pocket open-top hopper cars, bearing marks AEPX 851-987 (inclusive); 989-1001 (inclusive); and 1004-1010 (inclusive).

**ACKNOWLEDGEMENT**

State of California )  
 ) ss.  
City and County of San Francisco )

On this 12<sup>th</sup> day of January, 1990, before me personally appeared, to me personally known, who being by me duly sworn, says that he is the President of PLM Financial Services, Inc., General Partner of PLM Equipment Growth Fund II, a California limited partnership, that the foregoing instrument was signed on behalf of PLM Equipment Growth Fund II, a California limited partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of PLM Equipment Growth Fund II, a California limited partnership.

Beverlee J. Priddy  
Notary Public

