

RECORDATION NO. 12755-G.H.J. FILED

FEB 5 '99 11-30AM

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

OF COUNSEL
URBAN A. LESTER

February 5, 1999

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 four Bills of Sale, secondary documents as defined in the Board's Rules for the Recordation of Documents.

The enclosed documents relate to the GATC Trust No. 6 previously filed with the Commission under Recordation Number 12755

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

- Lessor: BankAmerica Leasing and Capital Group
555 California Street
San Francisco, California 94104
- Lessee: General American Transportation Corporation
500 West Monroe Street
Chicago, Illinois 60661

A description of the railcars which have been destroyed and are covered by the enclosed documents is:

set forth in each Bill of Sale

Counters - [Signature]

Mr. Vernon A. Williams
February 5, 1999
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Also enclosed is a check in the amount of \$104.00 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,

A handwritten signature in black ink, appearing to read "Alvord", with a stylized flourish extending to the right.

Robert W. Alvord

RWA/bg
Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

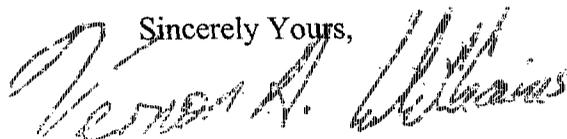
OFFICE OF THE SECRETARY

Robert W. Alvord
Alvord And Alvord
918 Sixteenth St., NW., Ste. 200
Washington, DC., 20006-2973

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.
11301 and CFR 1177.3 (c), on 2/5/99 at 11:30AM, and
assigned recordation numbers (s): 11500-J, 12755-G, 12755-H, 12755-I, 12755-J,
17562-D, 17673-C, 19609-G, 19609-H, 19609-I,
19609-J, 19609-K, 19609-L and 21303-D.

Sincerely Yours,



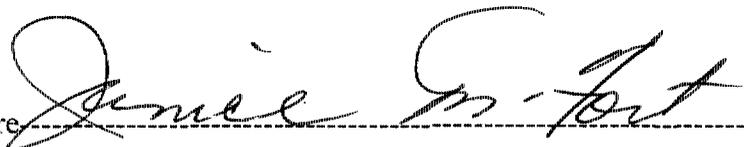
Vernon A. Williams

Enclosure(s)

364.00 (Charged to STB Account-22257)

\$ _____ 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. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature _____



RECORDATION NO. 12753-G FILED

FEB 5 '99 11-30 AM

BILL OF SALE AND PARTIAL RELEASE

BankAmerica Leasing and Capital Group, not in its individual capacity, but solely as Lessor under GATC Trust 6 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 6) dated as of December 15, 1980 (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 railcars designated as GATX 300888, GATX 300889, GATX 300901, GATX 300923, GATX 300924, GATX 300935 and GATX 301010 (the "Units") "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 Units and the obligation of the Lessee to pay rent for such Units under the Lease has terminated.

Dated: 1/13/, 1998/9

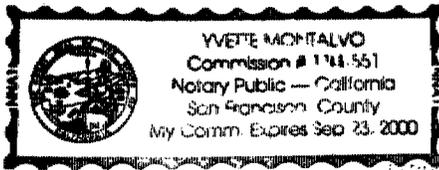
BankAmerica Leasing and Capital Group,
not in its individual capacity, but solely as Lessor

By: Robert L. McMahon

Title: **Robert L. McMahon, VP**

State of California)
) SS:
County of San Francisco)

On the 13TH day of JANUARY, 1998^{94M}, before me personally appeared ROBERT L. MCMAHON,
to me known, who being by me duly sworn, says that (s)he is a VICE PRESIDENT of BankAmerica
Leasing and Capital Group, that said instrument was signed on such date on behalf of said corporation
by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing
instrument was the free act and deed of said corporation.



[Notarial Seal]

Yvette Montalvo
Notary Public

My commission expires: