



First Interstate Bank
of Texas, N.A.
Post Oak Office
P O Box 4401
Houston, TX 77210-4401
713 599-8700

RECORDATION NO. ~~16712~~ FILED 1425

FEB 14 1994 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

February 3, 1994

Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue N.W.
Washington, D.C. 20423

RECORDATION NO. 16712/C FILED 1425

FEB 14 1994 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

Dear Secretary:

Enclosed for recordation are one original "Full Release" (Primary Document) and one certified copy covering certain designated railroad cars under that certain Chattel Mortgage and Security Agreement dated 12-29-89 and recorded with the Interstate Commerce Commission on 1-9-90 under Recordation No. 16712 and No. 16712-B recorded on 12-20-93 (amendment).

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

Debtor/Mortgagor:

Former Secured Party/Mortgagee

Associated Railcar, Inc.
P.O. Box 775
601 South East Street
Weimar, Texas 78962

Greyhound Financial Corporation
Dial Tower-Dial Corporate Center
Phoenix, Arizona 85077

Current Lienholder/Secured Party

First Interstate Bank of Texas, N.A.
P.O. Box 3326 MS#595
Houston, Texas 77253-3326

A description of the railroad equipment covered by the enclosed documents is set forth in Exhibits "A" attached hereto and made a part hereof.

Also enclosed is a check payable to Interstate Commerce Commission covering this recordation fee and also covering separate fee for 62 railroad cars more particularly described on Exhibit "A" on separate letter dated 1-10-94.

Please return a recorded, acknowledged copy of the enclosed document to:
Ted Nowak, First Interstate Bank of Texas, N.A., P.O. Box 4401, Houston, Texas, 77210-4401.

I appreciate your timely attention to this matter and should you need additional information, please contact me at (713)599-8755 or 8753

Sincerely,

Linda K. Alvarado

Linda K. Alvarado
Loan Closing Department

RECEIVED
OFFICE OF THE
SECRETARY
FEB 14 10:02 AM '94

16712

EXHIBIT A

1. Forty-eight (48) used DOT 112J400W tank cars numbered as follows:

GLNX 150-154; 157-158; 161-165; 167; 171-174;
176; 178-179; 185-187; 189; 191; 193-194; 198;
201-202; 204; 207-210; 215-216; 219-221; 228;
238-240; 242; 247-249.

2. Six (6) used covered hopper cars numbered as follows:

ARGX 5208-5213.

3. Two (2) used DOT 112J340W tank cars numbered as follows:

GLNX 32502; 34169

4. Eight (8) used DOT 105J300W tank cars numbered as follows:

GLNX 287; 301-304; 317; 341; 350.

5. Forty-six (46) used DOT 111A100W3 tank cars numbered as follows:

GLNX 3548; 3554; 3581-3582; 3584; 3602; 3607;
3613; 3623-3624; 83047-83048; 86022; 86025^v
86026; 86032; 86036; 86039-86040; 86044-86048;
86054; 86057; 86096-86097; 86188; 86232; 86240;
86257-86258; 86273; 86329-86339; 86354.

**COUNTY OF HARRIS
STATE OF TEXAS
STATEMENT OF FACTS:**

I, the undersigned, hereby certify that

an Original "Full Release" was received from
Greyhound Financial Corporation executed effective
12-31-93 by D. A. Luttenegger-Vice President-Credit
covering certain designated railroad cars recorded
with Interstate Commerce Commission on January 9,
1990, under Recordation No. 16712 & Recordation
No. 16712-B recorded 12-20-93.

First Interstate Bank of Texas, N.A.

Linda K Alvarado

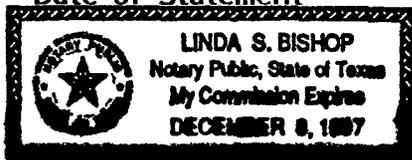
By: Linda K. Alvarado

Loan Closing Department

2-3-94

Date of Statement

Linda S Bishop
Signature



Linda S Bishop
Printed Name
(Same as Signature)

Name of company, if signing as agent thereof:

Interstate Commerce Commission
Washington, D.C. 20423

2/22/94

OFFICE OF THE SECRETARY

Linda K Alvarado
Loan Closing Department
First Interstate Bank of Texas
Post Oak Office
P.O. ~~Box~~ 4401 Houston, Texas 77210
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 2/14/94 at 10:10am, and assigned
recording number(s). 16712-C & 18697

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RECORDATION NO. 16712-B FILED 1425

FEB 14 1994 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

FULL RELEASE

THIS FULL RELEASE is made as of December 31, 1993.

WHEREAS, Associated Railcar, Inc, as Mortgagor, and Greyhound Financial Corporation, as Mortgagee, entered into that certain Chattel Mortgage and Security Agreement dated December 29, 1989, covering certain designated railroad cars; and

WHEREAS, the said Chattel Mortgage and Security Agreement was recorded with the Interstate Commerce Commission on January 9, 1990, under Recordation No. 16712; and

WHEREAS, the said Chattel Mortgage and Security Agreement was amended by an Amendment to Chattel Mortgage and Security Agreement dated as of October 31, 1993; and

WHEREAS, the said Amendment to Chattel Mortgage and Security Agreement was recorded with the Interstate Commerce Commission on December 20, 1993, under Recordation No. 16712-B, and

WHEREAS, Associated Railcar, Inc. has discharged all of its indebtedness secured by the said Chattel Mortgage and Security Agreement, as amended, and the said Chattel Mortgage and Security Agreement, as amended, has been and is now terminated; and

WHEREAS, it is desired by the parties to the said Chattel Mortgage and Security Agreement, as amended, to show for the public record the full, complete release, termination and cancellation of the aforesaid Chattel Mortgage and Security Agreement, as amended

NOW THEREFORE, in consideration of good and valuable considerations, the receipt and sufficiency of which is acknowledged, intending to be legally bound

The undersigned verifies the full, complete release, termination and cancellation of the aforesaid Chattel Mortgage and Security Agreement, as amended, with the intent to release and discharge therefrom and thereunder the equipment covered thereby.

IN WITNESS WHEREOF, the undersigned has caused this Full Release to be duly executed by its authorized officer as of the day and year first above written.

GREYHOUND FINANCIAL CORPORATION

By: *D. A. Luttenegger* ^{MAJ}
Name: D. A. LUTTENEGGER
Title: Vice President-Credit

STATE OF ARIZONA)
)
County of Maricopa)

On this 24th day of January, 1994, before me personally appeared *D. A. Luttenegger* to me personally known, who, being duly sworn, did say that he/she is the *Vice President* of Greyhound Financial Corporation, that the foregoing instrument was signed on behalf of such corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.

Donnie J. Timmons
Notary Public

My Commission Expires.
1-13-97