

DONELAN, CLEARY, WOOD & MASER, P. C.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 850

1275 K STREET, N. W.

WASHINGTON, D. C. 20005

TELEPHONE (202) 371-9500

TELECOPIER (202) 371-0900

RECORDATION NO. 16790-A FILED 1425

DEC 3 1993 -12 10 PM

December 3, 1993 INTERSTATE COMMERCE COMMISSION

Recordation No. 16790-A

\$ 18.00 Filing fee

RELEASING PARTY

Dear Mr. Strickland:

On behalf of The CIT Group/Equipment Financing, Inc., ("CIT"), I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Full Release ("Release").

The Party to the enclosed Release is:

The CIT Group/Equipment Financing, Inc. - RELEASING PARTY
600 Penton Plaza
Cleveland, Ohio 44114

The said Release is a full release of all right, title and interest of CIT in, to and under that certain Security Agreement dated as of February 23, 1990 filed and recorded with the Interstate Commerce Commission under Recordation No. 16790 and the Release should be recorded under the next available letter under Recordation No. 16790, which we believe is -A.

The equipment covered by the enclosed Release is all equipment covered by the aforesaid Security Agreement.

A short summary of the Release to appear in the ICC Index is as follows:

"Full Release"

Enclosed is a check in the amount of eighteen dollars (\$18.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.
Allen H. Harrison, Jr.
Attorney for The CIT Group/Equipment Financing, Inc. for the purpose of this filing.

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423
Enclosures
BY HAND

C. County Clerk

16790-A

The CIT Group/
Industrial Financing
Suite 220
Southpoint Two
1180 West Swedesford Road
Berwyn, PA 19312
215 640-5500

RECORDATION NO. 16790-A

DEC 3 1993 -12 10 PM

INTERSTATE COMMERCE COMMISSION



FULL RELEASE

THIS FULL RELEASE is made as of November 30, 1993.

WHEREAS, ATEL Cash Distribution Fund, as debtor ("Debtor"), and The CIT Group/Equipment Financing, Inc., as secured party ("Secured Party"), entered into that certain Security Agreement dated as of February 23, 1990, covering certain designated rolling stock; and

WHEREAS, the said Security Agreement was recorded with the Interstate Commerce Commission on March 9, 1990 under Recordation No. 16790; and

WHEREAS, Debtor has discharged all of its indebtedness secured by the said Security Agreement and the said Security Agreement has been and is now terminated; and

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

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

1. The undersigned verifies the full, complete release, termination and cancellation of the aforesaid Security Agreement 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 written above.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Donald J. Kerecma

Name: DONALD J. KEREKMA

Title: PORTFOLIO OFFICER

