

DONELAN, CLEARY, WOOD & MASER, P C

ATTORNEYS AND COUNSELORS AT LAW

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RECORDATION NO. 17779 FILED 1425

APR 24 1992 - 1:00 PM

INTERSTATE COMMERCE COMMISSION

April 24, 1992

PRIMARY DOCUMENT FILING
NEW RECORDATION NO.

\$16.00 filing fee

Dear Mr. Strickland:

On behalf of State Street Bank and Trust Company, a Massachusetts banking corporation, I submit for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder, executed counterparts of a primary document, not previously recorded, entitled Assignment to and Appointment of Successor Trustee, dated as of March 1, 1992, ("Assignment").

The parties to the enclosed Assignment are:

Federal Deposit Insurance)	
Corporation, as Receiver for The)	For Indexing As
New Connecticut Bank and)	<u>VENDOR/ASSIGNOR</u>
Trust Company, National Association)	
c/o State Street Bank and Trust)	
Company of Connecticut, National)	
Association)	
750 Main Street)	
Suite 1114)	
Hartford, Connecticut 06103)	

APR 24 1 25 PM '92
MOTOR OPERATING UNIT

Handwritten signature: A. H. Garrison

State Street Bank and)	
Trust Company, a)	For Indexing as
Massachusetts banking)	<u>VENDEE/ASSIGNEE</u>
Corporation)	
c/o State Street Bank and)	
Trust Company of Connecticut,)	
National Association)	
750 Main Street)	
Suite 1114)	
Hartford, Connecticut 06103)	

The said Assignment covers the assignment of certain trust business of the former The New Connecticut Bank and Trust Company, National Association, to State Street Bank and Trust Company, a Massachusetts banking corporation, and the appointment thereof as successor trustee as covered by the document(s) recorded under the Recordation Nos. and subparts, if any, thereof, as listed in Schedule A attached thereto.

There are no units of equipment covered per se in the Assignment, but the said Assignment relates to all equipment covered under the Recordation Nos. and subparts, if any, thereof, as listed in Schedule A attached thereto.

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

“Successor Trustee”

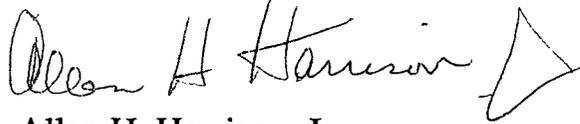
A check, including the amount of sixteen dollars (\$16.00) in payment of the instant filing fee, is tendered.

Once the filing has been made, please return to bearer the stamped counterpart of the Assignment not needed for your files, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra

DONELAN, CLEARY, WOOD & MASER, P C.

copies of this letter of transmittal.

Very truly yours,

A handwritten signature in cursive script that reads "Allen H. Harrison, Jr." followed by a stylized flourish.

Allen H. Harrison, Jr.
Attorney for the purpose of this filing
for State Street Bank and Trust
Company, a Massachusetts banking
Corporation.

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

BY HAND

Interstate Commerce Commission
Washington, D.C. 20423

4/24/92

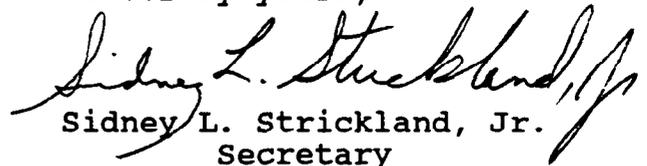
OFFICE OF THE SECRETARY

Allen H. Harrison, Jr.
Donelan, Cleary, Wood & Maser
1275 K. Street N.W. Suite 850
Washington, D.C. 20005-4078

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 4/24/92 at 1:30pm, and assigned recordation number(s). 17779 & 17780

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

17779
APR 24 1992 - 1:00 PM
INTERSTATE COMMERCE COMMISSION

ASSIGNMENT TO AND APPOINTMENT OF SUCCESSOR TRUSTEE

This ASSIGNMENT TO AND APPOINTMENT OF SUCCESSOR TRUSTEE, dated as of March 1, 1992, is between Federal Deposit Insurance Corporation, as Receiver of The New Connecticut Bank and Trust Company, National Association, and State Street Bank and Trust Company, a Massachusetts banking corporation, hereinafter together referred to as "Parties."

WHEREAS, The Connecticut Bank and Trust Company, National Association ("CBT") engaged in certain corporate trust business generating documents filed and recorded under 49 U.S.C. § 11303 with the Interstate Commerce Commission ("CBT ICC Corporate Trust Business"); and

WHEREAS, CBT was placed in receivership with the Federal Deposit Insurance Corporation ("FDIC") on January 6, 1991; and

WHEREAS, the FDIC, in its capacity as Receiver of CBT, did transfer, among other things, substantially all of the CBT ICC Corporate Trust Business to The New Connecticut Bank and Trust Company, National Association ("New CBT"), a "bridge bank", pending the sale of the said New CBT; and

WHEREAS, New CBT was placed in receivership with the FDIC on July 13, 1991; and

WHEREAS, FDIC as Receiver of New CBT, effective as of July 14, 1991, did assign to State Street Bank and Trust Company ("SSB"), and appoint

SSB as successor under the CBT ICC Corporate Trust Business that was not otherwise disposed of by close of business September 3, 1991; and

WHEREAS, effective as of July 14, 1991, ab initio, SSB became the successor under all CBT ICC Corporate Trust Business not otherwise disposed of by close of business September 3, 1991; and

WHEREAS, the transactions under the CBT ICC Corporate Trust Business that SSB succeeded to are identified by the ICC Recordation Nos. listed in Schedule A attached and made a part hereof;

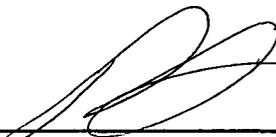
NOW THEREFORE, in consideration of the mutual covenants herein between the Parties, and as set forth herein by reference, and for other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, and in recognition of the need to place of record the aforesaid succession in and among certain records maintained by the ICC under 49 U.S.C. § 11303, the Parties agree as follows:

1. SSB is, nunc pro tunc, as of July 14, 1991, the successor to the CBT ICC Corporate Trust Business only as covered by those certain transactions listed and identified by the Interstate Commerce Commission Recordation Nos. in Schedule A attached hereto.

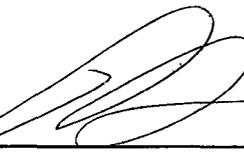
2. This Assignment to and Appointment of Successor Trustee shall be governed by the laws of Massachusetts; provided, however, that the Parties shall be entitled to all the rights conferred by 49 U.S.C. § 11303.

IN WITNESS WHEREOF, the Parties hereto have caused this Assignment to and Appointment of Successor Trustee to be executed in their respective names, by officers thereof duly authorized, or through a power of attorney duly authorized, all as of the date first written above.

FEDERAL DEPOSIT INSURANCE CORPORATION, As Receiver for The New Connecticut Bank and Trust Company, National Association

By: 
Name: Bernard Tolassi
Title: Attorney in Fact

STATE STREET BANK AND TRUST COMPANY, a Massachusetts banking corporation

By: 
Name: Bernard Tolassi
Title: Vice President

SCHEDULE A

LIST OF TRANSACTIONS BY ICC RECORDATION NOS.,
INCLUDING WITHOUT LISTING, WHERE APPLICABLE, SUBPARTS
THEREOF, WHEREIN STATE STREET BANK AND TRUST COMPANY,
A MASSACHUSETTS BANKING CORPORATION IS SUCCESSOR TO
THE NEW CONNECTICUT BANK AND TRUST COMPANY,
NATIONAL ASSOCIATION

ICC RECORDATION NOS.

VENDOR BOOK

VENDEE BOOK

Record
No.

Record
No.

8103
8959
8987
8990
9027
9092
9237
9347
9438
9505
9539
9588
9736
9789
9790
9882
9920
10041
10163
10184
10210
10235
10255
10273
10298
10349
10359
10409
10410

9172
9589
9737
9921
10185
10236
10350
10360
10361
10378
10407
10408
10411
10412
10650
10748
10749
10772
11097
11098
11373
11401
11476
11602
11662
11735
11889
11891
11893

SCHEDULE A continued

VENDOR BOOK

Record
No.

10530
10750
11198
11218
11371
11372
11412
11438
11439
11440
11441
11524
11890
11892
11908
11932
11935
12136
12596
12779
12782
12876
12943
12944
12989
13050
13159
13274
13401
13402
13403
13404
13405
13406
13407
13581
13678
13680
13852
13861
13864
14089
14136
14244
14245
14450
14476

VENDEE BOOK

Record
No.

11936
11975
12038
12135
12137
12276
12556
12687
12756
12777
12778
12780
12781
12810
12875
12877
12984
13049
13051
13060
13137
13156
13157
13158
13160
13361
13399
13441
13628
13846
13865
13881
14241
14396
14518
14848
14993
16917
16918

SCHEDULE A continued

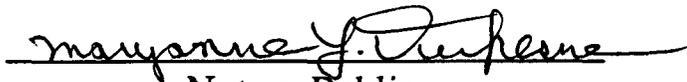
VENDOR BOOK

Record
No.

14451
14603
14984
15077
15249
15322
15412
15413
15520
15522
15540
15584
15686
15746
15747
15799
15811
15812
15813
16126
16234
16390
16391
16393
16598
16899

STATE OF CONNECTICUT)
)
COUNTY OF HARTFORD) ss:

On the 31st day of March, 1992, before me personally appeared the within named Bernard Tolassi, to me personally known, who, being by me duly sworn, says that he/she is a Vice President of State Street Bank and Trust Company, a Massachusetts banking Corporation (“Bank”), that he/she is duly authorized to execute the foregoing instrument on behalf of said Bank and that the said instrument was signed on behalf of the said Bank 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 the said Bank.


Notary Public

[Notary Seal]

My Commission expires _____.

MARYANNE Y. DUFRESNE
NOTARY PUBLIC
MY COMMISSION EXPIRES JUL 31, 1992

LIMITED POWER OF ATTORNEY

CITY OF WASHINGTON }
DISTRICT OF COLUMBIA }

KNOW BY ALL PERSONS BY THESE PRESENTS:

THAT the undersigned, Federal Deposit Insurance Corporation in its capacity as Receiver of The Connecticut Bank and Trust Company, National Association ("CBT") and of The New Connecticut Bank and Trust Company, National Association ("New CBT") and as Receiver of Bank of New England, National Association ("BNE") and of New Bank of New England, National Association ("New BNE") (each a "Receiver"), has this day made, constituted and appointed and by these presents does make, constitute and appoint Bernard D. Tolassi and Lese Amato, acting individually, being officers of State Street Bank and Trust Company, whose principal place of business is Boston, Massachusetts and officers of State Street Bank and Trust Company of Connecticut, National Association, whose principal place of business is Hartford, Connecticut and E. Decker Adams and Gerald R. Wheeler, acting individually, being officers of State Street Bank and Trust Company (State Street Bank and Trust Company of Connecticut, National Association and State Street Bank and Trust Company hereinafter collectively referred to as "State Street"), true and lawful agents and attorneys in fact for the Receiver of CBT and New CBT and for the Receiver of BNE and of New BNE ("Attorney In Fact").

THAT under Section C(33) of the Resolution of the Board of Directors of the Federal Deposit Insurance Corporation ("FDIC") dated September 13, 1988, bearing seal number 45686, the undersigned Karen M. Flynn, Liquidation Specialist, Division of Liquidation, is empowered to execute powers of attorney on behalf of the FDIC;

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THEREFORE, each Receiver does hereby authorize and empower Bernard D. Tolassi, Lese Amato, E. Dacker Adams and Gerald R. Wheeler, in the Receiver's name, place and stead to do the following in connection with the management and liquidation of assets of the receivership estates of CBT, New CBT, BNE and New BNE consisting of the corporate trust business sold to State Street as of September 17, 1990, and including, without limitation, any and all corporate trust business consisting of transactions in which CBT or New CBT has been granted a security or ownership interest in aircraft and such interest is recorded by the Federal Aviation Administration (such assets hereinafter referred to as the "Corporate Trust Accounts"):

(1) Execute and deliver any and all transfers and assignments as may be necessary to assign any Corporate Trust Accounts to State Street;

(2) Execute and deliver any and all instruments as may be necessary in the management of the Corporate Trust Accounts, including releases, discharges or assignments of security interests or ownership interests in real or personal property (including the release, discharge and assignment of same of record in the office of any federal agency or state, county or city responsible for the recording of security interests or ownership interests in real or personal property) whether evidenced by mortgages, security agreements, collateral assignments or leases; and forms of UCC financing statements and continuations thereof; and

(3) Execute and deliver any and all agreements as shall be deemed necessary or proper by the Attorney In Fact in the care and management of the Corporate Trust Accounts

This Power of Attorney shall be effective immediately and shall continue until terminated in writing by any official of the FDIC authorized to do so by the Board of Directors of the FDIC.

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IN WITNESS WHEREOF, the Receiver of CBT and New CBT and the Receiver of BNE and New BNE have caused this Power of Attorney to be executed by a duly authorized representative on this 14th day of September, 1991.

[Signature]
Witness

FEDERAL DEPOSIT INSURANCE CORPORATION as Receiver of The Connecticut Bank and Trust Company, National Association and The New Connecticut Bank and Trust Company, National Association and as Receiver of Bank of New England, National Association and New Bank of New England, National Association

[Signature]
Witness

By: [Signature]
Name: Karen M. Flynn
Title: Liquidation Specialist

CITY OF WASHINGTON)
DISTRICT OF COLUMBIA)

Before me, the undersigned authority, on this day personally appeared Karen M. Flynn, Liquidation Specialist of the Federal Deposit Insurance Corporation as Receiver of The Connecticut Bank and Trust Company, National Association and The New Connecticut Bank and Trust Company, National Association, and as Receiver of Bank of New England, National Association and New Bank of New England, National Association known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed same on behalf of the Federal Deposit Insurance Corporation for the purposes and consideration therein expressed.

GIVE UNDER my hand and seal of office this the 14th day of September, 1991.



[Signature]
Notary Public in and for the District of Columbia
GWENDOLYN FERGUSON
(Printed Name)

My Commission Expires: September 14, 1995

Received for Record September 23, 1991 at 12:03 P. M. Attest: [Signature]
Treas. Clerk

OFFICE OF THE TOWN CLERK

Hartford, Conn, December 4 1991

I, Delores Lamar, Deputy Town Clerk of the Town of Hartford

HEREBY CERTIFY the attached to be a true copy of a Limited Power of Attorney recorded in the Hartford Land Records on September 23, 1991 at 12:05 P.M., Volume 3195, Page 209.

ATTEST:



Deputy Town Clerk.