

RECORDATION NO. 15213-E FILED

ALVORD AND ALVORD

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SEP 16 '98

11-10AM

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

OF COUNSEL  
URBAN A. LESTER

*(Our Top priority - K. Bantman)*

September 15, 1998

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 four (4) copies of a Bill of Sale and Partial Release, dated August 13, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATC 87-1) which was previously filed with the Commission under Recordation Number 15213.

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

Owner Trustee: Wilmington Trust Company  
1100 North Market Street  
Wilmington, Delaware

Indenture Trustee: The Bank of New York  
48 Wall Street  
New York, New York

A description of the railroad equipment covered by the enclosed document is:

one (1) railcar GATX 30061

SEP 16 11 09 AM '98

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

Mr. Vernon A. Williams  
September 15, 1998  
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg  
Enclosures

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

OFFICE OF THE SECRETARY

DATE : 9/16/98

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

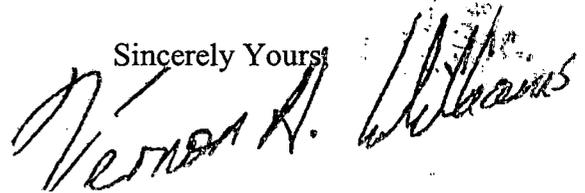
Dear Sir:Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 9/16/98 at 11:10AM, and

assigned recordation number(s). 15213-E, 21133-H, 21191-I, 21200-D, 21320-C, 21320-D,  
21320-E, 21369-A and 21369-B.

Sincerely Yours

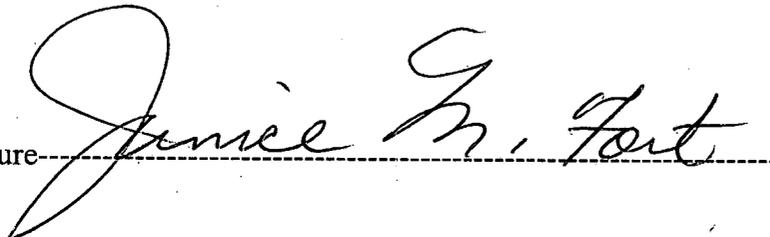


Vernon A. Williams

Enclosure(s) (9)  
234.00

\$ \_\_\_\_\_ 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 \_\_\_\_\_



SEP 16 '98

11-10AM

**BILL OF SALE AND PARTIAL RELEASE**

Wilmington Trust Company, not in its individual capacity, but solely as Trustee/Lessor under GATC Trust 87-1, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 87-1) dated as of April 1, 1987 (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 railcar designated as GATX 30061 (the "Unit") "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 Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

Bank of New York, as Security Trustee (the "Security Trustee") under a Security Agreement (GATC Trust 87-1 dated as of April 1, 1987) between the Lessor and the Security Trustee hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: AUGUST 13, 1998

Wilmington Trust Company, not in its individual capacity, but solely as Trustee/Lessor

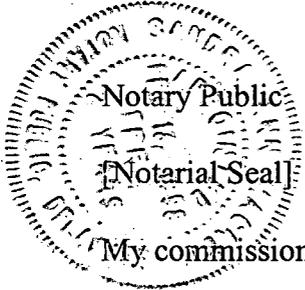
By:   
Title: Financial Services Officer

Bank of New York, as Security Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

State of Delaware )  
 ) SS  
County of **NEW CASTLE** )

On this 13<sup>th</sup> day of August, 1998, before me personally appeared CHARLOTTE PAGLIA, to me personally known, who being by me duly sworn, say that he/she is ~~Financial Services Officer~~ Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



*Sandra Mackey*

**SANDRA ANN MACKEY  
NOTARY PUBLIC**

**My Commission Expires February 13, 2000**

State of New York )  
 ) SS  
County of )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1998, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of Bank of New York, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

**BILL OF SALE AND PARTIAL RELEASE**

Wilmington Trust Company, not in its individual capacity, but solely as Trustee/Lessor under GATC Trust 87-1, (the "Lessor") under an Equipment Lease Agreement (GATC Trust 87-1) dated as of April 1, 1987 (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 railcar designated as GATX 30061 (the "Unit") "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 Unit and the obligation of the Lessee to pay rent for such Unit under the Lease has terminated.

Bank of New York, as Security Trustee (the "Security Trustee") under a Security Agreement (GATC Trust 87-1 dated as of April 1, 1987) between the Lessor and the Security Trustee hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: \_\_\_\_\_, 1998

Wilmington Trust Company, not in its individual capacity, but solely as Trustee/Lessor

By: \_\_\_\_\_  
Title: \_\_\_\_\_

Bank of New York, as Security Trustee

By: *Thomas B. Zakrzewski*  
Title: THOMAS B. ZAKRZEWSKI  
Assistant Vice President

State of Delaware )  
 ) SS  
County of )

On this \_\_\_\_\_ day of \_\_\_\_\_, 1998, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, say that he/she is \_\_\_\_\_ of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:

State of New York )  
 ) SS  
County of )

On this 19 day of August, 1998, before me personally appeared THOMAS B. JAKUBOWSKI, to me personally known, who being by me duly sworn, say that he/she is Ass't. Vice President of Bank of New York, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

[Notarial Seal]

My commission expires:

WILLIAM J. CASSELLS  
Notary Public, State of New York  
No. 01CA5027729  
Qualified in Bronx County  
Certificate Filed in New York County  
Commission Expires May 16, 2000



