DONELAN, CLEARY, WOOD & MASER, P. C.
ATTORNEYS AND COUNSELORS AT LAW
SUITE 850
1275 K STREET, N. W.
WASHINGTON, D. C. 20005-4078
TELEPHONE: (202) 371-9500
TELECOPIER: (202) 371-0900

RECORDATION NO 15489-L FILED 1425

APR 1 1993 9-20 AM

INTERSTATE COMMERCE COMMISSION

APRIL 1, 1993

3-091A004

Recordation No. 15489-L

Dear Mr. Strickland:

On behalf of Bank of America National Trust and Savings Association, ("Agent"), I submit for filing and recording under 49 U.S.C. Section 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Partial Release of Security Interest and Liens ("Release"). March 29, 1993 dated

The Party to the enclosed Release is:

Bank of America National Turst — RELEASING PARTY
and Savings Association
12th Floor
1455 Market Street
San Fancisco, CA 91403

The said Release releases only the lien against those certain Railcars listed in SCHEDULE II attached thereto (copy attached hereto) and all property of any kind related to the said Railcars as created by and under that certain Third Amended and Restated Security Agreement dated as of October 28, 1992 between PLM International, Inc. and Agent, as agent for the Lenders, recorded with the Interstate Commerce Commission on November 3, 1992 under Recordation No. 15489-K and should be recorded under the next available letter under Recordation No. 15489, which we believe is -L.

The equipment covered by the enclosed Release is as listed in SCHEDULE II attached thereto.

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

"Release only of Railcars as identified therein."

Counterpart G. H. Hansen

Enclosed is a check in the amount of sixteen dollars ($16.00) 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.
Attorney for Bank of America
National Trust and Savings
Association for the purpose
of this filing.

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20231
Enclosures
BY HAND
8349-020

SCHEDULE II*

MARK	CARNO	
KBSR	12111	(PLMX 12111)
KBSR	12112	(PLMX 12112)
KBSR	12702	(PLMX 12702)
KBSR	12716	(PLMX 12716)
KBSR	12717	(PLMX 12717)
KBSR	490014	(PLMX 490014)
KBSR	490015	(PLMX 490015)
KBSR	490016	(PLMX 490016)
KBSR	490017	(PLMX 490017)
KBSR	490018	(PLMX 490018)
KBSR	490019	(PLMX 490019)
KBSR	490020	(PLMX 490020)
KBSR	490021	(PLMX 490021)
KBSR	490022	(PLMX 490022)
KBSR	490023	(PLMX 490023)
KBSR	490024	(PLMX 490024)
KBSR	512043	(PLMX 512043)
KBSR	512045	(PLMX 512045)
KBSR	512048	(PLMX 512048)
KBSR	512055	(PLMX 512055)
KBSR	512056	(PLMX 512056)
KBSR	512057	(PLMX 512057)
KBSR	512062	(PLMX 512062)
PLMX	6224	
PLMX	6225	
PLMX	6226	
PLMX	6227	
PLMX	6229	
PLMX	6230	
PLMX	6231	
PLMX	6232	
PLMX	6233	
PLMX	6234	
PLMX	6235	
PLMX	6236	
PLMX	6237	
PLMX	6238	
PLMX	6239	
PLMX	6240	
PLMX	6241	
PLMX	6242	
PLMX	6244	
PLMX	6245	
PLMX	6246	
PLMX	6247	
PLMX	6248	

MARK	CARNO
PLMX	11045
PLMX	11079
PLMX	11081
PLMX	11118
PLMX	11131
PLMX	11336
PLMX	11337
PLMX	11816
PLMX	12270
PLMX	12318
PLMX	12349
PLMX	12374
PLMX	12601
PLMX	12602
PLMX	12622
PLMX	12626
PLMX	12627
PLMX	12628
PLMX	12629
PLMX	12631
PLMX	12639
PLMX	12640
PLMX	12642
PLMX	12644
PLMX	12646
PLMX	12651
PLMX	12655
PLMX	15005
PLMX	17000
PLMX	17001
PLMX	17002
PLMX	17003
PLMX	17004
PLMX	17005
PLMX	17006
PLMX	17007
PLMX	17008
PLMX	17009
PLMX	17010
PLMX	17011
PLMX	17012
PLMX	17013
PLMX	17014
PLMX	20001
PLMX	20002
PLMX	20003
PLMX	20004
PLMX	20005
PLMX	20006

MARK	CARNO
PLMX	20007
PLMX	20008
PLMX	20009
PLMX	20010
PLMX	20012
PLMX	20013
PLMX	20014
PLMX	20015
PLMX	20016
PLMX	20017
PLMX	20018
PLMX	20019
PLMX	20020
PLMX	20021
PLMX	20032
PLMX	65666
PLMX	65667
PLMX	65669
PLMX	65671
PLMX	65674
PLMX	487037
PLMX	487038
PLMX	487039
PLMX	487040
PLMX	487042
PLMX	487043
PLMX	487044
PLMX	487046
PLMX	487047
PLMX	487048
PLMX	487049
PLMX	487050
PLMX	487051
PLMX	487052
PLMX	487053
PLMX	487054
PLMX	487055
PLMX	487057
PLMX	487058
PLMX	487059
PLMX	487060
PLMX	487061
PLMX	487062
PLMX	487063
PLMX	487064
PLMX	487065
PLMX	487066
PLMX	487067
PLMX	487068
PLMX	487070

? UTLX

* A second mark and car number in parenthesis next to a listed railcar indicates the mark and car number for that railcar as listed in the Security Agreement.

Page Two

SCHEDULE II

MARK	CARNO
PLMX	487071
PLMX	487072
PLMX	487073
PLMX	487074
PLMX	487075
PLMX	487076
PLMX	487077
PLMX	487971
PLMX	488330
PLMX	488331
PLMX	488332
PLMX	488333
PLMX	488334
PLMX	488335
PLMX	488336
PLMX	488337
PLMX	488338
PLMX	488339
PLMX	488340
PLMX	488341
PLMX	488342
PLMX	488343
PLMX	488344
PLMX	488345
PLMX	488346
PLMX	488347
PLMX	488348
PLMX	488349
PLMX	488350
PLMX	488351
PLMX	488352
PLMX	488353
PLMX	488354
PLMX	488355
PLMX	488356
PLMX	488357
PLMX	488358
PLMX	488359
PLMX	488360
PLMX	488361
PLMX	488362
PLMX	488363
PLMX	488364
PLMX	488365
PLMX	488366
PLMX	490000
PLMX	490001
PLMX	490002
PLMX	490003
PLMX	490004

MARK	CARNO
PLMX	490005
PLMX	490009
PLMX	490010
PLMX	490011
PLMX	490012
PLMX	490013
PLMX	490025
PLMX	490026
PLMX	490027
PLMX	490028
PLMX	490029
PLMX	490030
PLMX	490031
PLMX	490032
PLMX	490033
PLMX	490034
PLMX	490036
PLMX	490037
PLMX	490038
PLMX	490039
PLMX	490040
PLMX	490041
PLMX	490042
PLMX	490043
PLMX	490044
PLMX	490045
PLMX	490046
PLMX	490047
PLMX	490048
PLMX	490049
PLMX	490050
PLMX	490051
PLMX	490052
PLMX	490053
PLMX	490054
PLMX	490055
PLMX	490056
PLMX	490057
PLMX	490058
PLMX	490059
PLMX	490060
PLMX	490061
PLMX	490062
PLMX	490063
PLMX	490064
PLMX	490065
PLMX	490066
PLMX	490067
PLMX	490068
PLMX	490069

MARK	CARNO
PLMX	490070
PLMX	490071
PLMX	490072
PLMX	512054
PLMX	512060
PLMX	512061
PLMX	512063
PLMX	512064
SLC	11155
SLC	11156
SLC	11157
SLC	11158
SLC	11159
SLC	11160
SLC	11161
SLC	11162
SLC	11163
SLC	11164
SLC	11680
SLC	12085
SLC	12086
SLC	12087
SLC	12088
SLC	12089
SLC	12091
SLC	12092
SLC	12093
SLC	12094
SLC	12096
SLC	12097
SLC	12098
SLC	12099
SLC	12100
SLC	12101
SLC	12102
SLC	12104
SLC	12105
SLC	12106
SLC	12107
SLC	12108
SLC	12109
SLC	12113
SLC	12114
SLC	12115
SLC	12630
SLC	12641
SLC	12700
SLC	12701
SLC	12703
SLC	12704

MARK	CARNO
SLC	12705
SLC	12706
SLC	12707
SLC	12712
SLC	12713
SLC	12714
SLC	12715
SLC	512042
SLC	512044
SLC	512046
SLC	512047
SLC	512050
SLC	512051
SLC	512052
SLC	512058
SLC	512059
SLC	512065
SLC	512066
UTLX	65665
UTLX	65668
UTLX	65670
UTLX	65672
UTLX	65673

Interstate Commerce Commission

Washington, D.C. 20423

#

4/1/93

OFFICE OF THE SECRETARY

Allen H. Harrison,Jr.
Donelan Cleary,Wood & Maser
1275 K St 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 4/1/93 at 9:20am, and assigned recordation number(s). 15489-L & 15670-A

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RECORDATION NO. 15489-L FILED 1425

APR 1 1993 9:20 AM

INTERSTATE COMMERCE COMMISSION

PARTIAL RELEASE OF SECURITY INTEREST AND LIENS

The undersigned, Bank of America National Trust and Savings Association, as agent ("Agent") for the financial institutions listed on Schedule I attached hereto (such institutions collectively referred to as the "Lenders") (the Lenders and Agent collectively referred to herein as the "Secured Party"), for good and valuable consideration, receipt of which is hereby acknowledged, hereby terminates, releases and discharges any and all rights, security interests, liens and/or other interests the Secured Party has in, on, against or with respect to (1) the railcars listed on Schedule II attached hereto (the "Railcars"), and (2) all other "Collateral", as defined below. The term Collateral as used herein shall mean the Railcars, all leases of the Railcars (solely to the extent relating to the Railcars), all rentals, other payments and other proceeds of the Railcars or such leases. The Secured Party's interest in the Railcars and the Collateral arise under the Third Amended and Restated Security Agreement, dated as of October 28, 1992, and executed by PLM International, Inc. and Agent, as agent for the Lenders, a memorandum of which was recorded with the Interstate Commerce Commission on November 3, 1992, under Recordation Number 15489 as entry K.

Executed as of this 29th day of March, 1993.

BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION, as Agent for Lenders

By: _____

Its: PHILLIP W. BOKOVOY VICE PRESIDENT

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California)
)
County of SAN FRANCISCO)

On March 29, 1993, before me, JAMES B. ROUSEY,

personally appeared PHILLIP BOKOVOY,

[X] personally known to me -OR- [ ] proved to me on the basis of satisfactory evidence to be the person(~~s~~) whose name(~~s~~) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(~~ies~~), and that by his/~~her/their~~ signature(~~s~~) on the instrument the person(~~s~~), or the entity upon behalf of which the person(~~s~~) acted, executed the instrument.

WITNESS my hand and official seal.

_____

PWR1 JAMES B. ROUSEY Comm. # 975464 NOTARY PUBLIC - CALIFORNIA City and County of San Francisco My Comm. Expires Oct. 15, 1996 PWR1

SCHEDULE I

(Lenders)

Bank of America National Trust
and Savings Association

CIBC Inc.

Harris Trust and Savings Bank

Chemical Bank

SCHEDULE II*

MARK	CARNO	
KBSR	12111	(PLMX 12111)
KBSR	12112	(PLMX 12112)
KBSR	12702	(PLMX 12702)
KBSR	12716	(PLMX 12716)
KBSR	12717	(PLMX 12717)
KBSR	490014	(PLMX 490014)
KBSR	490015	(PLMX 490015)
KBSR	490016	(PLMX 490016)
KBSR	490017	(PLMX 490017)
KBSR	490018	(PLMX 490018)
KBSR	490019	(PLMX 490019)
KBSR	490020	(PLMX 490020)
KBSR	490021	(PLMX 490021)
KBSR	490022	(PLMX 490022)
KBSR	490023	(PLMX 490023)
KBSR	490024	(PLMX 490024)
KBSR	512043	(PLMX 512043)
KBSR	512045	(PLMX 512045)
KBSR	512048	(PLMX 512048)
KBSR	512055	(PLMX 512055)
KBSR	512056	(PLMX 512056)
KBSR	512057	(PLMX 512057)
KBSR	512062	(PLMX 512062)
PLMX	6224	
PLMX	6225	
PLMX	6226	
PLMX	6227	
PLMX	6229	
PLMX	6230	
PLMX	6231	
PLMX	6232	
PLMX	6233	
PLMX	6234	
PLMX	6235	
PLMX	6236	
PLMX	6237	
PLMX	6238	
PLMX	6239	
PLMX	6240	
PLMX	6241	
PLMX	6242	
PLMX	6244	
PLMX	6245	
PLMX	6246	
PLMX	6247	
PLMX	6248	

MARK	CARNO
PLMX	11045
PLMX	11079
PLMX	11081
PLMX	11118
PLMX	11131
PLMX	11336
PLMX	11337
PLMX	11816
PLMX	12270
PLMX	12318
PLMX	12349
PLMX	12374
PLMX	12601
PLMX	12602
PLMX	12622
PLMX	12626
PLMX	12627
PLMX	12628
PLMX	12629
PLMX	12631
PLMX	12639
PLMX	12640
PLMX	12642
PLMX	12644
PLMX	12646
PLMX	12651
PLMX	12655
PLMX	15005
PLMX	17000
PLMX	17001
PLMX	17002
PLMX	17003
PLMX	17004
PLMX	17005
PLMX	17006
PLMX	17007
PLMX	17008
PLMX	17009
PLMX	17010
PLMX	17011
PLMX	17012
PLMX	17013
PLMX	17014
PLMX	20001
PLMX	20002
PLMX	20003
PLMX	20004
PLMX	20005
PLMX	20006

MARK	CARNO
PLMX	20007
PLMX	20008
PLMX	20009
PLMX	20010
PLMX	20012
PLMX	20013
PLMX	20014
PLMX	20015
PLMX	20016
PLMX	20017
PLMX	20018
PLMX	20019
PLMX	20020
PLMX	20021
PLMX	20032
PLMX	65666
PLMX	65667
PLMX	65669
PLMX	65671
PLMX	65674
PLMX	487037
PLMX	487038
PLMX	487039
PLMX	487040
PLMX	487042
PLMX	487043
PLMX	487044
PLMX	487046
PLMX	487047
PLMX	487048
PLMX	487049
PLMX	487050
PLMX	487051
PLMX	487052
PLMX	487053
PLMX	487054
PLMX	487055
PLMX	487057
PLMX	487058
PLMX	487059
PLMX	487060
PLMX	487061
PLMX	487062
PLMX	487063
PLMX	487064
PLMX	487065
PLMX	487066
PLMX	487067
PLMX	487068
PLMX	487070

* A second mark and car number in parenthesis next to a listed railcar indicates the mark and car number for that railcar as listed in the Security Agreement.

SCHEDULE II

MARK	CARNO
PLMX	487071
PLMX	487072
PLMX	487073
PLMX	487074
PLMX	487075
PLMX	487076
PLMX	487077
PLMX	487971
PLMX	488330
PLMX	488331
PLMX	488332
PLMX	488333
PLMX	488334
PLMX	488335
PLMX	488336
PLMX	488337
PLMX	488338
PLMX	488339
PLMX	488340
PLMX	488341
PLMX	488342
PLMX	488343
PLMX	488344
PLMX	488345
PLMX	488346
PLMX	488347
PLMX	488348
PLMX	488349
PLMX	488350
PLMX	488351
PLMX	488352
PLMX	488353
PLMX	488354
PLMX	488355
PLMX	488356
PLMX	488357
PLMX	488358
PLMX	488359
PLMX	488360
PLMX	488361
PLMX	488362
PLMX	488363
PLMX	488364
PLMX	488365
PLMX	488366
PLMX	490000
PLMX	490001
PLMX	490002
PLMX	490003
PLMX	490004

MARK	CARNO
PLMX	490005
PLMX	490009
PLMX	490010
PLMX	490011
PLMX	490012
PLMX	490013
PLMX	490025
PLMX	490026
PLMX	490027
PLMX	490028
PLMX	490029
PLMX	490030
PLMX	490031
PLMX	490032
PLMX	490033
PLMX	490034
PLMX	490036
PLMX	490037
PLMX	490038
PLMX	490039
PLMX	490040
PLMX	490041
PLMX	490042
PLMX	490043
PLMX	490044
PLMX	490045
PLMX	490046
PLMX	490047
PLMX	490048
PLMX	490049
PLMX	490050
PLMX	490051
PLMX	490052
PLMX	490053
PLMX	490054
PLMX	490055
PLMX	490056
PLMX	490057
PLMX	490058
PLMX	490059
PLMX	490060
PLMX	490061
PLMX	490062
PLMX	490063
PLMX	490064
PLMX	490065
PLMX	490066
PLMX	490067
PLMX	490068
PLMX	490069

MARK	CARNO
PLMX	490070
PLMX	490071
PLMX	490072
PLMX	512054
PLMX	512060
PLMX	512061
PLMX	512063
PLMX	512064
SLC	11155
SLC	11156
SLC	11157
SLC	11158
SLC	11159
SLC	11160
SLC	11161
SLC	11162
SLC	11163
SLC	11164
SLC	11680
SLC	12085
SLC	12086
SLC	12087
SLC	12088
SLC	12089
SLC	12091
SLC	12092
SLC	12093
SLC	12094
SLC	12096
SLC	12097
SLC	12098
SLC	12099
SLC	12100
SLC	12101
SLC	12102
SLC	12104
SLC	12105
SLC	12106
SLC	12107
SLC	12108
SLC	12109
SLC	12113
SLC	12114
SLC	12115
SLC	12630
SLC	12641
SLC	12700
SLC	12701
SLC	12703
SLC	12704

MARK	CARNO
SLC	12705
SLC	12706
SLC	12707
SLC	12712
SLC	12713
SLC	12714
SLC	12715
SLC	512042
SLC	512044
SLC	512046
SLC	512047
SLC	512050
SLC	512051
SLC	512052
SLC	512058
SLC	512059
SLC	512065
SLC	512066
UTLX	65665
UTLX	65668
UTLX	65670
UTLX	65672
UTLX	65673

OPTIONAL SECTION

CAPACITY CLAIMED BY SIGNER

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

[ ] INDIVIDUAL
[ ] CORPORATE OFFICER(S)

_____
Title(s)

[ ] PARTNER(S) [ ] LIMITED
[ ] GENERAL
[ ] ATTORNEY-IN-FACT
[ ] TRUSTEE(S)
[ ] GUARDIAN/CONSERVATOR
[ ] OTHER: _____

_____

SIGNER IS REPRESENTING:

NAME OF PERSON(S) OR ENTITY(IES)

_____

_____

THIS DOCUMENT MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

TITLE OR TYPE OF DOCUMENT _____

_____

NUMBER OF PAGES _____ DATE OF DOCUMENT _____

SIGNER(S) OTHER THAN NAMED ABOVE _____