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RECORDATION NO. 15489-M FILED 1425
JUN 3 1993 7:30 PM
INTERSTATE COMMERCE COMMISSION
MOTOR OPERATING UNIT
JUN 3 9 50 AM '93

June 3, 1993

Recordation No. 15489-M

Dear Mr. Strickland:

On behalf of Bank of America National Trust and Savings Association, as agent, 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 Partial Release of Security Interest and Liens ("Partial Release"), executed June 2, 1993.

The party to the enclosed Release is:

Bank of America National Trust and Savings Association
1455 Market Street
San Francisco, CA 94103 - RELEASING PARTY

The said Partial Release releases those certain twelve units listed in Schedule II attached thereto from the Third Amended and Restated Security Agreement dated as of October 28, 1992 and recorded with the Interstate Commerce Commission November 3, 1992 under Recordation No. 15489-K and the said Partial Release should be recorded under the next available letter under Recordation No. 15489, which we believe is -M.

The equipment covered by the enclosed Partial Release are the twelve units listed in Schedule II of the Partial Release.

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

"Release of 12 units"

Enclosed is a check in the amount of sixteen dollars (\$16.00) in payment of the filing fee.

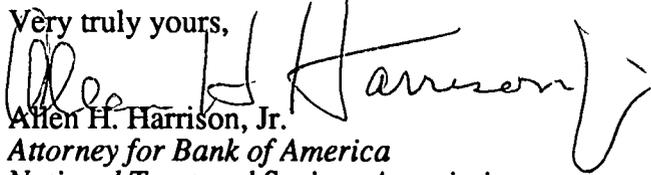
C. Dunlap
W. H. Harrison

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

Letter to Honorable Sidney L. Strickland, Jr.
June 3, 1993
Page 2

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

Interstate Commerce Commission

Washington, D.C. 20423

6/3/93

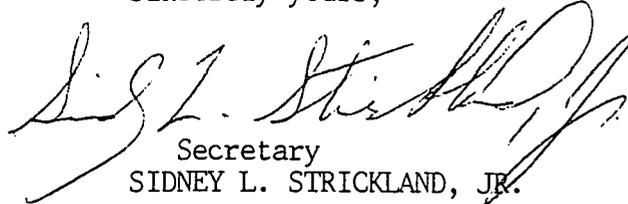
OFFICE OF THE SECRETARY

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 **6/3/93** at **2:30pm**, and assigned recordation number(s). **15489-M**

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

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RECORDATION NO. 15489 FILED 1425

JUN 3. 1993 2-30PM
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 (the "Security Agreement").

Executed as of this 2ND day of ~~April~~ ^{June}, 1993.

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

By:  _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California)
)
County of San Francisco)

On 6-2, 1993, before me, Gayle Hunter Lion, personally appeared Phillip W. Borikovay, 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, 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.

Gayle Hunter Lion



SCHEDULE I

(Lenders)

Bank of America National Trust
and Savings Association

CIBC, INC.

Harris Trust and Savings Bank

Chemical Bank

SCHEDULE II

(The Railcars)

Mark and Car Number
as Stated in
Security Agreement

Current Mark
and Car Number

TGSX 11133
PLMX 12095
PLMX 12110
PLMX 12592
PLMX 12708
PLMX 12709
PLMX 12710
PLMX 12711
PLMX 12718
PLMX 512049
PLMX 512053
UTLX 65671

KBSR 11133
KBSR 12095
KBSR 12110
KBSR 12952
KBSR 12708
KBSR 12709
KBSR 12710
KBSR 12711
KBSR 12718
KBSR 512049
KBSR 512053
PLMX 65671