

HOUSEHOLD  COMMERCIAL

RECORDATION NO. 10772-F FILED 1425

JAN 2 1996 - 3 05 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED THE
OFFICE OF THE
SECRETARY
JAN 2 3 32 PM '96
LICENSING BRANCH

December 27, 1995

Interstate Commerce Commission
12th Street & Constitution Avenue
Washington, D.C. 20423

Dear Sir/Madame:

Please find attached, in duplicate, an Instrument of Lien Release and Bill of Sale along with an equipment list executed by LaSalle National Bank as Agent.

Please record the enclosed documents to release LaSalle National Bank's interest in the referenced equipment, as Agent.

If you have any questions, please do not hesitate to contact me.

Sincerely,



Allison Cassady
Contract Administrator
Tel: (708) 564-7979
Fax: (708) 205-7411

Enclosures

Countrypart - Nathan Brown



Interstate Commerce Commission
Washington, D.C. 20423-0001

1/2/96

Office Of The Secretary

Allison Cassafy
Contract Administrator
Household Commercial Finance Services, Inc.
2700 Sanders Road
Prospect Heights, Illinois 60070

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/2/96 at 3:35PM, and assigned recordation number(s). 10772-E.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

\$ 21.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

INSTRUMENT OF LIEN RELEASE
AND BILL OF SALE

RECORDATION NO. 10772-E FILED 1995

JAN 2 1996 -3 35 PM

INTERSTATE COMMERCE COMMISSION

THIS INSTRUMENT OF LIEN RELEASE AND BILL OF SALE (the "Instrument"), is dated as of December 21, 1995, from LaSalle National Bank, not individually but solely as Agent, ("Agent").

RECITALS

The Connecticut Bank and Trust Company, now succeeded by State Street Bank and Trust Company, not individually but solely as owner trustee (the "Owner Trustee") under a trust agreement dated as of July 15, 1979 with Nineteenth HFC Leasing Corporation, a Delaware corporation (the "Owner"), entered into a Conditional Sale Agreement (the "CSA"), dated as of July 15, 1979, among Greenville Steel Car Company, (the "Builder") and North American Car Corporation (the "Vendor"), which was recorded with the Interstate Commerce Commission ("ICC") on August 29, 1979 and assigned ICC recordation number 10772. The "Builder" and the "Vendor" subsequently assigned all of their rights under the CSA to Agent pursuant to an Agreement and Assignment, dated as of July 15, 1979, which was recorded with the ICC on August 29, 1979 and assigned ICC recordation number 10772-A. Owner Trustee entered into a Lease of Railroad Equipment, dated as of July 15, 1979, with Consolidated Rail Corporation ("Conrail"), as lessee, which was recorded with the ICC on August 29, 1979 and assigned ICC recordation number 10772-B. Owner Trustee subsequently assigned its rights under the Lease to Agent pursuant to an Assignment of Lease and Agreement, dated as of July 15, 1979 ("Lease Assignment"), which was recorded with the ICC on August 29, 1979, and assigned ICC recordation number 10772-C. The obligations under the Conditional Sale Agreement were satisfied in full on October 2, 1995. The rail equipment subject to the Conditional Sale Agreement and the Lease is described on the attached Exhibit A (the "Equipment").

Agent desires to execute this Instrument to evidence for the public record the satisfaction and release of all of its rights and obligations under the foregoing documents and to evidence the transfer of the title to the rail equipment subject thereto to Owner Trustee in accordance with the terms and conditions of the Conditional Sale Agreement.

NOW, THEREFORE, in consideration of the premises Agent agrees as follows:

1. Release of Lien. Agent does hereby acknowledge and confirm for the public record the satisfaction and release of (i) all of its security interest in and to the Lease and (ii) all other rights of Agent, together with the obligations of Owner Trustee, arising under Assignment of Lease and Agreement.

2. Transfer of Title. In accordance with the provisions of the Conditional Sale Agreement, Agent does hereby transfer to Owner Trustee, not individually, but solely as Owner Trustee under the certain Trust agreement, dated as of July 15, 1979, and to Owner Trustee's successors and assigns forever, all of its right, title and interest in and to the Equipment. Agent represents and warrants to Owner Trustee that the Equipment transferred hereby is free and clear of liens and encumbrances created by, through or under Agent.

THE EQUIPMENT IS SOLD "AS IS" AND "WHERE IS" AND AGENT MAKES NO WARRANTY OR REPRESENTATION, EXPRESS OR IMPLIED, AS TO DESIGN, VALUE, OPERATION, OR CONDITION OF, OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, THE EQUIPMENT, THE MERCHANTABILITY OR FITNESS OF THE EQUIPMENT FOR ANY PARTICULAR PURPOSE OR ANY OTHER WARRANTY OR REPRESENTATION WHATSOEVER, EXCEPT AS IS SPECIFICALLY SET FORTH IN THE PRECEDING PARAGRAPH.

3. Miscellaneous. This Instrument will be filed and recorded with the ICC pursuant to the provisions of 49 U.S.C. Section 11303. This Instrument shall be governed by the of the State of Illinois.

IN WITNESS WHEREOF, Agent has executed this Instrument as of the date first above written.

LaSalle National Bank

By: *Aura P. Mackey*

Its: Assistant Vice President

Exhibit A

SCHEDULE A

Specifications of the Equipment

<u>Type</u>	<u>Builder</u>	<u>Quantity</u>	<u>Lessee's Identification Numbers (Both Inclusive)</u>
3,420 cu. ft., 100 ton open triple top hopper cars	Greenville Steel Car Company	300	CR 491590 through CR 491889