

RECORDATION NO. 18344-H.L.J. FILED

ALVORD AND ALVORD
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DEC 24 '97

10-45 AM

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

OF COUNSEL
URBAN A. LESTER

December 24, 1997

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 each of the following documents: Lease Supplement No. 4, Indenture Supplement No. 4 and Bill of Sale and Partial Release.

The enclosed document relates to the Equipment Lease Agreement (GATC-⁹³~~94~~-1A) previously filed with the Board under Recordation Number 18344.

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

Lease Supplement No. 4

Lessor: Wilmington Trust Company
1100 North Market Street
Wilmington, Delaware 19890

Lessee: General American Transportation Corporation
500 West Monroe Street
Chicago, Illinois 60661

Mr. Vernon A. Williams
December 23, 1997
Page 2

Trust Indenture. Supplement No. 4.
Bill of Sale and Partial Release

Owner Trustee: Wilmington Trust Company
1100 North Market Street
Wilmington, Delaware 19890

Indenture Trustee: The First National Bank of Chicago
One First National Plaza
Chicago, Illinois 60670

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

one (1) railcar GATC 59002

Also enclosed is a check in the amount of \$72.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of each of the enclosed documents to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg
Enclosures

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

OFFICE OF THE SECRETARY

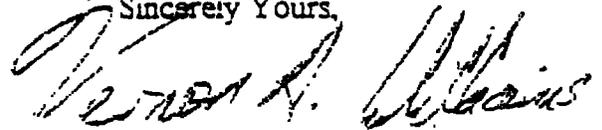
Robert W. Alvord
Alvord and Alvord
918 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

DATE: 12/24/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3 (c), on 12/24/97 at 10:45AM, and
assigned recordation number(s). 18344-H, 18344-I, 18344-J,

Sincerely Yours,

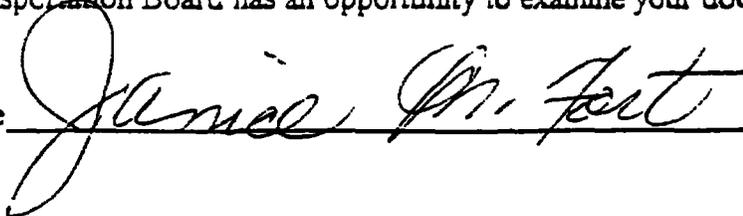


Vernon A. Williams
Secretary

Enclosure(s)

\$ 192.00 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



BILL OF SALE AND PARTIAL RELEASE

DEC 9 1997

10:45 AM

Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 93-1A (the "Lessor") under an Equipment Lease Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (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 GACX 74329 (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.

The First National Bank of Chicago, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit are no longer subject to the Lease.

Dated: DEC 1, 1997

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

By: 
Title: Financial Services Officer

The First National Bank of Chicago, as
Indenture Trustee

By: _____
Title: _____

I hereby certify that a copy of this document was deposited in the Office of the Registrar General of Canada on the 28th day of January, A.D. 1997 at 3:18 p.m.


Deputy Registrar General of Canada

State of Delaware)
) SS:
County of New Castle)

On the 1st day of December, 1997, before me personally appeared CHARLOTTE PAGLIA, to me known, who being by me duly sworn, say that (s)he is a Financial Services Officer 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 (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patricia W. Zink
Notary Public

[Notarial Seal]

My commission expires:

PATRICIA W. ZINK
NOTARY PUBLIC
My commission expires July 12, 1998

State of Illinois)
) SS:
County of Cook)

On the ___ day of _____, 1997, before me personally appeared _____, to me known, who being by me duly sworn, says that (s)he is a _____ of The First National Bank of Chicago, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)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 under GATC Trust 93-1A (the "Lessor") under an Equipment Lease Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (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 GACX 74329 (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.

The First National Bank of Chicago, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 93-1A) dated as of July 21, 1993 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit are no longer subject to the Lease.

Dated: _____, 19__

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

By: _____
Title: _____

The First National Bank of Chicago, as
Indenture Trustee

By: *Mal J. Jure*
Title: Asst. Vice President

I hereby certify that a copy of this document was deposited in the Office of the Registrar General of Canada on the 28th day of January, A.D. 1998 at 3:18 p.m.

J. Caronelle
Deputy Registrar General of Canada

State of Delaware)
) SS:
County of New Castle)

On the ___ day of _____, 1997, before me personally appeared _____, to me known, who being by me duly sworn, say that (s)he is a _____ 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 (s)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 Illinois)
) SS:
County of Cook)

On the 3rd day of December, 1997, before me personally appeared Mark J. Frye, to me known, who being by me duly sworn, says that (s)he is a Asst. Vice President of The First National Bank of Chicago, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Mietka J. Collins
Notary Public

[Notarial Seal]

My commission expires:

