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* ALSO ADMITTED IN NEW YORK
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2-059A001

RECORDATION NO

8674-D
FILED 1425

7816

8674-

February 26, 1992

FEB 28 1992 1 20 PM

EB 28 1 16 PM '92
MOTOR OPERATING UNIT

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) fully executed and acknowledgement original copies of a Satisfaction and Discharge dated February 19, 1992 of Equipment Trust Agreement, Series "F" dated January 1, 1977 between The Chase Manhattan Bank, N.A. and ACF Industries, Incorporated, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Equipment Trust Agreement, Series "F" described above, which was filed and recorded under Recordation Number 8674.

The name and address of the party executing the enclosed document are:

The Chase Manhattan Bank, N.A., Trustee
One New York Plaza, 14th Floor
New York, New York 10081

Also enclosed is a check in the amount of \$16.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return two (2) stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

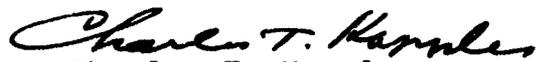
Country parts C.T. Kappler

Mr. Sidney L. Strickland, Jr.
February 26, 1992
Page Two

A short summary of the enclosed secondary document to appear
in the Commission's Index is:

Full and complete release of all railcars.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

Interstate Commerce Commission 2/28/92
Washington, D.C. 20423

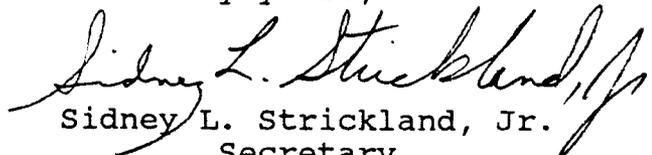
OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord And Alvord
200 World Center Building
918 Sixteenth Street, NW
Washington, DC 20006-2973

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/28/92 at 1:20PM, and assigned recordation number(s). 8674-D.

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

8674-D
FEB 28 1992 - 1 20 PM
INTERSTATE COMMERCE COMMISSION

SATISFACTION AND DISCHARGE
OF
EQUIPMENT TRUST AGREEMENT, SERIES "F"
DATED JANUARY 1, 1977
BETWEEN
THE CHASE MANHATTAN BANK, N.A.
AND
ACF INDUSTRIES, INCORPORATED

WHEREAS, all amounts due under a certain Equipment Trust Agreement dated as of January 1, 1977, as supplemented and amended by certain Supplemental Agreements (the "Agreement"), made by and between THE CHASE MANHATTAN BANK, N.A. (the "Trustee"), and ACF INDUSTRIES, INCORPORATED (the "Company"), have been duly paid by the Company pursuant to the terms thereof;

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission under 49 U.S.C. Section 11303(a) (previously Section 20c) and assigned Recordation No. 8674 and

WHEREAS, the Company has performed all its other obligations under the Agreement and has accordingly requested the Trustee to execute and deliver this instrument;

NOW THEREFORE, THE CHASE MANHATTAN BANK, N.A., as Trustee under the Agreement, does hereby DECLARE AND CERTIFY that the Agreement has been SATISFIED AND DISCHARGED and the Trustee does hereby release and transfer to the Company, its successors and assigns, all its title and property in and to the railroad equipment held by it as Trustee pursuant to the Agreement, free of all liens and encumbrances created or retained thereby.

IN WITNESS WHEREOF, THE CHASE MANHATTAN BANK, N.A., as Trustee under the Agreement, has caused this instrument to be executed in its name by one of its officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this 19th day of February, 1992.

THE CHASE MANHATTAN BANK, N.A.
Trustee

By: Thomas J. Provenzano
THOMAS J. PROVENZANO
SECOND VICE PRESIDENT



Attest:

Kathleen Perry

