



**Union Tank Car Company**

225 West Washington Street  
Chicago, Illinois 60606  
312/372-9500

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

MAR 16 2 07 PM '93  
RECORDATION NO. 9111-S, T FILED

MAR 16 '98 2-07 PM

March 9, 1998

VIA CERTIFIED MAIL  
RETURN RECEIPT REQUESTED

Surface Transportation Board  
12th St. & Constitution Ave., N.W.  
Washington, DC 20423

Attn: Ms. Janice M. Fort  
Room 2311

Re: Equipment Trust Agreement (Series 15)  
Recordation No. 9111  
Termination of Trust Agreement

Dear Ms. Fort:

Enclosed are one original and two certified copies of each of the following documents:

1. Termination of Trust Agreement dated as of December 1, 1997, between Union Tank Car Company and First Trust, N.A., as Trustee.
2. Bill of Sale from the Trustee to Union Tank Car Company.

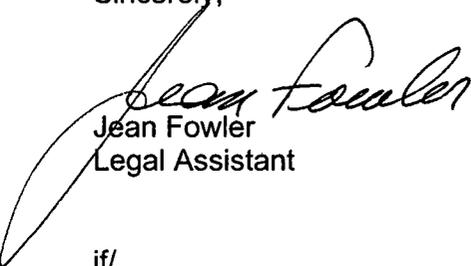
Please file these documents as supplements to the filing referred to above.

Enclosed is our check in the amount of \$48 for the filing fees. Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5457.

Thank you.

Sincerely,

  
Jean Fowler  
Legal Assistant

jf/  
encls.

# SURFACE TRANSPORTATION BOARD

WASHINGTON, DC., 20423-0001

OFFICE OF THE SECRETARY

Date: 3/16/98

Jean Fowler  
Union Tank Car Company  
225 West Washington Street  
Chicago, Illinois 60606

Dear : Madam:

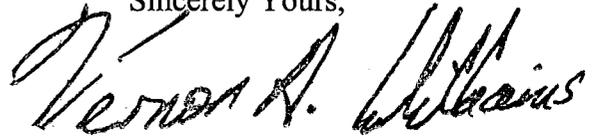
The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C

11301 and 49 CFR 1177.3 (c), on 3/16/98

at 2:07PM

assigned recordation numbers (s).9111-S, 9111-T and 14969- E.

Sincerely Yours,



Vernon A. Williams

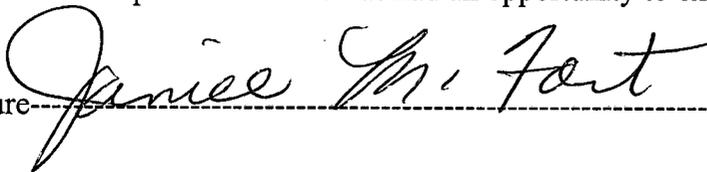
Secretary

Enclosure(s)

72.00

\$-----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 had an opportunity to examine your document.

Signature-----



RECORDATION NO. 9111-7 FILED

MAR 16 '98

2-07 PM

BILL OF SALE

FIRST TRUST, N.A., formerly known as First Trust of Illinois, N.A., as successor to Bank of America Illinois, formerly known as Continental Bank, N.A., as Trustee under Equipment Trust Agreement dated December 1, 1977 (Series 15), to UNION TANK CAR COMPANY, a Delaware corporation.

Know all men by these presents, that First Trust, N.A. ("Trustee"), as Trustee under that certain Equipment Trust Agreement ("Agreement") dated December 1, 1977, between Trustee and Union Tank Car Company ("Company"), and pursuant to Section 5.05 of the Agreement, and upon payment by Company of all amounts due under the Agreement, does hereby sell, assign, transfer, set over and deliver unto Company, as of December 1, 1997, all of its right, title and interest in and to all of those units of Equipment which have previously been assigned to Trustee pursuant to the Agreement and have not been transferred back to Company under the terms of the Agreement, including all that Equipment listed on Schedule A hereto. Trustee does hereby warrant that all such Equipment is free and clear from all liens and encumbrances of Trustee.

This Bill of Sale releases all Equipment presently covered by the lien of the Agreement, which lien was recorded with the Interstate Commerce Commission, from such lien, including without limitation all that Equipment listed on Schedule A.

In Witness Whereof, Trustee has caused this instrument to be duly executed by a proper corporate officer hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, as of December 1, 1997.



FIRST TRUST, N.A., formerly known as First Trust of Illinois, N.A., as successor to Bank of America Illinois, formerly known as Continental Bank, N.A.

By: Martin L. Sanders  
Title: Vice President

Attest:

Margaret DeKeyser  
Its: Asst. Vice President

STATE OF ILLINOIS )  
 ) ss  
COUNTY OF COOK )

On the 10<sup>th</sup> day of December, 1997, before me personally appeared MARTHA L. SANDERS and MARGARET BAAIYA, to me known, who, being by me duly sworn, did depose and say that they are, respectively, Branch Manager and Asst. Vice President of First Trust, N.A., the corporation described in and which executed the foregoing instrument; that they know the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that they signed their names thereto by like order.

  
\_\_\_\_\_  
Notary Public



UNION TANK CAR COMPANY -- TREASURERS DEPARTMENT  
DESCRIPTION OF EQUIPMENT TRUST  
SCHEDULE A

CERTIFICATE TRUST SERIES: R015

QUANTITY	A.A.R. MECHANICAL DESCRIPTION CODE	CAPACITY IN (GAL./CUFT.)	ROAD NUMBERS
50	BOXT	70 TON	BCH 620-669
34	COVE	5,280 CUFT.	UNPX 122023-122056
20	TM	13,540 GAL.	UTLX 14610, 14633, 14635, 14638-14639, 14645, 14650, 14675-14678, 14695-14699, 14769-14770, 14773, 14777
10	TMI	12,900 GAL.	UTLX 14325-14326, 14329-14334, 14347, 14350
17	TMI	15,600 GAL.	UTLX 73934-73945, 73947-73950, 73954
47	TMI	24,750 GAL.	UTLX 70072, 70074, 70079-70081, 70083, 70085-70125
52	TMI	34,000 GAL.	UTLX 82728-82730, 82733, 82735, 82740-82741, 82745-82750, 82752-82754, 82756, 82760, 82762-82773, 82775, 82777-82778, 82780-82785, 82787, 82790-82799, 88006, 88014
45	TPI	34,000 GAL.	UTLX 82701-82706, 82709-82712, 82714-82716, 82718, 82720, 88015, 88036, 88065, 88083, 88517, 88575, 88602, 88654, 88657, 88717, 88796, 88804, 88811, 88835, 89000, 89005, 89013-89014, 89020-89022, 89024, 89026, 89028, 89032, 89039-89040, 89042-89043
16	T054	12,300 GAL.	TCDX 11075-11087, UTLX 12557-12559
139	T054	13,600 GAL.	TCDX 13249-13250 UTLX 11314, 11718-11719, 11925-11926, 11929-11939, 11941-11952, 11954-11956, 11959-11964, 11966-11982, 11984-11989, 12560-12568, 12570-12586, 12588-12596, 12599-12600, 12602-12606, 12845-12871, 12873-12879, 14503, 14506
53	T055	20,000 GAL.	UTLX 12510-12539 30000-30005, 30080-30083, 30085-30097
1	T075	21,000 GAL.	UTLX 85901
1	T095	21,000 GAL.	UTLX 85852
1	T096	23,500 GAL.	UTLX 647037
3	T103	11,200 GAL.	UTLX 24956, 24963-24964
37	T104	13,000 GAL.	UTLX 12296-12304, 12306-12313, 12315-12329, 12330-12334,
28	T104	13,700 GAL.	UTLX 24966, 24968-24974, 25440-25459
53	T104	14,000 GAL.	UTLX 24592-24593, 24599-24602, 24604-24607 24975-24983, 24985-24990, 24992, 24995-24999,

UNION TANK CAR COMPANY – TREASURERS DEPARTMENT  
DESCRIPTION OF EQUIPMENT TRUST  
SCHEDULE A

CERTIFICATE TRUST SERIES: R015

<u>QUANTITY</u>	<u>A.A.R. MECHANICAL DESCRIPTION CODE</u>	<u>CAPACITY IN (GAL./CUFT.)</u>	<u>ROAD NUMBERS</u>
			25431-25434, 25436-25439, 25574-25578, 25617-25625,
115	T104	14,694 GAL.	UTLX 12146-12148, 12151, 12153-12160, 12162-12172, 12174-12187, 12208-12227, 12229-12230, 12232-12240, 12242-12252, 12255, 12257-12261, 12263-12281, 12283-12284, 12286-12288, 12290-12291, 12293-12295, 15984
49	T104	16,400 GAL.	UTLX 71685-71722, 71724-71734
111	T104	17,600 GAL.	UTLX 71773-71774, 71802-71812, 71814-71818, 71820-71825, 71827-71831, 71833-71848, 71850-71865, 71867-71870, 71872-71873, 71875-71880, 71882-71886, 71888-71889, 71891, 71893-71908, 71910, 71912-71924
152	T105	20,000 GAL.	UTLX 25715-25728, 41944-41949, 46664, 46790, 46794-46797, 46799-46813, 46815-46818, 48693, 57793-57814, 57816-57817, 58650-58654, 58658-58659 58663, 58667, 70425-70431, 70433, 70618-70632, 70636-7065070975-70978, 70980-70985, 70987-70997, 70999, 71325-71329, 71331-71338
93	T105	20,600 GAL.	UTLX 71051, 71100-71130, 71132-71169, 71171-71176, 71187-71189, 72927, 76504, 76531, 76536, 76540, 76557, 76559, 76591, 76656, 78111, 78129, 78148, 78173, 78273
34	T105	21,000 GAL.	UTLX 70634, RTCX 21023-21055
2	T106	22,000 GAL.	UTLX 4398-4399
4	T106	22,500 GAL.	UTLX 979-982
206	T106	23,500 GAL.	UTLX 70800-70829, 71000-71003, 71005-71040, 71190-71205, 71207-71214, 71216-71217, 71219-71239, 71241-71254, 71256-71258, 71260-71265, 71267-71269, 71271-71282, 71285-71299, 74321, 74740, 75082, 75086, 75239, 75932, 75977, 76363, 76402, 76427, 76432, 78745-78747, 640215-640236
17	T107	26,700 GAL.	UTLX 30006-30020, UTLX 30036, 30042
30	T389	34,000 GAL.	UTLX 99531-99533, 99535-99536, 99542-99545, 99547-99565, 99567-99568
5	T547	24,800 GAL.	UTLX 96238-96240, 96302, 96360
12	T564	17,400 GAL.	RTCX 17000-17011
67	T564	17,500 GAL.	UTLX 28803, 82519, 82599-82600, 82604-82606, 82609-82610, 82615, 82619-82620, 82622-82623, 82627-82629, 82634, 82638, 82640-82641, 82643-82647,

12/01/97

UNION TANK CAR COMPANY - TREASURERS DEPARTMENT  
 DESCRIPTION OF EQUIPMENT TRUST  
 SCHEDULE A

CERTIFICATE TRUST SERIES: R015

<u>QUANTITY</u>	<u>A.A.R. MECHANICAL DESCRIPTION CODE</u>	<u>CAPACITY IN (GAL./CUFT.)</u>	<u>ROAD NUMBERS</u>
			82650-82652, 82655-82657, 82659, 82661-82664, 82666-82668, 82670, 82673-82676, 82678, 82681-82688, 82690-82691, 82693-82698, 900086-900088, 900090-900091
1	T565	20,000 GAL.	UTLX 27578
11	T907	25,000 GAL.	UTLX 96299-96300, 96306, 96308, 96311, 96346-96347, 96349, 96351, 96355, 96358
37	T907	24,800 GAL.	UTLX 94844, 94887, 94929, 94969, 94977, 96238, 96240, 96249, 96251-96253, 96256-96258, 96262, 96269, 96303-96304, 96307, 96309, 96344, 96348, 96352-96354, 96356-96357, 96359, 96361-96366, 96368-96370
10	C214	5,701 CUFT.	UTCX 57577-57580, 57627-57632
2	C214	5,800 CUFT.	UTCX 220136, 220141
1,565	TOTAL CARS		