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OF COUNSEL
URBAN A. LESTER

October 14, 1998

RECORDATION NO. 12017-9 FILED

OCT 20 '98

1-30 PM

OCT 20 1 30 PM '98

RECORDED
SURFACE TRANSPORTATION
BOARD

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 of a Bill of Sale and Partial Release, dated July 30, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATC Trust 4) which was previously filed with the Commission under Recordation Number 12017.

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

Lessor: State Street Bank and Trust Company
of Connecticut, N.A.
225 Franklin Street
Boston, MA 01210

Investor/Vendor: John Hancock Mutual Life Insurance Company
200 Clarendon Street
Boston, MA 02117

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

one (1) railcar GATX 300621

C. counterparty - L. Barton

Mr. Vernon A. Williams
October 14, 1998
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,


for Robert W. Alvord

RWA/bg
Enclosures

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

OFFICE OF THE SECRETARY

DATE: 10/20/98

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

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 10/20/98 at 1:30 PM, and
assigned recordation number(s). 12017-J, 17355-E, 17357-J, 18318-C,
18942-K.

Sincerely Yours,

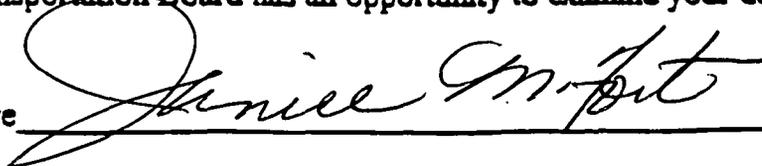


Vernon A. Williams
Secretary

Enclosure(s) (5)

\$ 130.00 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 OCT 20 '98 1-30 PM

The State Street Bank and Trust Company of Connecticut, N.A., not in its individual capacity, but solely as Trustee under GATC Trust 4 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 4) dated as of July 1, 1980 (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 GATX 300621 (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.

John Hancock Mutual Life Insurance Company, as Investor/Vendor (the "Investor/Vendor") under a Conditional Sale Agreement (GATC Trust 4) dated as of July 1, 1980 (the "Investor/Vendor") between the Lessor and the Investor/Vendor, hereby terminates, releases and discharges its security interest in the Unit under the Conditional Sale Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: 7-30, 1998

State Street Bank and Trust Company
of Connecticut, N.A., not in its individual
capacity, but solely as Lessor

By: [Signature]
Title: Assistant Vice President

John Hancock Mutual Life Insurance Company,
as Investor/Vendor

By: _____
Title: _____

BILL OF SALE AND PARTIAL RELEASE

The State Street Bank and Trust Company of Connecticut, N.A., not in its individual capacity, but solely as Trustee under GATC Trust 4 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 4) dated as of July 1, 1980 (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 GATX 300621 (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.

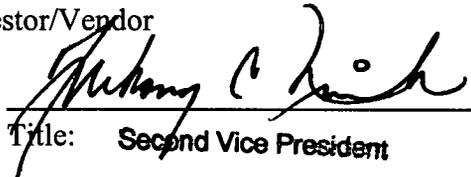
John Hancock Mutual Life Insurance Company, as Investor/Vendor (the "Investor/Vendor") under a Conditional Sale Agreement (GATC Trust 4) dated as of July 1, 1980 (the "Investor/Vendor") between the Lessor and the Investor/Vendor, hereby terminates, releases and discharges its security interest in the Unit under the Conditional Sale Agreement and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: 9/25, 1998

State Street Bank and Trust Company
of Connecticut, N.A., not in its individual
capacity, but solely as Lessor

By: _____
Title:

John Hancock Mutual Life Insurance Company,
as Investor/Vendor

By: 
Title: **Second Vice President**

State of Massachusetts)
County of Suffolk) SS:

On the 30 day of July, 1998, before me personally appeared Chi Ma, to me known, who being by me duly sworn, says that (s)he is a Asst. Vice President of State Street Bank and Trust Company of Connecticut, N.A., 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

ROSE MARIE MOGAURO

Notary Public

My Commission Expires January 14, 2005

[Notarial Seal]

My commission expires:

State of _____)
County of _____) SS:

On the ___ day of _____, 199__, before me personally appeared _____, to me known, who being by me duly sworn, says that (s)he is a _____ of John Hancock Mutual Life Insurance 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 _____)
) SS:
County of _____)

On the ___ day of _____, 199__, before me personally appeared _____, to me known, who being by me duly sworn, says that (s)he is a _____ of State Street Bank and Trust Company of Connecticut, N.A., 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 Massachusetts)
) SS:
County of Suffolk)

On the 25th day of September, 1998, before me personally appeared Anthony Urick, to me known, who being by me duly sworn, says that (s)he is a Second V.P. of John Hancock Mutual Life Insurance 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.

Norina E. Bennett
Notary Public

[Notarial Seal]

My commission expires:

NORINA E. BENNETT Notary Public
My Commission Expires July 28, 2000