

RECORDATION NO. 12017-K FILED

ALVORD AND ALVORD

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AUG 28 '00 12-25 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

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

August 25, 2000

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 five (5) copies of a Bill of Sale and Partial Release, dated July 13, 2000, 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 is being filed with the Commission under Recordation Number 12017.

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

Lessor: State Street Bank and
Trust Company
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 documents is:

One (1) railcar GATX 300626

Mr. Vernon A. Williams
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A short summary of the document to appear in the index follows:

Bill of Sale and Partial Release between State Street Bank and Trust Company and John Hancock Mutual Life Insurance Company covering one destroyed railcar GATX 300626.

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 one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

BILL OF SALE AND PARTIAL RELEASE AUG 28 '00 12-25 PM

SURFACE TRANSPORTATION BOARD

The State Street Bank and Trust Company, 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 GATX Rail Corporation name changed from 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 300626 (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: July 13, 2000

State Street Bank and Trust Company,
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, 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 GATX Rail Corporation name changed from 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 300626 (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.

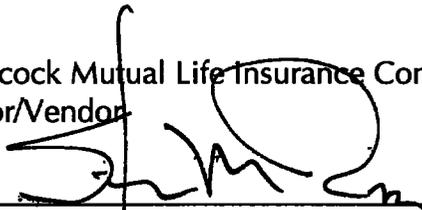
John Hancock Mutual Life Insurance Company, as Investor/Vendor (the "Investor/Vendor") under a Conditional Sale Agreement (GATC Trust 4) dated as of July 1, 1980 (the "Investor/Vendor") between the Lessor and the Investor/Vendor, hereby terminates, releases and discharges its security interest in the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

Dated: July 13, 2000

State Street Bank and Trust Company,
not in its individual capacity, but solely
as Lessor

By: _____
Title:

John Hancock Mutual Life Insurance Company,
as Investor/Vendor

By: 
Title: **S. Mark Ray
Managing Director**

State of Massachusetts)
) SS:
County of Suffolk)

On the 13 day of July, 2000, before me personally appeared ~~Julie A. Balena~~ to me known, who being by me duly sworn, says that (s)he is a ~~Assistant Vice President~~ of State Street Bank and 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

JAMES M. COOLDIGE
Notary Public
My Commission Expires June 19, 2003

[Notarial Seal]

My commission expires:

State of Massachusetts)
) SS:
County of Suffolk)

On the ___ day of _____, 2000, 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 Massachusetts)
) SS:
County of Suffolk)

On the ___ day of _____, 2000, 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, 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 31st day of July, 2000, before me personally appeared S. Mark Ray, to me known, who being by me duly sworn, says that (s)he is a Managing Director 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.

Gene Bush
Notary Public



[Notarial Seal]

My commission expires: 12/20/2002