

RECORDATION NO. 12017-L FILED

JAN 31 '01 10-43 AM  
TS  
SURFACE TRANSPORTATION BOARD

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

OF COUNSEL  
URBAN A. LESTER

January 30, 2001

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 two (2) copies of a Bill of Sale and Partial Release, dated January 4, 2001, 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 as 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, Massachusetts 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

two (2) railcars GATX 300627 and GATX 300657

Mr. Vernon Williams  
January 30, 2001  
Page Two

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, Lessor, and John Hancock Mutual Life Insurance Company, Investor/Vendor, deleting railcars GATX 300627 and GATX 300657 from the Lease and Conditional Sale Agreement.

Also enclosed is a check in the amount of \$27.00 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,



Robert W. Alvord

RWA/anm  
Enclosures

RECORDATION NO. 12017-L FILED

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**BILL OF SALE AND PARTIAL RELEASE**

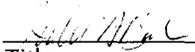
**SURFACE TRANSPORTATION BOARD**

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 formerly 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 railcars designated as GATX 300627 and GATX 300657 (the "Units") "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 Units and the obligation of the Lessee to pay rent for such Units under the Lease have 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 Units under the Conditional Sale Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: January 4, 2001

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

By:   
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 formerly 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 railcars designated as GATX 300627 and GATX 300657 (the "Units") "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 Units and the obligation of the Lessee to pay rent for such Units under the Lease have terminated.

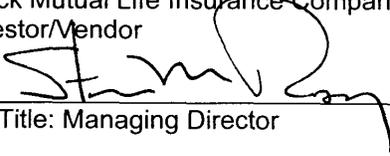
John Hancock Life Insurance Company, f/k/a John Hancock Mutual Life Insurance Company, as Investor/Vendor (the "Investor/ Vendor") under a Conditional Sale Agreement (GATC Trust 4) dated as of July 1, 1980 (the "Investor/ Vendor") between the Lessor and the Investor/Vendor, hereby terminates, releases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

Dated: January 4, 2001

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

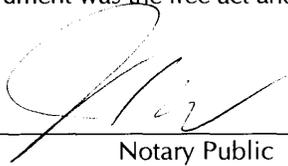
By: \_\_\_\_\_  
Title:

John Hancock Life Insurance Company, f/k/a John  
Hancock Mutual Life Insurance Company,  
as Investor/Vendor

By:   
Title: Managing Director

State of Massachusetts )  
 ) SS:  
County of Suffolk )

On the 10 day of January, 2001, before me personally appeared Julie A. Balerna 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

[Notarial Seal]

My commission expires:

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

State of Massachusetts)  
 ) SS:  
County of Suffolk )

On the \_\_\_ day of \_\_\_\_\_, 2001, 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 \_\_\_\_\_, 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.

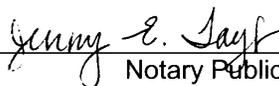
\_\_\_\_\_  
Notary Public

[Notarial Seal]

My commission expires:

State of Massachusetts )  
 ) SS:  
County of Suffolk )

On the 11th day of January, 2001, 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 Life Insurance Company f/k/a 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:

JENNY E. TAYLOR, Notary Public  
My Commission Expires December 9, 2005