RECORDATION NO. 24360-Q FILED
DEC 09 '03 12-47 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

December 9, 2003

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 an Indenture Trustee's Partial Release, dated November 21, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Indenture which was previously filed with the Board under Recordation Number 24360.

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

[Issuer: GATX Rail Funding LLC
500 West Monroe Street
Chicago, Illinois 60606]

Indenture Trustee: JPMorgan Chase Bank,
successor in interest to
Bank One, National Association
1 Bank One Plaza
Chicago, IL 60670

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

85 railcars bearing GACX and GATX reporting marks and road numbers attached hereto.

A short summary of the document to appear in the index is:

Indenture Trustee's Partial Release

Also enclosed is a check in the amount of $30.00 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/anr
Enclosures

Schedule A
Railcars and Related Assets
November 14, 2003

Railcar ID	Master Contract/Rider	SAP Rider Number	Rider Effective Date	Customer Name	SAP Equipment Number
1) GACX050676	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103545
2) GACX050684	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103563
3) GACX050801	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103646
4) GACX050804	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103649
5) GACX050806	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103651
6) GACX050846	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103688
7) GACX050849	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103691
8) GACX050930	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103770
9) GACX050959	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103796
10) GATX006001	03639/0060	0000207885	10/1/2002	CONOCOPHILLIPS COMPANY	10027580
11) GATX010425	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10043390
12) GATX010426	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10043396
13) GATX012309	08778/0111	0000202450	11/1/2002	HUNTSMAN PETROCHEMICAL	10049762
14) GATX012904	03637/0017	0000251362	5/1/2003	OMNOVA SOLUTIONS INC	10052058
15) GATX013302	08778/JC74	0000200965	10/1/2002	HUNTSMAN PETROCHEMICAL	10053648
16) GATX013595	02712/0141	0000215886	11/1/2002	DOW CHEMICAL COMPANY	10054860
17) GATX013654	02712/0141	0000215886	11/1/2002	DOW CHEMICAL COMPANY	10055093
18) GATX014031	01844/0077	0000255430	6/1/2003	CONOCOPHILLIPS COMPANY	10056643
19) GATX014807	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10059581
20) GATX014887	08506/0022	0000226199	7/1/2003	ERGON INC.	10059953
21) GATX014889	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10059964
22) GATX018118	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10073183
23) GATX019523	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10077919
24) GATX019621	09725/0030	0000251068	5/1/2003	TERRA NITROGEN LIMITED	10078241
25) GATX020428	03637/0008	0000251365	5/1/2003	OMNOVA SOLUTIONS INC	10080837
26) GATX020429	03637/0008	0000251365	5/1/2003	OMNOVA SOLUTIONS INC	10080840
27) GATX020430	03637/0008	0000251365	5/1/2003	OMNOVA SOLUTIONS INC	10080848
28) GATX025187	03580/0049	0000243090	3/1/2003	COGNIS CORPORATION	10097435
29) GATX027957	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10002695
30) GATX030174	07323/0033	0000213971	10/1/2002	GRIFFIN INDUSTRIES INC	10012308
31) GATX040676	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10040969
32) GATX040962	08497/0012	0000241871	3/1/2003	POLLUTION CONTROL INDUSTRIES INC	10042255
33) GATX041782	08778/JC04	0000260170	6/1/2003	HUNTSMAN PETROCHEMICAL	10045363
34) GATX041793	08778/JC04	0000260170	6/1/2003	HUNTSMAN PETROCHEMICAL	10045412
35) GATX042737	02640/0105	0000236408	6/1/2003	DUPONT DE NEMOURS E I & CO	10049233
36) GATX043436	07323/0034	0000254298	5/1/2003	GRIFFIN INDUSTRIES INC	10052348
37) GATX043499	03637/0017	0000251362	5/1/2003	OMNOVA SOLUTIONS INC	10052604
38) GATX043500	03637/0017	0000251362	5/1/2003	OMNOVA SOLUTIONS INC	10052612
39) GATX043558	02640/0105	0000236408	6/1/2003	DUPONT DE NEMOURS E I & CO	10052883
40) GATX043859	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054143
41) GATX043872	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054196
42) GATX043873	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054201
43) GATX043875	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054209
44) GATX043879	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054225
45) GATX043882	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054239
46) GATX043883	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054244
47) GATX043970	02712/0141	0000215886	11/1/2002	DOW CHEMICAL COMPANY	10054614

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November 14, 2003

Railcar ID	Master Contract/Rider	SAP Rider Number	Rider Effective Date	Customer Name	SAP Equipment Number
48) GATX044281	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10055974
49) GATX045725	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062270
50) GATX045757	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062426
51) GATX045799	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062583
52) GATX045801	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062593
53) GATX046126	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10064045
54) GATX046943	09327/0017	0000254679	5/1/2003	INEOS FLUOR AMERICAS LLC	10067771
55) GATX047035	09327/0017	0000254679	5/1/2003	INEOS FLUOR AMERICAS LLC	10068087
56) GATX047083	08752/0019	0000223409	12/1/2002	INTERNATIONAL CHEMICAL CO INC	10068304
57) GATX047087	08752/0019	0000223409	12/1/2002	INTERNATIONAL CHEMICAL CO INC	10068319
58) GATX047145	02640/0105	0000236408	6/1/2003	DUPONT DE NEMOURS E I & CO	10068518
59) GATX047221	05309/0009	0000237236	5/1/2003	THE J M SMUCKER COMPANY	10068860
60) GATX050564	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083048
61) GATX050568	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083064
62) GATX050569	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083069
63) GATX050574	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083088
64) GATX052196	03186/0060	0000242286	3/1/2003	ONDEO NALCO COMPANY	10088495
65) GATX052200	03186/0060	0000242286	3/1/2003	ONDEO NALCO COMPANY	10088516
66) GATX052201	03186/0060	0000242286	3/1/2003	ONDEO NALCO COMPANY	10088519
67) GATX056036	09938/0004	0000242370	4/1/2003	MIDWEST INDUSTRIAL SUPPLY INC	10001951
68) GATX091208	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10002780
69) GATX091222	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10002859
70) GATX091226	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10002882
71) GATX091264	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003086
72) GATX091269	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003115
73) GATX091274	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003143
74) GATX091282	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003192
75) GATX092592	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10007689
76) GATX093125	07323/0033	0000213971	10/1/2002	GRIFFIN INDUSTRIES INC	10010276
77) GATX093126	08506/0022	0000226199	7/1/2003	ERGON INC.	10010282
78) GATX093191	08506/0022	0000226199	7/1/2003	ERGON INC.	10010531
79) GATX093391	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011450
80) GATX093400	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011494
81) GATX093413	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011559
82) GATX093415	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011570
83) GATX097299	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10029060
84) GATX097389	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10029439
85) GATX097610	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10030161

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DEC 09 '03 12:47 PM

SURFACE TRANSPORTATION BOARD

INDENTURE TRUSTEE'S PARTIAL RELEASE
PURSUANT TO SECTION 404 OF THE INDENTURE

Bank One, National Association,* in its capacity as indenture trustee (the "Indenture Trustee") pursuant to the Indenture, dated as of December 27, 2002 (as amended, modified and supplemented from time to time in accordance with its terms, the "Indenture") between GATX Rail Funding LLC (the "Issuer") and the Indenture Trustee does hereby release, sell, transfer, assign, deliver and otherwise convey to the Issuer, without recourse, representation or warranty, all of the Indenture Trustee's right, title and interest in and to all of the assets identified in the attached schedule and all income thereon and proceeds thereof (collectively, the "Assets") and all security and documents relating to such Assets and acknowledges the termination and release of its Lien on such Assets.

IN WITNESS WHEREOF, I have hereunto set my hand this 21st day of November 2003.

* JP Morgan Chase Bank, successor to
BANK ONE, NATIONAL ASSOCIATION; in its capacity as Indenture Trustee

By: [signature]

Title: Authorized Officer

State of Illinois)
) SS
County of Cook)

On this 21st day of November, 2003, before me personally appeared STEVEN E. CHARLES, to me personally known, who being by me duly sworn, say that he/~~she~~ is an Authorized Officer of JP Morgan Chase Bank, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sheila Sheree Reaves
Notary Public

"OFFICIAL SEAL"
Sheila Sheree Reaves
Notary Public, State of Illinois
Cook County
My Commission Expires 08-09-05

[Notarial Seal]

My commission expires: 8/9/2005

N:\FINANCE\ Rail Finance Group\2003\Financial Reporting\Railcar-Based Financings\CP Conduit\Legal\Conduit Trustee Release of Indenture Lien.doc

Schedule A
Railcars and Related Assets
November 14, 2003

Railcar ID	Master Contract/Rider	SAP Rider Number	Rider Effective Date	Customer Name	SAP Equipment Number
1) GACX050676	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103545
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3) GACX050801	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103646
4) GACX050804	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103649
5) GACX050806	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103651
6) GACX050846	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103688
7) GACX050849	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103691
8) GACX050930	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103770
9) GACX050959	05309/0004	0000213991	10/1/2002	THE J M SMUCKER COMPANY	10103796
10) GATX006001	03639/0060	0000207885	10/1/2002	CONOCOPHILLIPS COMPANY	10027580
11) GATX010425	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10043390
12) GATX010426	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10043396
13) GATX012309	08778/0111	0000202450	11/1/2002	HUNTSMAN PETROCHEMICAL	10049762
14) GATX012904	03637/0017	0000251362	5/1/2003	OMNOVA SOLUTIONS INC	10052058
15) GATX013302	08778/JC74	0000200965	10/1/2002	HUNTSMAN PETROCHEMICAL	10053648
16) GATX013595	02712/0141	0000215886	11/1/2002	DOW CHEMICAL COMPANY	10054860
17) GATX013654	02712/0141	0000215886	11/1/2002	DOW CHEMICAL COMPANY	10055093
18) GATX014031	01844/0077	0000255430	6/1/2003	CONOCOPHILLIPS COMPANY	10056643
19) GATX014807	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10059581
20) GATX014887	08506/0022	0000226199	7/1/2003	ERGON INC.	10059953
21) GATX014889	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10059964
22) GATX018118	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10073183
23) GATX019523	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10077919
24) GATX019621	09725/0030	0000251068	5/1/2003	TERRA NITROGEN LIMITED	10078241
25) GATX020428	03637/0008	0000251365	5/1/2003	OMNOVA SOLUTIONS INC	10080837
26) GATX020429	03637/0008	0000251365	5/1/2003	OMNOVA SOLUTIONS INC	10080840
27) GATX020430	03637/0008	0000251365	5/1/2003	OMNOVA SOLUTIONS INC	10080848
28) GATX025187	03580/0049	0000243090	3/1/2003	COGNIS CORPORATION	10097435
29) GATX027957	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10002695
30) GATX030174	07323/0033	0000213971	10/1/2002	GRIFFIN INDUSTRIES INC	10012308
31) GATX040676	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10040969
32) GATX040962	08497/0012	0000241871	3/1/2003	POLLUTION CONTROL INDUSTRIES INC	10042255
33) GATX041782	08778/JC04	0000260170	6/1/2003	HUNTSMAN PETROCHEMICAL	10045363
34) GATX041793	08778/JC04	0000260170	6/1/2003	HUNTSMAN PETROCHEMICAL	10045412
35) GATX042737	02640/0105	0000236408	6/1/2003	DUPONT DE NEMOURS E I & CO	10049233
36) GATX043436	07323/0034	0000254298	5/1/2003	GRIFFIN INDUSTRIES INC	10052348
37) GATX043499	03637/0017	0000251362	5/1/2003	OMNOVA SOLUTIONS INC	10052604
38) GATX043500	03637/0017	0000251362	5/1/2003	OMNOVA SOLUTIONS INC	10052612
39) GATX043558	02640/0105	0000236408	6/1/2003	DUPONT DE NEMOURS E I & CO	10052883
40) GATX043859	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054143
41) GATX043872	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054196
42) GATX043873	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054201
43) GATX043875	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054209
44) GATX043879	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054225
45) GATX043882	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054239
46) GATX043883	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10054244
47) GATX043970	02712/0141	0000215886	11/1/2002	DOW CHEMICAL COMPANY	10054614

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50) GATX045757	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062426
51) GATX045799	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062583
52) GATX045801	09715/0047	0000216821	10/1/2002	WESTWAY TRADING CORPORATION	10062593
53) GATX046126	03912/0032	0000212676	10/1/2002	TEXPAR ENERGY LLC	10064045
54) GATX046943	09327/0017	0000254679	5/1/2003	INEOS FLUOR AMERICAS LLC	10067771
55) GATX047035	09327/0017	0000254679	5/1/2003	INEOS FLUOR AMERICAS LLC	10068087
56) GATX047083	08752/0019	0000223409	12/1/2002	INTERNATIONAL CHEMICAL CO INC	10068304
57) GATX047087	08752/0019	0000223409	12/1/2002	INTERNATIONAL CHEMICAL CO INC	10068319
58) GATX047145	02640/0105	0000236408	6/1/2003	DUPONT DE NEMOURS E I & CO	10068518
59) GATX047221	05309/0009	0000237236	5/1/2003	THE J M SMUCKER COMPANY	10068860
60) GATX050564	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083048
61) GATX050568	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083064
62) GATX050569	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083069
63) GATX050574	01602/0003	0000240995	3/1/2003	MDA MANUFACTURING INC.	10083088
64) GATX052196	03186/0060	0000242286	3/1/2003	ONDEO NALCO COMPANY	10088495
65) GATX052200	03186/0060	0000242286	3/1/2003	ONDEO NALCO COMPANY	10088516
66) GATX052201	03186/0060	0000242286	3/1/2003	ONDEO NALCO COMPANY	10088519
67) GATX056036	09938/0004	0000242370	4/1/2003	MIDWEST INDUSTRIAL SUPPLY INC	10001951
68) GATX091208	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10002780
69) GATX091222	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10002859
70) GATX091226	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10002882
71) GATX091264	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003086
72) GATX091269	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003115
73) GATX091274	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003143
74) GATX091282	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10003192
75) GATX092592	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10007689
76) GATX093125	07323/0033	0000213971	10/1/2002	GRIFFIN INDUSTRIES INC	10010276
77) GATX093126	08506/0022	0000226199	7/1/2003	ERGON INC.	10010282
78) GATX093191	08506/0022	0000226199	7/1/2003	ERGON INC.	10010531
79) GATX093391	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011450
80) GATX093400	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011494
81) GATX093413	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011559
82) GATX093415	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10011570
83) GATX097299	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10029060
84) GATX097389	07686/0060	0000228602	1/1/2003	J R SIMPLOT COMPANY	10029439
85) GATX097610	09713/0011	0000254723	8/1/2003	CALIFORNIA AMMONIA CO	10030161