

RECORDATION NO.

22892-P

FILED

MAR 15 '05

3-55 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL  
URBAN A. LESTER

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

March 15, 2005

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Re: GATX Rail Trust No. 2000-1

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 as of October 29, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Trust Indenture and Security Agreement previously filed with the Board under Recordation Number 22893-E.

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

Owner Trustee: Wilmington Trust Company (not in its individual capacity, but solely as trustee)  
Rodney Square North  
1100 North Market Street  
Wilmington, Delaware 19890-0001

Indenture Trustee: J.P. Morgan Trust Company, N.A. (successor to Bank One Trust Company, N.A., not in its individual capacity, but solely as trustee)  
1 Bank Plaza  
Chicago, Illinois 60670

Mr. Vernon A. Williams  
March 15, 2005  
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A description of the railroad equipment covered by the enclosed document is:

3 railcar RELEASED: GATX 008787, GATX 008796 and GPLX 077113.

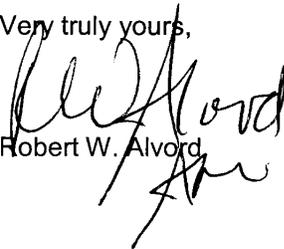
A short summary of the document to appear in the index is:

Bill of Sale and Partial Release.

Also enclosed is a check in the amount of \$32.00 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

**BILL OF SALE AND PARTIAL RELEASE** MAR 15 '05 3-55 PM

**SURFACE TRANSPORTATION BOARD**

Wilmington Trust Company, not in its individual capacity, but solely as Trustee under GATX Rail Trust No. 2000-1 (the "Lessor") under an Equipment Lease Agreement (GATX Rail Trust No. 2000-1) dated as of April 3, 2000 (the "Lease") between the Lessor and GATX Financial Corporation successor by merger to GATX Rail 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 008787, GATX 008796 and GPLX 077113 (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 has terminated.

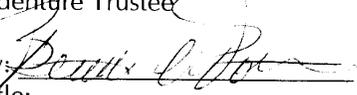
J.P. Morgan Trust Company, N.A. successor-in-interest to Bank One Trust Company, NA, as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATX Rail Trust No. 2000-1) dated as of April 3, 2000 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Indenture and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: October 29, 2004

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee

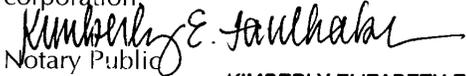
By:   
Title: Anita Roselli  
~~Financial Services Officer~~

J.P. Morgan Trust Company, N.A. successor-in-interest to Bank One Trust Company, NA, not in its individual capacity, but solely as Indenture Trustee

By:   
Title: BENITA A. POINTER, CCTS  
~~Assistant Vice President~~

State of Delaware )  
 ) SS  
County of New Castle )

On this 28 day of February, 2005, before me personally appeared Anita Roselli, to me personally known, who being by me duly sworn, say that he/she is a Financial Services Officer of Wilmington Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
Notary Public

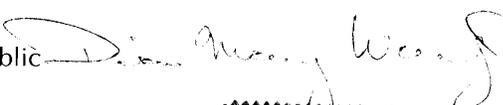
**KIMBERLY ELIZABETH FAULHABER**  
**NOTARY PUBLIC - DELAWARE**  
My Commission Expires April 9, 2005

[Notarial Seal]

My commission expires:

State of Illinois )  
 ) SS  
County of Cook )

On this 10<sup>th</sup> day of March, 2005, before me personally appeared Benita Painter, to me personally known, who being by me duly sworn, say that he/she is a Asst. Vice Pres. of J.P. Morgan Trust Company, N.A. successor-in-interest to Bank One Trust Company, NA, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and 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:

