RECORDATION NO. 17521-BBB FILED

JUN 22 '05 3-21 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

June 22, 2005

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 as of December 16, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease (GATC Trust No. 91-1) previously filed with the Commission under Recordation Number 17521.

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

Owner Trustee: U.S.Bank National Association (successor to State Street Bank and Trust Company)
Goodwin Square
225 Asylum Street 23rd Floor
Hartford, Connecticut 06103

Indenture Trustee: BNY Midwest Trust Company
2 North LaSalle Street, 10th Floor
Chicago, Illinois 60602

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

1 railcar RELEASED: GATX 004449.

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 $33.00 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. 17521-BBB FILED

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SURFACE TRANSPORTATION BOARD

BILL OF SALE AND PARTIAL RELEASE

U.S. Bank National Association, successor to State Street Bank and Trust Company, successor to The Connecticut National Bank, not in its individual capacity, but solely as owner trustee under GATC Trust 91-1 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 91-1) dated as of September 5, 1991 (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 railcar designated as GATX 004449 (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.

BNY Midwest Trust Company, as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 91-1) dated as of September 5, 1991 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: December 16, 2004

U.S. Bank National Association, successor to State Street Bank and Trust Company, not in its individual capacity, but solely as Owner Trustee

By: _____
Title: Assistant Vice President

BNY Midwest Trust Company, not in its individual capacity, but as Indenture Trustee

By: _____
Title: _____

BILL OF SALE AND PARTIAL RELEASE

U.S. Bank National Association, successor to State Street Bank and Trust Company, successor to The Connecticut National Bank, not in its individual capacity, but solely as owner trustee under GATC Trust 91-1 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 91-1) dated as of September 5, 1991 (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 railcar designated as GATX 004449 (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.

BNY Midwest Trust Company, as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 91-1) dated as of September 5, 1991 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: December 16, 2004

U.S. Bank National Association, successor to State Street Bank and Trust Company, not in its individual capacity, but solely as Owner Trustee

By: _____

Title: _____

BNY Midwest Trust Company, not in its individual capacity, but as Indenture Trustee

By: JBartol

Title: J. BARTOLINI VICE PRESIDENT

State of Connecticut)
) SS:
County of Hartford)

On the 10 day of June, 2005 before me personally appeared Melissa DuMont to me known, who being by me duly sworn, say that he/she is a Assistant Vice President of U.S. Bank National Association, successor to 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 he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Susan P McNally
Notary Public

[Notarial Seal]

SUSAN P. McNALLY
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31,2010

My commission expires:

State of Illinois)
) SS:
County of Cook)

On the ___ day of _____, 2004, before me personally appeared _____, to me known, who being by me duly sworn, says that he/she is a _____ of BNY Midwest Trust Company, 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.

_____
Notary Public

[Notarial Seal]

My commission expires

State of Connecticut)
) SS:
County of Hartford)

On the ___ day of _____, 2004, before me personally appeared _____ to me known, who being by me duly sworn, say that he/she is a _____ of U.S. Bank National Association, successor to 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 he/she 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 Illinois)
) SS:
County of Cook)

On the 20th day of December, 2004, before me personally appeared [illegible], to me known, who being by me duly sworn, says that ~~he~~/she is a [illegible] of BNY Midwest Trust Company, 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.

A. Hernandez
Notary Public

[Notarial Seal]

"OFFICIAL SEAL"
A. Hernandez
Notary Public, State of Illinois
My Commission Expires 7/8/06

My commission expires
7/8/06