

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.

SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

RECORDATION NO. 26962 FILED

MAY 11 '07 -5 00 PM

SURFACE TRANSPORTATION BOARD

May 11, 2007

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 Notice of Merger, dated as of May 11, 2007, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Surviving Corporation: GATX Corporation
500 West Monroe Street
Chicago, IL 60661

[Former Corporation: GATX Financial Corporation
500 West Monroe Street
Chicago, IL 60661]

Mr. Vernon A. Williams
May 11, 2007
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A description of the railroad equipment covered by the enclosed document is:

There is no equipment directly associated with this filing.

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

Notice of Merger.

Also enclosed is a check in the amount of \$35.00 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/sem
Enclosures



GATX Corporation
500 West Monroe Street
Chicago, IL 60661

Robert C. Lyons
Chief Financial Officer
Executive

Tel: 312.621.6633
Fax: 312.621.6644
robert.lyons@gatx.com

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As of May 11, 2007

MAY 11 '07 -5 00 PM

SURFACE TRANSPORTATION BOARD

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

Re: GATX Financial Corporation

Dear Mr. Williams:

Please be advised that on May 11, 2007, GATX Financial Corporation, a Delaware corporation, merged with and into GATX Corporation, a New York corporation. All of the assets, liabilities and obligations of GATX Financial Corporation immediately prior to the merger, by operation of law and without any action of any party, became the assets, liabilities and obligations of GATX Corporation immediately following the merger.

Very truly yours,

GATX Corporation

By:

Name: Robert C. Lyons

Title: Chief Financial Officer

State of Illinois)
) SS
County of Cook)

On this 10TH day of May 2007, before me personally appeared Robert C. Lyons, to me personally known, who being by me duly sworn, say that he is Chief Financial Officer, of GATX Corporation, that said instrument was signed on such date no 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.

Patricia Lodge

Notary Public

[Notarial Seal]



My commission expires:

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

5/11/07



Robert W. Alvord