

RECORDATION NO. 16820-D FILED

APR 03 '08 -9 30 AM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1984)

April 3, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

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 March 31, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATX Trust 90-1) and related documents previously filed with the Board under Recordation Number 16820.

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

Indenture Trustee: U.S. Bank National Association
225 Franklin Street
Boston, MA 02110

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

Anne K. Quinlan, Esquire
April 3, 2008
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A description of the railroad equipment covered by the enclosed document is:

8 railcars within the series WC 84020 - WC 84379 as more particularly set forth in the attachment to the document

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 \$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,

A handwritten signature in black ink, appearing to read "Alvord", followed by a horizontal line extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

BILL OF SALE AND PARTIAL RELEASE

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee under GATX Trust 90-1 (the "Lessor") under an Equipment Lease Agreement (GATX Trust 90-1) dated as of March 15, 1990 (the "Lease") between the Lessor and GATX Corporation, successor by merger to GATX Capital 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 on Exhibit A attached hereto (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.

U.S. Bank National Association, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust 90-1 dated as of March 15, 1990 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: March 31, 2008

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

By: Jacqueline E. Solone
Title: Jacqueline E. Solone
Administrative Account Manager

U.S. Bank National Association,
not in its individual capacity, but
solely as Indenture Trustee

By: _____
Title: _____

State of Delaware)
) SS
County of New Castle)

On this 31st day of March, 2008, before me personally appeared Jacqueline Solone, to me personally known, who being by me duly sworn, say that he/she is a _____ 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/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public **DIANNE M. BRUTON**
 Notary Public - State of Delaware
[Notarial Seal] **My Comm. Expires Nov. 27, 2011**

My commission expires:

State of Massachusetts)
) SS
County of Suffolk)

On this _____ day of _____, 2008, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he/she is a _____ of US Bank National Association, 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:

BILL OF SALE AND PARTIAL RELEASE

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee under GATX Trust 90-1 (the "Lessor") under an Equipment Lease Agreement (GATX Trust 90-1) dated as of March 15, 1990 (the "Lease") between the Lessor and GATX Corporation, successor by merger to GATX Capital 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 on Exhibit A attached hereto (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.

U.S. Bank National Association, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust 90-1 dated as of March 15, 1990 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: March 31, 2008

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

By: _____
Title: _____

U.S. Bank National Association,
not in its individual capacity, but
solely as Indenture Trustee

By: Crystal Deperry
Title: Crystal Deperry
Trust Officer

State of Delaware)
) SS
County of New Castle)

On this _____ day of _____, 2008, before me personally appeared _____, to me personally known, who being by me duly sworn, say that he/she is a _____ 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/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 Massachusetts)
) SS
County of Suffolk)

On this 31st day of March, 2008, before me personally appeared Crystal Deperry, to me personally known, who being by me duly sworn, say that he/she is a Trust Officer of US Bank National Association, 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

Susan P. McNally

[Notarial Seal]

My commission expires:

SUSAN P. McNALLY
Notary Public - Connecticut
My Commission Expires Mar. 31, 2010

Exhibit A

**Railcar Operating
Stencil Number**

- 1) WC 084020
- 2) WC 084073
- 3) WC 084081
- 4) WC 084097
- 5) WC 084155
- 6) WC 084045
- 7) WC 084069
- 8) WC 084379

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: 4/3/08



Robert W. Alvord