

RECORDATION NO. 18934 - <sup>BBB</sup> FILED

MAY 22 '08 - 10 00 AM

**SURFACE TRANSPORTATION BOARD**

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

May 22, 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 May 15, 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 (GATC Trust No. 94-1) and related documents previously filed with the Commission and the Board under Recordation Number 18934.

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  
225 Franklin Street  
Boston, Massachusetts 02101

Indenture Trustee: J. P. Morgan Trust Company, N.A., successor  
to Bank One, National Association  
One First National Plaza  
Chicago, Illinois 60670

Anne K. Quinlan, Esquire  
May 22, 2008  
Page 2

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

1 railcar RELEASED: GATX 64655.

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 'R. Alvord', with a horizontal line extending from the end of the signature.

↙ Robert W. Alvord

RWA/sem  
Enclosures

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**BILL OF SALE AND PARTIAL RELEASE**

**SURFACE TRANSPORTATION BOARD**

U.S. Bank National Association as successor to State Street Bank and Trust Company, not in its individual capacity, but solely as Trustee under GATC Trust 94-1 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 94-1) dated as of August 9, 1994 (the "Lease") between the Lessor and GATX Corporation, a New York corporation, successor by merger to GATX Financial Corporation, a Delaware company, successor by merger to General American Transportation 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 064655 (the "Unit") effective October 29, 1999, "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.

The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A., successor-in-interest to Bank One, National Association, not in its individual capacity, but solely as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 94-1) dated as of August 9, 1994 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges any security interest in the Unit it may have under the Indenture effective October 29, 1990 and hereby acknowledges that the Unit is not thereafter subject to the Lease.

Dated: May 15, 2008

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

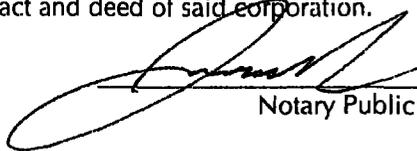
By:   
Title: Vice President

The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A., successor-in-interest to Bank One, National Association, not in its Individual capacity, but solely as Indenture Trustee

By: \_\_\_\_\_  
Title: \_\_\_\_\_

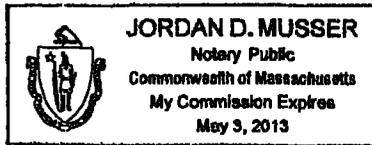
State of Massachusetts )  
 ) SS:  
County of Suffolk )

On the 19 day of May, 2008, before me personally appeared Alison D.B. Nadeau, Vice President U.P. of U.S. Bank National Association as 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 (s)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:



State of Illinois )  
 ) SS:  
County of Cook )

On the \_\_\_ day of \_\_\_\_\_, 2008, before me personally appeared \_\_\_\_\_, to me known, who being by me duly sworn, say that (s)he is a \_\_\_\_\_ of The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A., successor-in-interest to Bank One, National Association, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)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:

State of Massachusetts )  
 ) SS:  
County of Suffolk )

On the \_\_\_ day of \_\_\_\_\_, 2008, before me personally appeared \_\_\_\_\_, to me known, who being by me duly sworn, says that (s)he is a \_\_\_\_\_ of U.S. Bank National Association as 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 (s)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:

State of Illinois )  
 ) SS:  
County of Cook )

On the 21st day of May, 2008, before me personally appeared J. BARTOLINI, to me known, who being by me duly sworn, say that (s)he is a VICE PRESIDENT of The Bank of New York Trust Company, N.A., successor-in-interest to JPMorgan Trust Company, N.A., successor-in-interest to Bank One, National Association, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)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:

**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: 5/22/08



\_\_\_\_\_  
Robert W. Alvord