

RECORDATION NO. 18409-0
REC'D

DEC 03 '08 -11 00 AM

SURFACE TRANSPORTATION BOARD

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

December 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 September 24, 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 1993-C) previously filed with the Board under Recordation Number 18409.

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

Owner Trustee: Wilmington Trust Company
1100 North Market Street
Wilmington, DE 19890

Indenture Trustee: US Bank National Association (as successor to
State Street Bank and Trust Company), not in
its individual capacity but solely as Trustee)
225 Franklin Street
Boston, MA 02110

Anne K. Quinlan, Esquire
December 3, 2008
Page 2

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

2 railcars RELEASED: PHNX 1019 and PHNX 1078

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 \$41.00 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

RECORDATION NO. 18409-0 FILED

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BILL OF SALE AND PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

Wilmington Trust Company, not in its individual capacity, but solely as Owner Trustee under GATX Trust 1993-C, (the "Lessor") under an Equipment Lease Agreement (GATX Trust 1993-C) dated as of September 1, 1993 (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 PNHX 001019 and PNHX 001078 (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.

US Bank National Association, as Indenture Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement GATX Trust 1993-C dated as of September 1, 1993 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Security Agreement and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: September 24, 2008

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

By: [Signature]
Title: [Signature]
Jacqueline E. Solone
Administrative Account Manager

US Bank National Association, not in its individual capacity, but solely as Indenture Trustee

By: [Signature]
Title: Vice President

State of Delaware)
) SS
County of New Castle)

On this 28 day of October, 2008, before me personally appeared Michael E. Solone, to me personally known, who being by me duly sworn, say that he/she is Administrative Account Manager 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.

Dianne M. Bruton

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

My commission expires:

State of Massachusetts)
) SS
County of Suffolk)

On this 20th day of November, 2008, before me personally appeared Alison D. B. Nadeau, to me personally known, who being by me duly sworn, say that he/she is a Vice President 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.

Jordan D. Musser

Notary Public
[Notarial Seal] JORDAN D. MUSSER
Notary Public
Commonwealth of Massachusetts
My Commission Expires
May 3, 2013

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: 12/3/08



Robert W. Alvord