

RECORDATION NO. 11500-P FILED

JAN 28 '09 -12 25 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

January 28, 2009

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

GATC Trust 3

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 January 13, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission and Board under Recordation Number 11500.

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

Lessor:	BNY Capital Funding LLC 1290 Avenue of the Americas New York, NY 10104
[Lessee:	GATX Corporation (successor by merger to GATX Financial Corporation) 222 West Adams Street Chicago, IL 60661]

Anne K. Quinlan, Esquire
January 28, 2009
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A description of the railroad equipment covered by the enclosed document
is:

1 railcar RELEASED: GATX 300440.

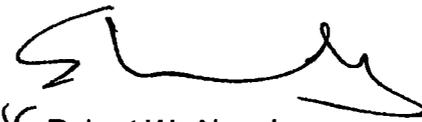
A short summary of the document to appear in the index is:

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

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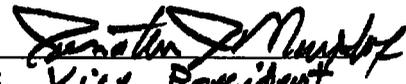
BILL OF SALE AND PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

BNY Capital Funding LLC, not in its individual capacity, but solely as Lessor under GATC Trust 3 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 3) dated as of February 15, 1980 (the "Lease") between the Lessor and GATX Corporation, a New York corporation successor by merger to GATX Financial Corporation, a Delaware 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 300440 (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.

Dated: January 13, 2009

BNY Capital Funding LLC, not in its individual capacity, but solely as Lessor

By: 
Title: Vice President

State of New York)
County of New York) SS

On this 23 day of January, 2009, before me personally appeared Jonathan J. Murphy, to me personally known, who being by me duly sworn, say that he/she is a Vice President of BNY Capital Funding LLC, 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]

JACQUELINE GADDY
Notary Public, State of New York
No. 01GA6029761
Qualified in Kings County
Commission Expires August 30, 2009

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: 1/28/09



Robert W. Alvord