

RECORDATION NO. 17521 - TTT
FILED

JAN 18 '11 -3 15 PM

SURFACE TRANSPORTATION BOARD

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

January 18, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

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 January 7, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the GATC Trust No. 91-1 previously filed with the Commission under Recordation Number 17521.

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, MA 02101

Indenture Trustee: The Bank of New York Mellon Trust Company,
N.A. (as successor to BNY Midwest Trust
Company)
One Wall Street
New York, NY 10286

Chief
Section of Administration
January 18, 2011
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A description of the railroad equipment covered by the enclosed document is:

2 railcars RELEASED: GATX 3911 and GATX 4462.

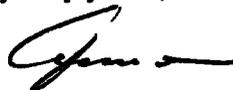
A short summary of the document to appear in the index is:

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

U.S. Bank National Association, successor to State Street Bank and Trust Company, successor to The Connecticut National Bank, not in its individual capacity, but solely as owner trustee under GATC Trust 91-1 (the "Lessor") under an Equipment Lease Agreement (GATC Trust 91-1) dated as of September 5, 1991 (as heretofore amended; including without limitation by First Amendment to Equipment Lease Agreement (GATC Trust No. 91-1) dated as of October 11, 2005) (the "Lease") between the Lessor and GATX Corporation, successor by merger to GATX Financial 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 GATX 003911 and GATX 004462 (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.

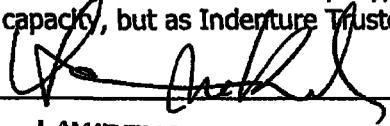
The Bank of New York Mellon Trust Company, N.A., successor to BNY Midwest Trust Company, as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust 91-1) dated as of September 5, 1991 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Units under the Indenture and hereby acknowledges that the Units are no longer subject to the Lease.

Dated: January 7, 2011

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

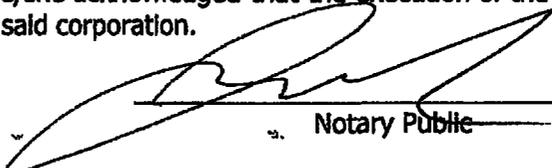
By: _____
Title: _____

The Bank of New York Mellon Trust Company, N.A., successor to BNY Midwest Trust Company, not in its individual capacity, but as Indenture Trustee

By: 
Title: _____
LAWRENCE M. KUSCH
VICE PRESIDENT

State of Massachusetts)
) SS:
County of Suffolk)

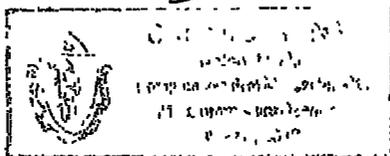
On the 13th day of January, 2011, before me personally appeared Alison B. Nadeau Vice President to me known, who being by me duly sworn, say that he/she is a Alison B. Nadeau of U.S. Bank National Association, successor to State Street Bank and Trust Company, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and 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 Illinois)
) SS:
County of Cook)

On the ___ day of _____, 2011 before me personally appeared _____, to me known, who being by me duly sworn, says that he/she is a _____ of The Bank of New York Mellon Trust Company, N.A., successor to BNY Midwest 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 the ___ day of _____, 2011, before me personally appeared _____ to me known, who being by me duly sworn, say that he/she is a _____ of U.S. Bank National Association, 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 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 Illinois)
) SS:
County of Cook)

On the 10th day of January, 2011 before me personally appeared Lawrence M. Kusch, to me known, who being by me duly sworn, says that he/she is a Vice President of The Bank of New York Mellon Trust Company, N.A., successor to BNY Midwest 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.



T. Mosterd

Notary Public

[Notarial Seal]

My commission expires 1/22/2013

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: _____

1/18/11



Robert W. Alvord