

RECORDATION NO. 20895-WW FILED

SEP 17 '10 -3 30 PM

SURFACE TRANSPORTATION BOARD

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

September 17, 010

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 as of July 21, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GARC Trust No. 97-1) and related documents previously filed with the Board under Recordation Number 20895.

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 of Connecticut, N.A.)
225 Franklin Street
Boston, MA 02110

Indenture
Trustee: The Bank of New York Mellon Trust Company,
N.A., successor in interest to The Bank of New
York Trust Company, N.A., successor in interest
to JPMorgan Chase Bank, N.A., successor in
interest to Bank One, National Association
One Wall Street
New York, NY 10286

Section Chief
September 17, 2010
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A description of the railroad equipment covered by the enclosed document is:

1 railcar RELEASED: GATX 096194.

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

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 each of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

BILL OF SALE AND PARTIAL RELEASE

U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, N.A., not in its individual capacity, but solely as Owner Trustee under GARC Trust 97-1 (the "Lessor") under an Equipment Lease Agreement (GARC Trust 97-1) dated as of September 24, 1997 (the "Lease") between the Lessor and General American Railcar 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 096194 (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.

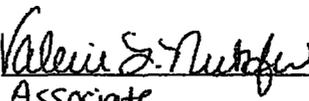
The Bank of New York Mellon Trust Company, National Association, as successor-in-interest to JP Morgan Chase Bank, as successor-in-interest to Bank One Trust Company, NA, as Trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GARC Trust 97-1) dated as of September 24, 1997 (the "Indenture") between the Lessor and the Indenture Trustee, hereby terminates, releases and discharges its security interest in the Unit under the Indenture and hereby acknowledges that the Unit is no longer subject to the Lease.

Dated: July 21, 2010

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

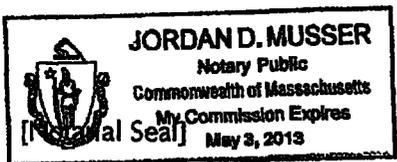
By: 
Title: Vice President

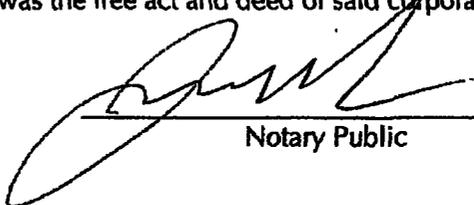
The Bank of New York Mellon Trust Company, National Association, as successor-in-interest JP Morgan Chase Bank, as successor-in-interest to Bank One Trust Company, NA, not in its individual capacity, but solely as Indenture Trustee

By: 
Title: Associate

State of Massachusetts)
) SS:
County of Suffolk)

On the 1 day of September, 2010, before me personally appeared Alison D.B. Nadeau Vice President of U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut N.A., 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.

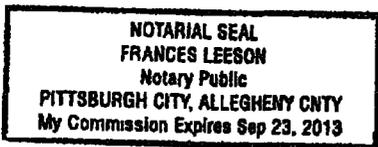



Notary Public

My commission expires: 5/3/13

of PENNSYLVANIA
State of ~~Illinois~~)
of ALLEGHENY) SS:
County of Cook)

On the 19 day of August, 2010, before me personally appeared Valerie L. Nuhsee Associate of The Bank of New York Mellon Trust Company, National Association, as successor-in-interest to JP Morgan Chase Bank, as successor-in-interest to Bank One Trust Company, NA, 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: 9-23-2013

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: 9/17/10



Robert W. Alvord