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

OF COUNSEL
URBAN A. LESTER

January 23, 2013

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 Partial Release, dated as of January 17, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease (GATC Trust 85-2) and related documents previously filed with the Commission under Recordation Number 14823.

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

Lessor: ATEL Capital Equipment Fund VII, L.P.
 c/o ATEL Leasing Corporation
 235 Pine Street
 San Francisco, CA 94104

[Lessee: GATX Corporation
 222 West Adams Street
 Chicago, IL 60661]

Chief
Section of Administration
January 23, 2013
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A description of the railroad equipment covered by the enclosed document is:

3 railcars RELEASED: GATX 21895, GATX 21896 and GATX 73752.

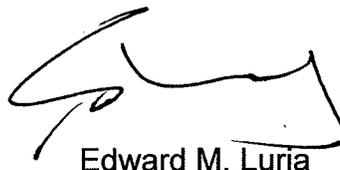
A short summary of the document to appear in the index is:

Bill of Sale Partial Release.

Also enclosed is a check in the amount of \$42.00 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 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

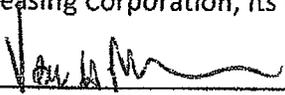
EML/sem
Enclosures

BILL OF SALE AND PARTIAL RELEASE

ATEL Capital Equipment Fund VII, L.P. (the "Lessor") under an Equipment Lease Agreement (GATC Trust No. 85-2) dated as of October 25, 1985 (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 021895, GATX 021896 and GATX 073752 (the "Units") "as is," "where is," without recourse, representation or warranty, expressed or implied, 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.

Dated: January 17, 2013

ATEL Capital Equipment Fund VII, L.P.
By: ATEL Financial Services, LLC, its General Partner
By: ATEL Leasing Corporation, its Manager

By: 
Name: Vasco H. Morais
Title: Executive Vice President

ATEL LEGAL DEPARTMENT
APPROVED
AS TO FORM

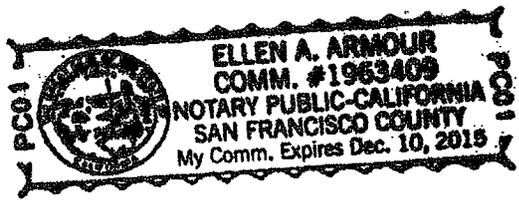
BY: 

State of California)
) SS
County of San Francisco)

On this 17th day of JANUARY, 2013, before me personally appeared VASCO H. MDRAIS to me personally known, who being by me duly sworn, say that he/she is a Executive Vice President of ATEL Capital Equipment Fund VII, L.P., that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public Ellen A. Armour
ELLEN A. ARMOUR
[Notarial Seal]

My commission expires: December 10, 2015



CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 1/23/12

Edward M Luria
Edward M. Luria