

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)

March 4, 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 and Partial Release, dated as of February 28, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Equipment Lease Agreement (GATC Trust No. 96-2) and related documents previously filed with the Board under Recordation Number 20245.

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

Indenture Trustee: The Bank of New York Mellon Trust Company,  
N.A., successor-in-interest to JP Morgan Trust  
Company, N.A., successor-in-interest to  
Bank One, NA  
1 Bank One Plaza  
Chicago, Illinois 60670

Owner Trustee: Wells Fargo Bank Northwest, N.A.  
299 South Main Street, 12<sup>th</sup> Floor  
Salt Lake City, Utah 84111

Section Chief  
March 4, 2013  
Page 2

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

5 railcars RELEASED: GPLX 74594, GATX 9651, GATX 9657, GATX 9687 and GATX 62158 .

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 \$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,



Edward M. Luria

EML/sem  
Enclosures

BILL OF SALE AND PARTIAL RELEASE

Wells Fargo Bank Northwest, N.A., not in its individual capacity, but solely as Trustee under GATC Trust No. 96-2 (the "Lessor") under an Equipment Lease Agreement (GATC Trust No. 96-2) dated as of August 28, 1996 (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 GPLX 074594, GATX 009651, GATX 009657, GATX 009687 and GATX 062158 (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.

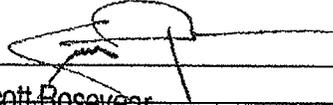
The Bank of New York Mellon Trust Company, N.A., successor-in-interest to J.P. Morgan Trust Company, N.A., successor-in-interest to Bank One, National Association, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust No. 96-2) dated as of August 28, 1996 (the "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: February 28, 2013

Wells Fargo Bank Northwest, N.A., not in its individual capacity, but solely as Owner Trustee

By: \_\_\_\_\_

Title: \_\_\_\_\_

  
Scott Rosevear  
Vice President

The Bank of New York Mellon Trust Company, N.A.,  
successor-in-interest to J. P. Morgan Trust Company,  
N.A., successor-in-interest to Bank One, National  
Association, as Indenture Trustee

By: \_\_\_\_\_

Title: \_\_\_\_\_

**BILL OF SALE AND PARTIAL RELEASE**

Wells Fargo Bank Northwest, N.A., not in its individual capacity, but solely as Trustee under GATC Trust No. 96-2 (the "Lessor") under an Equipment Lease Agreement (GATC Trust No. 96-2) dated as of August 28, 1996 (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 GPLX 074594, GATX 009651, GATX 009657, GATX 009687 and GATX 062158 (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-in-interest to J.P. Morgan Trust Company, N.A., successor-in-interest to Bank One, National Association, as trustee (the "Indenture Trustee") under a Trust Indenture and Security Agreement (GATC Trust No. 96-2) dated as of August 28, 1996 (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: February 28, 2013

Wells Fargo Bank Northwest, N.A., not in its individual capacity, but solely as Owner Trustee

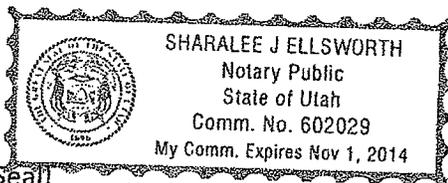
By: \_\_\_\_\_  
Title: \_\_\_\_\_

The Bank of New York Mellon Trust Company, N.A.,  
successor-in-interest to J. P. Morgan Trust Company,  
N.A., successor-in-interest to Bank One, National  
Association, as Indenture Trustee

By:  \_\_\_\_\_  
Title: **VICE PRESIDENT**

State of Utah )  
 ) SS:  
County of Salt Lake )

On the 1<sup>ST</sup> day of MARCH, 2013 before me personally appeared Scott Rosevear, to me known, who being by me duly sworn, say that (s)he is a Vice President of Wells Fargo Bank Northwest, N.A., that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Notarial Seal]

  
\_\_\_\_\_  
Notary Public

My commission expires:

State of Illinois )  
 ) SS:  
County of Cook )

On the \_\_\_ day of \_\_\_\_\_, 2013, before me personally appeared \_\_\_\_\_, to me known, who being by me duly sworn, says that (s)he is a \_\_\_\_\_ of The Bank of New York Mellon Trust Company, N.A., successor-in-interest to J. P. Morgan Trust Company, N.A., successor-in-interest to Bank One, National Association, as Indenture Trustee, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he 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 Utah )  
 ) SS:  
County of Salt Lake )

On the \_\_\_ day of \_\_\_\_\_, 2013 before me personally appeared \_\_\_\_\_, to me known, who being by me duly sworn, say that (s)he is a \_\_\_\_\_ of Wells Fargo Bank Northwest, N.A., that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

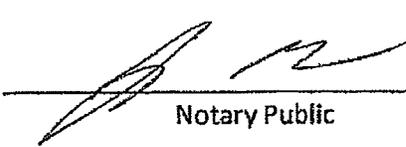
\_\_\_\_\_  
Notary Public

[Notarial Seal]

My commission expires:

State of Illinois )  
 ) SS:  
County of Cook )

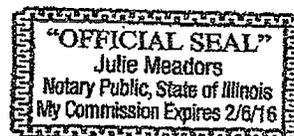
On the 1<sup>st</sup> day of March, 2013, before me personally appeared D. G. DONOVAN, to me known, who being by me duly sworn, says that (s)he is a VICE PRESIDENT of The Bank of New York Mellon Trust Company, N.A., successor-in-interest to J. P. Morgan Trust Company, N.A., successor-in-interest to Bank One, National Association, as Indenture Trustee, that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

[Notarial Seal]

My commission expires: 2-6-16

2



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: 3/4/13

*Edward M Luria*

Edward M. Luria