

# Taylor, Morell & Gitomer

June 10, 1993

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Washington, DC 20006  
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310 Golden Shore  
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RECORDATION NO. 8784-C FILED 1425

JUN 10 1993 1:25 AM

INTERSTATE COMMERCE COMMISSION

Honorable Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

Dear Secretary Strickland:

I have enclosed the original and three certified copies of the document described below, to be recorded pursuant to 49 U.S.C. § 11303.

The document is a Termination and Release of Security Interest, a secondary document, dated March 31, 1993. The primary documents to which this document is connected are recorded under Recordation Nos. 8784 and 8785. We request that this document be recorded under Recordation Nos. 8784-C and 8785-C.

The names and addresses of the parties to the Termination and Release of Security Agreement are as follows:

Debtor:

BA Leasing & Capital Corporation,  
successor to BameriLease, Inc., and Pacific Systems, Inc.  
Four Embarcadero Center  
12th Floor  
San Francisco, CA 94111

Secured Party:

Mercantile-Safe Deposit and Trust Company  
2 Hopkins Plaza  
Baltimore, MD 21201

A description of the equipment covered by the document consists of 150 70-ton open-top hopper cars numbered BN 548850-548999, all inclusive.

MOTOR OPERATING UNIT  
JUN 10 1 30 AM '93

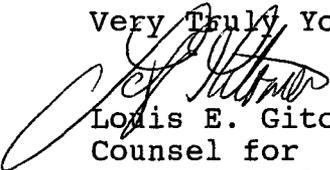
*Completed Copying for 15 documents  
Taylor, Morell & Gitomer*

A fee of \$32.00 is enclosed. Please return the original and one certified copy to:

Louis E. Gitomer  
Taylor, Morell & Gitomer  
Suite 210  
919 18th Street, N.W.  
Washington, DC 20006

A short summary of the document to appear in the index follows: a Termination and Release of Security Interest, dated March 31, 1993, by BA Leasing & Capital Corporation, successor to BameriLease, Inc., and Pacific Systems, Inc., Four Embarcadero Center, 12th Floor, San Francisco, CA 94111, and Mercantile-Safe Deposit and Trust Company, 2 Hopkins Plaza, Baltimore, MD 21201, covering 150 70-ton open-top hopper cars numbered BN 548850-548999, all inclusive.

Very Truly Yours,



Louis E. Gitomer  
Counsel for  
GATX Capital Corporation

Interstate Commerce Commission  
Washington, D.C. 20423

6/10/93

OFFICE OF THE SECRETARY

Louis E. Gitomer

Taylor Morell & Gitomer  
919 18th St N.W. Suite 210  
Washington, D.C. 20423

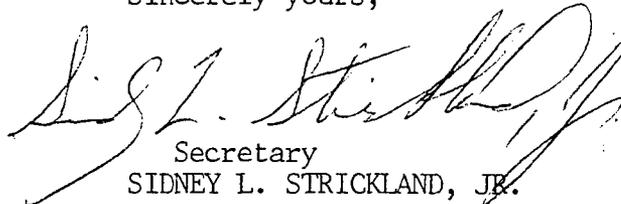
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions  
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,

on **6/10/93** at **1:25pm**, and assigned

recordation number(s). **8784-C, 8785-C&D 8988-BC&D 8989-AB&C 14704-BC&D**  
**B & D B**

Sincerely yours,



Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RECORDATION NO. 8784-C FILED 1425

JUN 10 1993 1:25AM

INTERSTATE COMMERCE COMMISSION

TERMINATION AND RELEASE OF SECURITY INTEREST

The undersigned hereby terminate that certain Security Agreement and Trust Deed dated as of March 1, 1977 from Pacific Systems, Inc., predecessor in interest to BA Leasing & Capital Corporation, as debtor, and Mercantile-Safe Deposit and Trust Company, as secured party, recorded with the Interstate Commerce Commission on April 15, 1977 and assigned recordation number 8785 (the "Security Agreement") Mercantile-Safe Deposit and Trust Company hereby releases any and all interests it has or may have in the Collateral as defined in the Security Agreement including without limitation the following equipment:

150 70-ton rebuilt open-top hopper cars, marked and numbered BN548850 to BN548999, both inclusive.

Dated this 31st day of March, 1993.

DEBTOR

SECURED PARTY

BA Leasing & Capital Corporation  
(successor to Pacific Systems, Inc.)

Mercantile-Safe Deposit  
and Trust Company, as  
Security Trustee

By: Maddalena M. Brennan

By: Robert D. Brown

Title: Assistant Vice President

Title: Corporate Trust Officer

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

No. 5193

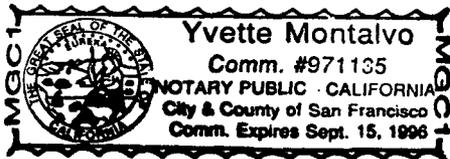
State of CALIFORNIA  
County of SAN FRANCISCO

On 4-8-93 before me, YVETTE MONTALVO  
DATE NAME, TITLE OF OFFICER - E.G., "JANE DOE, NOTARY PUBLIC"

personally appeared MILDRED M. BRENNAN  
NAME(S) OF SIGNER(S)

personally known to me - OR -  proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Yvette Montalvo  
SIGNATURE OF NOTARY

**OPTIONAL SECTION**  
**CAPACITY CLAIMED BY SIGNER**

Though statute does not require the Notary to fill in the data below, doing so may prove invaluable to persons relying on the document.

- INDIVIDUAL
- CORPORATE OFFICER(S)
- TITLE(S)
- PARTNER(S)  LIMITED  GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER: \_\_\_\_\_

**SIGNER IS REPRESENTING:**

NAME OF PERSON(S) OR ENTITY(IES)  
\_\_\_\_\_  
\_\_\_\_\_

**OPTIONAL SECTION**

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:

Though the data requested here is not required by law, it could prevent fraudulent reattachment of this form.

TITLE OR TYPE OF DOCUMENT \_\_\_\_\_

NUMBER OF PAGES \_\_\_\_\_ DATE OF DOCUMENT \_\_\_\_\_

SIGNER(S) OTHER THAN NAMED ABOVE \_\_\_\_\_

State of )  
County of ) SS.  
 )

Before me, the undersigned notary, on this day personally appeared \_\_\_\_\_ to me personally known who being by me duly sworn, says that he/she is a \_\_\_\_\_ of BA Leasing & Capital Corporation ("Company"), that the above Termination and Release of Security Interest ("Agreement") was signed on behalf of said Company by authority of its Board of Directors and he/she acknowledged that the execution of the foregoing Agreement was the free act and deed of said company.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this \_\_\_\_\_ of \_\_\_\_\_, 1993.

[SEAL]

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:  
\_\_\_\_\_

State of *Maryland* )  
County of *Baltimore* ) SS.  
*City* )

Before me, the undersigned notary, on this day personally appeared *Robert D. Brown* to me personally known who being by me duly sworn, says that he/she is a *Corporate Trust Officer* of Mercantile-Safe Deposit and Trust Company ("Company"), that the above Termination and Release of Security Interest ("Agreement") was signed on behalf of said Company by authority of its Board of Directors and he/she acknowledged that the execution of the foregoing Agreement was the free act and deed of said company.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this *31<sup>st</sup>* of *March*, 1993.

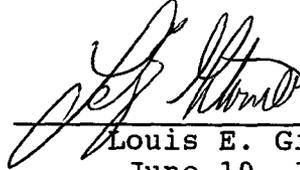
[SEAL]

*Michael A. Stahl*  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:  
*9/25/94*  
\_\_\_\_\_

**CERTIFICATION**

I, LOUIS E. GITOMER, have compared this copy of the original Termination and Release of Security Agreement dated March 31, 1993, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



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Louis E. Gitomer  
June 10, 1993