

RECORDATION NO. 14823-J FILED

AUG 14 '09 -10 30 AM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1864)

August 14, 2009

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D C. 20423-0001

Re: GATC Trust 85-2

Dear Ms. Quinlan.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release, dated as of July 13, 2009, 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) previously filed with the Board 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 (successor by merger to
GATX Financial Corporation)
500 West Monroe Street
Chicago, IL 60661]

Anne K. Quinlan, Esquire
August 14, 2009
Page 2

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

2 railcars RELEASED: GATX 17883 AND GATX 61091.

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

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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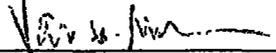
BILL OF SALE AND PARTIAL RELEASE

ATEL Capital Equipment Fund VII, L.P. (the "Lessor") under an Equipment Lease Agreement (GATC Trust 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 017883 and GATX 061091 (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

Buyer shall defend, indemnify and hold Seller harmless for any and all taxes, whether Federal, State or local resulting from this conveyance

Dated: July 13, 2009

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

STATE OF California }

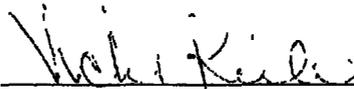
ss.

COUNTY OF San Francisco }

On August 10, 2009, before me, Vicki Kiele, the undersigned Notary Public, personally appeared Vasco H. Morais, proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to this instrument and acknowledged to me that s/he executed the same on such day in her/his authorized capacity, and that by her/his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal





Notary Public
Commission Number: 1811693

My Commission expires August 30, 2012

(Notarial Seal)

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:

8/14/09



Robert W. Alvord