

RECORDATION NO 12755-II FILED
July 02, 2012 01:30 PM
SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

July 2, 2012

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 Lease Termination Agreement, dated as of July 2, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease of Railroad Equipment GATC Trust 6, as amended, previously filed with the Commission under Recordation Number 12755-B.

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

Lessor: Banc of America Leasing & Capital, LLC
One Financial Plaza
Providence, RI 02903

Lessee: GATX Corporation (successor by merger to
GATX Financial Corporation)
500 West Monroe Street
Chicago, Illinois 60661

Section Chief
July 2, 2012
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A description of the railroad equipment covered by the enclosed document is:

All railroad equipment that remains subject to the Lease, as amended, filed under Recordation Number 12755-B has been TERMINATED..

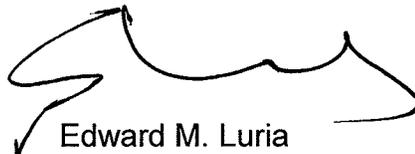
A short summary of the document to appear in the index is:

Lease Termination Agreement.

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,



Edward M. Luria

EML/sem
Enclosures

LEASE TERMINATION AGREEMENT

THIS LEASE TERMINATION AGREEMENT (this "Agreement"), dated as of July 2, 2012, is made and entered into by and between GATX Corporation, successor by merger to GATX Financial Corporation ("Lessee"), and Banc of America Leasing & Capital, LLC, successor to Security Public Equipment Leasing, Inc. ("Lessor").

WHEREAS, Lessor and Lessee are parties to a Lease of Railroad Equipment, dated as of December 15, 1980 (as amended, extended and supplemented, the "Lease") filed and recorded with the Surface Transportation Board under recordation number 12755-B on January 12, 1981, pursuant to which Lease, Lessor leased certain railroad cars to Lessee, all as more particularly described therein (the "Railroad Equipment").

WHEREAS, all of the Railroad Equipment that remains subject to the Lease (the "Remaining Railroad Equipment") has been sold to Lessee as of the date hereof and Lessor has no further rights thereto or interest therein.

NOW THEREFORE, in consideration of the mutual covenants and agreements contained herein, the parties agree as follows:

1. The Lease shall be terminated on the date hereof with respect to the all Remaining Railroad Equipment and neither party shall have any further obligation to the other thereunder with respect to any Remaining Railroad Equipment.
2. This Agreement shall be filed with the Surface Transportation Board as evidence of such termination.
3. This Agreement may be executed in one or more counterparts and via facsimile or other form of electronic transmission, each of which shall be deemed an original and all of which when taken together will constitute one and the same instrument.

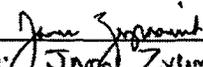
[Signature page follows]

IN WITNESS WHEREOF, the parties have duly executed and delivered this Agreement as of the date first written above.

BANC OF AMERICA LEASING & CAPITAL, LLC

GATX CORPORATION

By: 
Name: Barry Glass
Title: Vice President

By: 
Name: James Zylowich
Title: Vice President

STATE OF RHODE ISLAND

)
) ss.
)

COUNTY OF PROVIDENCE

On this 3rd day of July, 2012, before me personally appeared Stephanie O. Holland, to me personally known, who being by me duly sworn, says that she is the Senior Vice President of Banc of America Leasing & Capital, LLC and that the foregoing instrument was signed on behalf of said company, and she acknowledged that the execution of the said instrument was her free act and deed.


NOTARY PUBLIC *Lisa A. Evara*

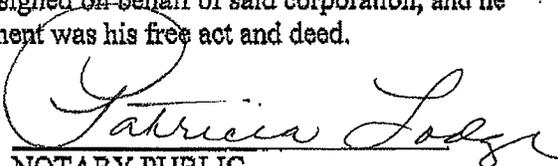
My commission expires: 2-8-2013

STATE OF ILLINOIS

)
) ss.
)

COUNTY OF COOK

On this 3rd day of July, 2012, before me personally appeared James Zupancich, to me personally known, who being by me duly sworn, says that he is the Vice President of GATX Corporation and that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.


NOTARY PUBLIC

My commission expires: 07-01-15



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: 7-2-12

Edward M Luria

Edward M. Luria