



200303240339

Skagit County Auditor

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RECORD AND RETURN TO:
WEIL, GOTSHAL & MANGES LLP
767 FIFTH AVENUE
NEW YORK, NEW YORK 10153
ATTN: BETH E. SHALEV, ESQ.

Name of Instrument:
SUBSTITUTION OF TRUSTEE & FULL RECONVEYANCE

Date:
March 18, 2003

* CITIBANK, N.A.

Whereas, the undersigned is the owner and holder of the indebtedness secured by the security instrument identified on Exhibit A hereto (the "Security Instrument") encumbering the premises described therein (the "Premises");

* * DT # 200203290078

Whereas, the undersigned in its capacity as beneficiary, does hereby appoint and substitute itself as trustee thereunder;

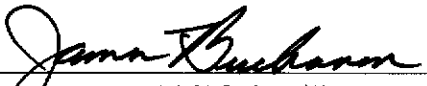
Now therefore, in consideration of the foregoing and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, as to the Security Instrument: (a) the undersigned certifies that the indebtedness secured by the Security Instrument has been fully paid, (b) the undersigned does hereby remise, release, quitclaim, grant and convey without warranty unto the owner the Premises encumbered by the Security Instrument, (c) the undersigned certifies that the Security Instrument is paid, canceled, satisfied in full, discharged, terminated and of no further force and effect, and (d) the undersigned releases the Premises from the lien and effect of the Security Instrument.

[REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

In witness whereof, the undersigned, by its duly elected officer and pursuant to proper authority, has duly executed, acknowledged and delivered this instrument as of the day and year first above written.

CITIBANK, N.A., as Documentation Agent

By:


Name: JAMES BUCHANAN
Title: Attorney-in-fact




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State of NY
County of NY

On March 18, 2003, before me, the undersigned, a Notary Public in and for said State, personally appeared James Buchanan, personally known to me or proved to me on the basis of satisfactory evidence to be the individual(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 capacity(ies), and that by his / her / their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument.

Witness my hand and official seal.



Notary Public

My commission expires:

RICHARD L. APICELLA
Notary Public, State of New York
No. 02AP4738370
Qualified in Nassau County
Commission Expires Dec. 31, 2005



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Exhibit A

Security Instrument

The following Security Instrument is recorded in the public records of

City/Town: Burlington
County: Skagit
State: Washington

Leasehold Deed of Trust, Security Agreement, Assignment of Leases and Rents and Fixture
Filing (the "Mortgage")

Amount: \$338,600,000.00
Grantor: HEXCEL CORPORATION
Trustee: Chicago Title Insurance Company
Beneficiary: CITIBANK, N.A., as Documentation Agent
Dated: March 21, 2002
Recorded: March 28, 2002
#: 200203280078

