

RECORDATION NO. 24070-D

AUG 03 2016 -3 :55 PM

SURFACE TRANSPORTATION BOARD

July 19, 2016

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board (the "Board")
395 E Street, S.W.
Washington, DC 20423-0001

Re: Bank of America-Wisconsin & Southern Railroad
Partial Release of Security Agreement

Dear Chief:

I am enclosing for the recording pursuant to Section 11301 of Title 49 of the United States Code, two (2) executed copies of the Partial Release of Security Agreement, dated as of July 19th, 2016, from Bank of America, formerly known as LaSalle Bank National Association, as secured party, in favor of the Debtors (as defined therein). The enclosed document relates to that certain Loan and Security Agreement dated August 13, 2002, by and among the Debtor and the Secured Party, a memorandum of which was recorded with the Surface Transportation Board on August 16, 2005 at 11:57 A.M. under recordation number 24070-D.

The name and address of the party to the enclosed document is as follows:

Secured Party: Bank of America
135 S. LaSalle
Chicago, IL 60603

The equipment covered as of the date hereof by the aforesaid Partial Release of Security Agreement consists of the following:

1 GP-38 Locomotive bearing the reporting mark WAMX 3808;

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

Partial Release of Security Agreement.

A fee of forty-three dollars (\$43.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Edward M. Luria, Esq.
Alvord and Alvord
1050 Seventeenth Street, N.W.
Suite 301
Washington, DC 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned at 312.537.6025

Sincerely,

A handwritten signature in black ink that reads "Ciara Bochenek". The signature is written in a cursive style with a large, looping initial "C".

Ciara Bochenek

By: August Francis

Enclosure

PARTIAL RELEASE OF SECURITY AGREEMENT

Memorandum of Partial Release of Security Agreement, effective as of July 19th, 2016, from Bank of America, as secured party ("*Secured Party*") in favor of Wisconsin Southern Railroad, L.L.C., (referred to herein as the "*Debtor*")

WITNESSETH:

1. The undersigned have entered into that certain Loan and Security Agreement, dated as of August 13, 2002 (the "*Security Agreement*"), by which each Debtor has granted to Secured Party a security interest in certain railroad equipment bearing reporting marks as listed on Schedule G attached to the Security Agreement in order to secure such Debtor's performance of its obligations as described in the Security Agreement. Capitalized terms used herein without definition have the meanings assigned to them in the Indenture.

2. The Security Agreement (or a memorandum thereof) was recorded with Surface Transportation Board on August 16, 2005 A.M. under recordation number 24070-D pursuant to Section 11301 of Title 49 of the United States Code.

3. The Security Agreement is terminated effective as of the date hereof solely with respect to the locomotives set forth on Exhibit A attached hereto.

4. This Partial Release of Security Agreement shall neither impair nor terminate the rights and obligations of the parties under the Security Agreement which expressly survive this partial release.

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SURFACE TRANSPORTATION BOARD

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officers duly authorized as of the date and year first above written

Bank of America, as Agent

By 

Name: Ciara Forrest Bochenek

Title: Vice President

Executed on this 19th day of July, 2016

STATE OF DC)
) SS.:
COUNTY OF Cook)

On this, the 19 day of July, 2016, before me, a notary public in and for said County and State, personally appeared Ciana Bochevit, who being by me duly sworn, says that (s)he is the Vice President of Bank of America, that said instrument was signed on July 19, 2016 on behalf of said association by authority of its Board of Directors, and (s)he acknowledged that the execution of the forgoing instrument was the free act and deed of said association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Ursula M. Slotkus

Name: Ursula M. Slotkus
Notary Public
My Commission Expires: 1/12/19
Residing in Illinois

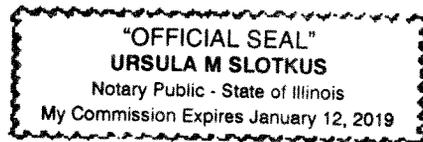


EXHIBIT A

UNITS

EQUIPMENT

QUANTITY

REPORTING MARKS

GP-38 Locomotives

1

WAMX 3808