

RECORDATION NO. 26886-GGG  
FILED SEPTEMBER 21, 2016 5:35 PM  
SURFACE TRANSPORTATION BOARD



**RESIDCO**

RESIDUAL BASED FINANCE CORPORATION

Deborah A. Edwards, General Counsel

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Chicago, Illinois 60602

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September 21, 2016

Chief of the Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington D.C. 20423

Dear Section Chief:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. Section 11301.

The document is a Partial Release and Discharge of Security Interest, dated September 21, 2016, a secondary document. The enclosed document is a partial release and relates to documents previously filed with the Board under Recordation No.26886.

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

Lender: MB Financial Bank, as Administrative Agent  
6111 North River Road  
Rosemont, IL 60018

Borrower: Residual Based Finance Corporation  
ALF P-I, Inc.  
ALF P-II, Inc.  
ALF P-III, Inc.  
ALF IV, Inc.  
ALF VII, LLC  
AVF II, L.L.C.  
RLH1 LLC  
Bangor & Aroostook Holdings, Inc.  
70 W. Madison Street, #2340  
Chicago, IL 60602

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

35 covered hopper railcars, with reporting marks and road numbers as follows:

GGCX 1185 – GGCX 1219 inclusive; and

36 covered hopper railcars, with reporting marks and road numbers as follows:

GGCX 1220 – GGCX 1258, inclusive (excluding GGCX 1230, GGCX 1232 and GGCX 1237); and

26 covered hopper railcars, with reporting marks and road numbers as follows:

GGCX 1499 – GGCX 1525, inclusive (excluding GGCX 1512).

All as more fully set forth on the attachment hereto.

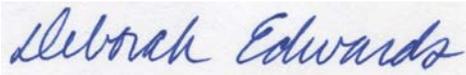
A short summary of the document to appear in the index is:

Partial Release and Discharge of Security Interest

Please bill me. Please return one stamped copy to me at:

Deborah A. Edwards  
c/o RESIDCO  
70 W. Madison Street, #2340  
Chicago, IL 60602  
[edwards@residco.com](mailto:edwards@residco.com)

Very truly yours,

A handwritten signature in blue ink that reads "Deborah Edwards". The signature is written in a cursive style and is placed on a light-colored rectangular background.

Deborah A. Edwards

**PARTIAL RELEASE AND DISCHARGE OF SECURITY INTEREST**

The undersigned, MB Financial Bank, N.A., as Administrative Agent under the Amended and Restated Master Railroad Security Agreement dated as of July 15, 2012, as amended from time to time (the "Master Security Agreement").

For good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby releases and discharges any and all of its interests in, security interest in, liens, leasehold interest and other security interest in the railroad equipment, related rents, leases and profits described in Attachment A hereto ("Property Discharged").

This partial release and discharge includes the release of the security interest granted to Secured Party in the Property Discharged pursuant to that certain Eighth Amendment to Amended and Restated Master Railroad Security Agreement dated as of September 30, 2014, and filed at the STB as that certain Memorandum of Eighth Amendment to Amended and Restated Master Railroad Security Agreement dated as of September 30, 2014, as recordation #26886-NN and filed on October 1, 2014 at 10:30 a.m.

NOTICE OF PARTIAL DISCHARGE ONLY: This release and discharge is intended to be only a discharge as to the Property Discharged. Administrative Agent's security interest in all other railroad equipment in such Memorandum shall remain.

Dated this 21 day September, 2016

MB Financial Bank, N.A., a national banking Association  
As Administrative Agent

By: Keith J. Niebrugge

Name: Keith J. Niebrugge  
Title: Senior Vice President

State of Illinois

) ss:

County of Cook

On this 21 day of September, 2016, before me, personally appeared Keith J. Niebrugge, to me personally known, who being by me duly sworn, says that he is Senior Vice President of MB Financial Bank and that said instrument was signed on behalf of said Bank by authority of its Board of Directors, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Chaunte Hess  
Signature of Notary Public

[Seal]

My commission expires 11-13-2019



Attachment A to STB Partial Release

	Mark	Car No.
1	GGCX	1185
2	GGCX	1186
3	GGCX	1187
4	GGCX	1188
5	GGCX	1189
6	GGCX	1190
7	GGCX	1191
8	GGCX	1192
9	GGCX	1193
10	GGCX	1194
11	GGCX	1195
12	GGCX	1196
13	GGCX	1197
14	GGCX	1198
15	GGCX	1199
16	GGCX	1200
17	GGCX	1201
18	GGCX	1202

	Mark	Car No.
19	GGCX	1203
20	GGCX	1204
21	GGCX	1205
22	GGCX	1206
23	GGCX	1207
24	GGCX	1208
25	GGCX	1209
26	GGCX	1210
27	GGCX	1211
28	GGCX	1212
29	GGCX	1213
30	GGCX	1214
31	GGCX	1215
32	GGCX	1216
33	GGCX	1217
34	GGCX	1218
35	GGCX	1219

Attachment A to STB Partial Release

	Mark	Car No.
1	GGCX	1220
2	GGCX	1221
3	GGCX	1222
4	GGCX	1223
5	GGCX	1224
6	GGCX	1225
7	GGCX	1226
8	GGCX	1227
9	GGCX	1228
10	GGCX	1229
11	GGCX	1231
12	GGCX	1233
13	GGCX	1234
14	GGCX	1235
15	GGCX	1236
16	GGCX	1238
17	GGCX	1239
18	GGCX	1240

	Mark	Car No.
19	GGCX	1241
20	GGCX	1242
21	GGCX	1243
22	GGCX	1244
23	GGCX	1245
24	GGCX	1246
25	GGCX	1247
26	GGCX	1248
27	GGCX	1249
28	GGCX	1250
29	GGCX	1251
30	GGCX	1252
31	GGCX	1253
32	GGCX	1254
33	GGCX	1255
34	GGCX	1256
35	GGCX	1257
36	GGCX	1258

Attachment A to STB Partial Release

1	GGCX	1499
2	GGCX	1500
3	GGCX	1501
4	GGCX	1502
5	GGCX	1503
6	GGCX	1504
7	GGCX	1505
8	GGCX	1506
9	GGCX	1507
10	GGCX	1508
11	GGCX	1509
12	GGCX	1510
13	GGCX	1511
14	GGCX	1513
15	GGCX	1514
16	GGCX	1515
17	GGCX	1516
18	GGCX	1517
19	GGCX	1518
20	GGCX	1519
21	GGCX	1520
22	GGCX	1521
23	GGCX	1522
24	GGCX	1523
25	GGCX	1524
26	GGCX	1525