

# RESIDCO

RESIDUAL BASED FINANCE CORPORATION

Deborah A. Edwards, General Counsel

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Chicago, Illinois 60602

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January 13, 2015

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 January 13, 2015, 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 the following ten cars: OFAX 95001; OFAX 95007; OFAX 95029; OFAX 95042; OFAX 95046; OFAX 95107; OFAX 95136; OFAX 95157; OFAX 95180; and OFAX 95195.

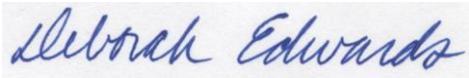
A short summary of the document to appear in the index is:

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 "Railroad 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 following described railroad equipment, related rents, leases and profits ("Property Discharged").

	<u>Mark</u>	<u>Number</u>
1	OFAX	95001
2	OFAX	95007
3	OFAX	95029
4	OFAX	95042
5	OFAX	95046
6	OFAX	95107
7	OFAX	95136
8	OFAX	95157
9	OFAX	95180
10	OFAX	95195

This partial release and discharge includes the release of the security interest granted to Secured Party in the Property Discharged pursuant to that certain Third Amendment to Amended and Restated Master Railroad Security Agreement dated as of July 30, 2013, and filed at the STB as that certain Memorandum of Third Amendment to Amended and Restated Master Railroad Security Agreement dated as of July 30, 2013 as recordation #26886Y and filed on July 30, 2013 at 3:35 p.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 13th day of January, 2015

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

By: Keith J. Niebrugge  
Keith Niebrugge, Senior Vice President

State of Illinois

) ss:

County of Cook

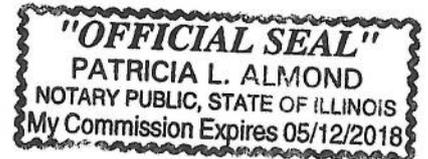
On this \_\_\_ day of January, 2015 before me, personally appeared Keith Niebrugge, to me personally known, who being by me duly sworn, says that s/he is Senior Vice President of MB Financial Bank, N.A. and that said instrument was signed on behalf of said Bank by authority of its Board of Directors, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.



Signature of Notary Public

[Seal]

My commission expires 5/12/2018



Subscribed and sworn to me this 13 day of January, 2015.