



RESIDCO

RESIDUAL BASED FINANCE CORPORATION

Deborah A. Edwards, General Counsel

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Chicago, Illinois 60602

tel 312.726.0695 fax 312.726.3690

October 14, 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 Release and Discharge of Security Interest, dated October 14, 2015, a secondary document. The enclosed document is a full release and relates to documents previously filed with the Board under Recordation No.26886JJ.

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:

88 gondola railcars within the series MBKX 301301 – MBKX 302168 as more particularly set forth in the attachment to the document.

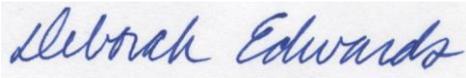
A short summary of the document to appear in the index is:

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

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 gray rectangular background.

Deborah A. Edwards

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, a First Amendment to Amended and Restated Master Railroad Security Agreement dated as of November 8, 2012 (the "First Amendment"), a Second Amendment to Amended and Restated Master Railroad Security Agreement dated as of December 11, 2012, and a Third Amendment to Amended and Restated Master Railroad Security Agreement dated as of July 30, 2013 (the "Third Amendment") (as amended, the "Railroad Security Agreement"), a Fourth Amendment to Amended and Restated Master Railroad Security Agreement dated as of September 25, 2013 (the "Fourth Amendment"), a Fifth Amendment to Amended and Restated Master Railroad Security Agreement dated as of November 23, 2013 (the "Fifth Amendment") and a Sixth Amendment to Amended and Restated Master Railroad Security Agreement dated as of April 21, 2014 (the "Sixth Amendment").

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 release and discharge includes the release of the security interest granted to Secured Party in the Property Discharged pursuant to that certain Sixth Amendment to Amended and Restated Master Railroad Security Agreement dated as of April 21, 2014, and filed at the STB as that certain Memorandum of Sixth Amendment to Amended and Restated Master Railroad Security Agreement dated as of April 21, 2014 as recordation #26886-JJ and filed on April 22, 2014 at 1:50 p.m.

Dated this 14 day of October, 2015

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

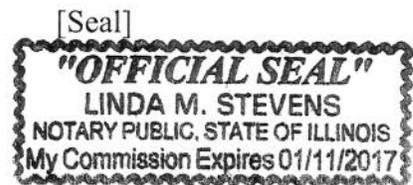
) ss:

County of Cook

On this 4th day of October 2015, 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.

Linda M. Stevens
Signature of Notary Public

My commission expires 1-11-2017



Attachment A to STB Release

	Mark	Number		Mark	Number		Mark	Number
1	MBKX	301301	31	MBKX	301634	61	MBKX	301866
2	MBKX	301305	32	MBKX	301638	62	MBKX	301913
3	MBKX	301329	33	MBKX	301659	63	MBKX	301916
4	MBKX	301340	34	MBKX	301660	64	MBKX	301918
5	MBKX	301350	35	MBKX	301665	65	MBKX	301919
6	MBKX	301368	36	MBKX	301685	66	MBKX	301936
7	MBKX	301373	37	MBKX	301686	67	MBKX	301957
8	MBKX	301381	38	MBKX	301689	68	MBKX	301972
9	MBKX	301391	39	MBKX	301691	69	MBKX	301977
10	MBKX	301395	40	MBKX	301692	70	MBKX	301987
11	MBKX	301413	41	MBKX	301712	71	MBKX	302006
12	MBKX	301414	42	MBKX	301716	72	MBKX	302008
13	MBKX	301438	43	MBKX	301717	73	MBKX	302011
14	MBKX	301441	44	MBKX	301726	74	MBKX	302020
15	MBKX	301442	45	MBKX	301732	75	MBKX	302047
16	MBKX	301455	46	MBKX	301757	76	MBKX	302053
17	MBKX	301483	47	MBKX	301764	77	MBKX	302074
18	MBKX	301500	48	MBKX	301767	78	MBKX	302087
19	MBKX	301501	49	MBKX	301786	79	MBKX	302089
20	MBKX	301504	50	MBKX	301803	80	MBKX	302095
21	MBKX	301522	51	MBKX	301805	81	MBKX	302103
22	MBKX	301523	52	MBKX	301808	82	MBKX	302106
23	MBKX	301561	53	MBKX	301809	83	MBKX	302115
24	MBKX	301564	54	MBKX	301812	84	MBKX	302124
25	MBKX	301593	55	MBKX	301814	85	MBKX	302133
26	MBKX	301597	56	MBKX	301820	86	MBKX	302137
27	MBKX	301605	57	MBKX	301824	87	MBKX	302165
28	MBKX	301614	58	MBKX	301829	88	MBKX	302168
29	MBKX	301622	59	MBKX	301853			
30	MBKX	301624	60	MBKX	301865			