RECORDATION NO. 27379-A FILED
JULY 30, 2015 02:26 PM
SURFACE TRANSPORTATION BOARD

U.S. Department
of Transportation
Federal Railroad
Administration

1200 New Jersey Avenue, SE.
Washington, D.C. 20590

July 30, 2015

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
Washington, DC 20423-0001

Dear Section Chief:

I have enclosed an original and one counterpart of the document described below, to be recorded under 49 U.S.C. § 11301. This document is a Termination and Release of Lien, dated July 23, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents at 49 C.F.R. Part 1177.

The names and addresses of the parties to the enclosed document are:

Secured Party: Federal Railroad Administration
1200 New Jersey Avenue, SE
Washington, DC 20590

The enclosed document relates to the primary Security Agreement dated January 25, 2008, under the following Recordation Number: 27379.

The description of the railroad equipment covered by the enclosed document: Open Top Hopper Cars, Locomotives, Side Dump Hoppers, and Boxcars as further described on the attached Schedules I and II (hereafter "Nashville and Eastern Railroad Corp. Equipment").

A short summary of the document to appear in the index follows: Termination and Release of Lien, dated July 23, 2015, from the Security Agreement with Recordation No. 27379 covering the Nashville and Eastern Railroad Corp. Equipment.

Because the referenced documents are being filed on behalf of an agency of the United States, the undersigned requests that all filing fees be waived. Please return the original and any extra stamped copies not needed by the Board for recordation to the undersigned.

Sincerely,

Casey Mendez Symington
Attorney Advisor

Enclosures

SCHEDULE I

Mark	Unit#	Year Built	Type
NEAR	2001	1111200	2400 CF Open Top Hopper Car
NEAR	2002	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2003	1/1/2008	2400 CF Open Too Hopper Car
NEAR	2004	1/112008	2400 CF Open Top Hopper Car
NEAR	2005	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2006	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2007	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2008	1/112008	2400 CF Open Top Hopper Car
NEAR	2009	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2010	1/112008	2400 CF Open Top Hopper Car
NEAR	2011	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2012	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2013	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2014	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2015	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2016	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2017	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2018	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2019	1/112008	2400 CF Open Top Hopper Car
NEAR	2020	1/112008	2400 CF Open Top Hopper Car
NEAR	2021	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2022	1/112008	2400 CF Open Top Hopper Car
NEAR	2023	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2024	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2025	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2026	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2027	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2028	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2029	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2030	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2031	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2032	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2033	1/1/2008	2400 CF Op e n Top Hopper Car
NEAR	2034	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2035	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2036	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2037	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2038	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2039	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2040	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2041	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2042	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2043	1/112008	2400 CF Open Top Hopper Car
NEAR	2044	1/112008	2400 CF Open Top Hopper Car
NEAR	2045	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2046	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2047	1/112008	2400 CF Open Top Hopper Car
NEAR	2048	1/112008	2400 CF Open Top Hopper Car
NEAR	2049	1/1/2008	2400 CF Open Top Hopper Car
NEAR	2050	1/1/2008	2400 CF Open Top Hopper Car
SubTotal			50 2400 CF Open Top Hopper Cars
NEAR	7025	1979	IGE C30-7 3000 HP Locomotive
NEAR	7082	1981	IGE C30-7 3000 HP Locomotive

SCHEUDLE II

Mark	Unit#	Year Built	Type
NERX	101	1/1979	Side Dump 100 ton Hopper
NERX	102	1/1979	Side Dump 100 ton Hopper
NERX	103	1/1979	Side Dump 100 ton Hopper
NERX	104	1/1979	Side Dump 100 ton Hopper
NERX	105	4/1990	Side Dump 100 ton Hopper
NERX	106	1/1979	Side Dump 100 ton Hopper
NERX	108	1/1979	Side Dump 100 ton Hopper
NERX	109	1/1979	Side Dump 100 ton Hopper
NERX	110	1/1979	Side Dump 100 ton Hopper
NERX	111	1/1979	Side Dump 100 ton Hopper
SubTotal			Group 1.10 Side Dump Hoppers

NERR	4301	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4302	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4303	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4304	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4305	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4306	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4307	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4308	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4309	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4310	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4311	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	4312	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
NERR	604550	12/1978	60' 100 ton Plate F BoxCar with 10' Sliding Door
NERR	604559	12/1978	60' 100 ton Plate F BoxCar with 10' Sliding Door
NERR	651802	12/1978	60' 100 ton Plate F+ BoxCar with 16' Plug Doors
SubTotal			Group 2.15 60' Boxcars

NERR	381	1981	IEMD F40PH 3000 HP Passenger Locomotive

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SURFACE TRANSPORTATION BOARD

TERMINATION AND RELEASE OF LIEN

THIS TERMINATION AND RELEASE OF LIEN dated as of July 23, 2015 (this "Release"), is given and delivered by the United States of America, represented by the Secretary of Transportation, acting through the Federal Railroad Administrator (the "Administrator"), to the Nashville and Eastern Railroad Corp. ("NERR").

WHEREAS, pursuant to a Financing Agreement between the Administrator and NERR, dated January 11, 2008 (the "Financing Agreement"), the Administrator issued loans totaling $4,600,000 (the "Indebtedness") to NERR.

WHEREAS, pursuant to a Security Agreement between the Administrator and NERR, dated January 25, 2008, and recorded with the Surface Transportation Board under No. 27379 on February 14, 2008 (the "NERR Security Agreement"), NERR, as a condition precedent to the making of advances under the Financing Agreement inter alia, granted and assigned to the Administrator all of its right, title and interest to certain rolling stock owned by NERR, including rolling stock acquired by NERR after the date of the NERR Security Agreement, subject to the terms and provisions of the NERR Security Agreement.

WHEREAS, NERR repaid the Indebtedness, secured in part by the NERR Security Agreement, as a result of payments made on February 3, 2012 and October 10, 2012.

WHEREAS, NERR requested the Administrator release the liens the Administrator acquired under the NERR Security Agreement on the units described in Schedule I and Schedule II attached hereto (together the "Units").

NOW, THEREFORE, in consideration of the mutual covenants set forth herein, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto covenant and agree as follows:

1. All right, title and interest of the Administrator in and to the Units is hereby terminated and released.

2. The Administrator represents warrants and agrees that it has full authority to terminate and release all of its right, title and interest in and to the Units.

3. The terms of this Release shall be governed by, and construed and interpreted in accordance with the Federal Law of the United States. To the extent that Federal law does not specify the appropriate rule of decision for a particular matter at issue, it is the intention and agreement of the parties hereto that the substantive law of the District of Columbia shall be adopted as the governing federal rule of decision.

4. Capitalized terms and phrases used and not otherwise defined herein shall for all purposes of this Release have the respective meanings specified in the NERR Security Agreement.

IN WITNESS WHEREOF, the undersigned duly authorized officer has executed this Agreement.

UNITED STATES OF AMERICA,
REPRESENTED BY THE SECRETARY OF
TRANSPORTATION, ACTING THROUGH THE
FEDERAL RAILROAD ADMINISTRATOR

By: Sarah E. Feinberg
Name: Sarah E. Feinberg
Title: Acting Administrator

DISTRICT OF)
) ss
COLUMBIA)

On this 23rd day of July, 2015, before me, personally appeared Sarah E. Feinberg, to me personally known, who being by me duly sworn, says that he/she is the Acting Administrator of the FEDERAL RAILROAD ADMINISTRATION, who acknowledged himself/herself to be a duly authorized officer of the FEDERAL RAILROAD ADMINISTRATION, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

TIFFANY MCALPINE NOTARY PUBLIC EXP. 10-31-16 DISTRICT OF COLUMBIA

Tiffany McAlpine
Notary Public

My Commission Expires: 10-31-2016

SCHEDULE I

Mark	Unit#	Year Built	Type
NEAR	2001	1111200	2400 CF Open Top Hopper Car
NEAR	2002	1/1/2008	2400 CF Open Top Hopper Car
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