

RECORDATION NO 20276-C FILED
January 14, 2014 10:30 AM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

January 14, 2014

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

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are four (4) copies of a Trust Indenture Release (CN 1996), dated as of January 3, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 20276.

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

Security Trustee: Manufacturers and Trust Company (successor
to The first National Bank of Maryland)
25 South Charles Street
Baltimore, MD 21202

Chief
Section of Administration
January 14, 2014
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A description of the railroad equipment covered by the enclosed document is:

105 SD751 locomotives: CN 5626 - CN 5730.

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

Trust Indenture Release (CN 1996).

Also enclosed is a check in the amount of \$44.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Edward M. Luria". The signature is fluid and cursive, with a large initial "E" and a long horizontal stroke.

Edward M. Luria

EML/sem
Enclosures

TRUST INDENTURE RELEASE (CN 1996) dated as of January 3, 2014 3 0 AM

WHEREAS, The First National Bank of Maryland (predecessor to **Manufacturers and Traders Trust Company**) (“Security Trustee”) and **Bank of America Leasing Corporation** (predecessor to **BAL Locomotive Leasing 1996, Company**) (the “Owner”) entered into a Trust Indenture and Security Agreement dated as of September 1, 1996 (“Trust Indenture”) whereby Security Trustee retains a security interest in the Collateral (as defined in the Trust Indenture) which includes, among other things, the Lease (as defined below) and the Units (as defined below) thereunder;

WHEREAS, Owner and Canadian National Railway Company entered into a Lease of Railroad Equipment dated as of September 1, 1996, as supplemented by Lease Supplement No. 1 dated as of September 25, 1996, Lease Supplement No. 2 dated as of November 7, 1996 and Lease Supplement No. 3 dated as of December 18, 1996, (collectively, the “Lease”) covering the one-hundred five (105) General Motors SD75I diesel-electric locomotives manufactured by the Diesel Division of General Motors of Canada Limited in London, ON in 1996 marked **CN 5626 through CN 5730** (the “Units”);

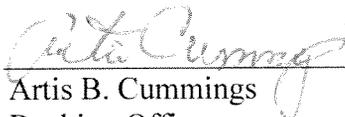
WHEREAS, to evidence liens and interests under the Trust Indenture, (i) a Memorandum of Trust Indenture and Security Agreement dated as of September 1, 1996 between Security Trustee and Owner was filed at the Surface Transportation Board (the “STB”) on September 24, 1996 at 1:55 P.M. under primary recordation number 20277, (ii) a Summary of of Trust Indenture and Security Agreement dated as of September 1, 1996 between Security Trustee and Owner dated as of September 1, 1996 between Owner and Lessee was filed at the Registrar General of Canada (the “RGC”) on September 24, 1996 at 1:07 P.M., (iii) a Memorandum of Lease Assignment dated as of September 1, 1996 between Security Trustee and Owner was filed at the STB on September 24, 1996 at 1:55 P.M. under secondary recordation number 20276-A, (iv) a Summary of Lease Assignment dated as of September 1, 1996 between Security Trustee and Owner dated as of September 1, 1996 between Owner and Lessee was filed at the RGC on September 24, 1996 at 1:07 P.M. and (v) a Memorandum dated as of December 29, 2000 among Owner, Lessee and **Allfirst Bank (predecessor to Manufacturers and Traders Trust Company) was (x) filed at the STB on January 4, 2001 at 11:35 A.M. with secondary recordation number 20277-A and (y) deposited at the RGC on January 8, 2001 at 9:02 A.M.;**

AND WHEREAS, as of the date hereof, Owner has fully discharged and satisfied its obligations under the Trust Indenture in respect of the repayment of the 1996-A1 Equipment Notes and 1996-A2 Equipment Notes (issued under the Trust Indenture).

NOW, THEREFORE, Security Trustee hereby (i) acknowledges that the Trust Indenture is terminated (except for such terms which by their nature survive termination), (ii) releases and discharges, in favor of Owner, all its estate, right, title and interest in the Collateral and (iii), for greater certainty, releases its security interest in the Units and the assignment of the Lease.

IN WITNESS WHEREOF, Security Trustee has caused this Trust Indenture Release (CN 1996) to be executed, by its officer thereunto duly authorized, as of the day and year first above written.

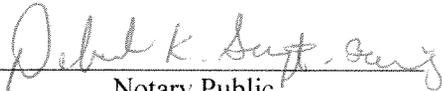
**MANUFACTURERS AND TRADERS
TRUST COMPANY**, not in its individual
capacity but solely as trustee

By: 
Name: Artis B. Cummings
Title: Banking Officer

CN File Reference: 2042-99

STATE OF MARYLAND)
)
CITY OF BALTIMORE Baltimore) ss:

On this 3rd day of January, 2014, before me personally appeared Artis B. Cummings, to me personally known, who, being by me duly sworn, says that he / she is a Banking Officer of Manufacturers and Traders Trust Company, that the foregoing instrument was signed on behalf of said company by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing instrument was the free act and deed of said company.



Notary Public

My commission expires: April 4th 2014

[Notarial Seal] (