

RECORDATION NO. 19241-I FILED
MARCH 06, 2014 10:00 AM
SURFACE TRANSPORTATION BOARD

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

March 6, 2014

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

Dear Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are five (5) copies of a Trust Indenture Release 1994-I [Series A], dated February 14, 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 19241.

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

Indenture Trustee: Wells Fargo Bank Northwest, National
Association (f/k/a First Security Bank of Utah,
National Association)
79 South Main Street
Salt Lake City, UT 84111

Chief
Section of Administration
March 6, 2014
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A description of the railroad equipment covered by the enclosed document is:

155 railcars RELEASED: WC 21500 – WC 21549 and within the series WC 84502 – WC84690 as set forth in the attachment to the document.

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

Trust Indenture Release 1994-I [Series A].

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,



Edward M. Luria

EML/sem
Enclosures

(1994-1 [Series A / Tranche I])

TRUST INDENTURE RELEASE 1994-1 [SERIES A] dated as of February 14, 2014.

WHEREAS, First Security Bank of Utah, National Association (know known as *Wells Fargo Bank Northwest, National Association*) as indenture trustee (“Indenture Trustee”) and **Wilmington Trust Company** as owner trustee (“Owner Trustee”) entered into a Trust Indenture and Security Agreement 1994-1 dated as of December 27, 1994 (“Trust Indenture”), as supplemented by Indenture Supplement 1994-1 No. 1 dated February 15, 1995 (“Indenture Supplement No. 1”), Indenture Supplement 1994-1 No. 2 dated March 30, 1995 (“Indenture Supplement No. 2”) and Indenture Supplement 1994-1 No. 3 dated June 2, 1995 (“Indenture Supplement No. 3” and, together with Indenture Supplement No. 1 and Indenture Supplement No. 2, collectively, the “Indenture Supplements”), whereby the Indenture Trustee retains a security interest in and mortgage lien on the Indenture Estate (as defined in the Trust Indenture) which includes, among other things, the lease, the hopper cars and the boxcars thereunder, more particularly described in the second recital hereof;

WHEREAS, Owner Trustee and Wisconsin Central Ltd. as lessee (“Lessee”) entered into an Equipment Lease Agreement 1994-1 dated as of December 27, 1994 (“Lease”), as supplemented by Lease Supplement 1994-1 No. 1 dated February 15, 1995 (“Supplement No. 1”), Lease Supplement 1994-3 No. 2 dated March 30, 1995 (“Supplement No. 2”) and Lease Supplement 1994-3 No. 3 dated June 2, 1995 (“Supplement No. 3” and, together with Supplement No. 1 and Supplement No. 2, collectively, the “Lease Supplements”), covering, in the aggregate, five-hundred sixty-five (565) railcars (being five-hundred fifteen (515) 3,000 cubic foot covered hopper cars and fifty (50) 50’ plate F 100-ton boxcars);

WHEREAS, to evidence liens and interests under the Trust Indenture, the Lease, the Indenture Supplements and the Lease Supplements, each of the eight (8) above described documents was recorded or deposited, as the case may be, in the period February 15, 1995 to June 2, 1995, at (i) the Interstate Commerce Commission (predecessor to the Surface Transportation Board) under recordation numbers 19241, 19241-A, 19241-B, 19241-C, 19241-D, 19241-E, 19241-F and 19241-G and (ii) the Registrar General of Canada;

AND WHEREAS, as of the date hereof, (i) the Trust Indenture as it pertains to Indenture Supplement No. 2 and Indenture Supplement No. 3 (relating to Supplement No. 2 and Supplement No. 3 covering, in the aggregate, four-hundred ten (410) 3,000 cubic foot covered hopper cars) remains in full force and effect in all respects and (ii) the Owner Trustee has fully discharged and satisfied its obligations under the Trust Indenture solely as it pertains to Indenture Supplement No. 1 (relating to Supplement No. 1 covering one-hundred five (105) 3,000 cubic foot covered hopper cars and fifty (50) 50’

plate F 100-ton boxcars bearing WC marks and the road numbers set forth in Schedule A hereto ("Tranche I Units")) in respect of the repayment of the Series A Trust Certificates (as defined in the Trust Indenture) due and payable as of the date hereof.

NOW, THEREFORE, the Indenture Trustee hereby (i) releases and discharges, in favor of the Owner Trustee, all its estate, right, title and interest in the Indenture Estate solely as it pertains to the Lease (in respect of the Tranche I Units only), Supplement No. 1 and the Tranche I Units and (ii), for greater certainty, releases its security interest thereunder in the Tranche I Units.

IN WITNESS WHEREOF, the Indenture Trustee has caused this Trust Indenture Release 1994-1 [Series A] to be executed, by its officer thereunto duly authorized, as of the day and year first above written.

**WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION,**
not in its individual capacity but solely as
indenture trustee

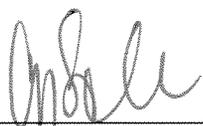
By:
Its:



David Wall
Vice President

STATE OF UTAH)
)
CITY OF SALT LAKE) ss:

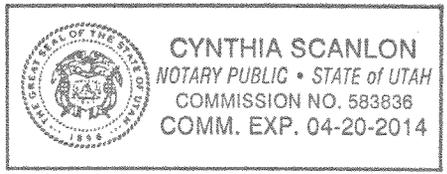
On this ____ day of February, 2014, before me personally appeared David Wall, to me personally known, who, being by me duly sworn, says that he / she is Vice President of Wells Fargo Bank, National Association, that the foregoing instrument was signed on behalf of said national association by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing release was the free act and deed of said national association.



Notary Public

My commission expires: 04/20/2014

[Notarial Seal]



Schedule A

Tranche I Units

TRINITY CARS
Covered Hoppers

All cars stencilled with WC prefix.

	<u>CAR #</u>		<u>CAR #</u>		<u>CAR #</u>
1	84502	43	84624	85	84666
2	84551	44	84625	86	84667
3	84568	45	84626	87	84668
4	84569	46	84627	88	84670
5	84585	47	84628	89	84671
6	84586	48	84629	90	84672
7	84588	49	84630	91	84673
8	84589	50	84631	92	84674
9	84590	51	84632	93	84675
10	84591	52	84633	94	84676
11	84592	53	84634	95	84678
12	84593	54	84635	96	84679
13	84594	55	84636	97	84680
14	84595	56	84637	98	84681
15	84596	57	84638	99	84682
16	84597	58	84639	100	84683
17	84598	59	84640	101	84685
18	84599	60	84641	102	84686
19	84600	61	84642	103	84687
20	84601	62	84643	104	84688
21	84602	63	84644	105	84690
22	84603	64	84645		
23	84604	65	84646		
24	84605	66	84647		
25	84606	67	84648		
26	84607	68	84649		
27	84608	69	84650		
28	84609	70	84651		
29	84610	71	84652		
30	84611	72	84653		
31	84612	73	84654		
32	84613	74	84655		
33	84614	75	84656		
34	84615	76	84657		
35	84616	77	84658		
36	84617	78	84659		
37	84618	79	84660		
38	84619	80	84661		
39	84620	81	84662		
40	84621	82	84663		
41	84622	83	84664		
42	84623	84	84665		

01/21/95

SCHEDULE 1 to
Lease Supplement
1994-1

Wisconsin Central Railcars, Inc.
Plate F, 100 Ton Boxcars
Manufacturer: Gunderson Inc.

Number 21500 - 21549 Inclusive

	<u>Car Initial</u>	<u>Number</u>
1	WC	21500
2	WC	21501
3	WC	21502
4	WC	21503
5	WC	21504
6	WC	21505
7	WC	21506
8	WC	21507
9	WC	21508
10	WC	21509
11	WC	21510
12	WC	21511
13	WC	21512
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45	WC	21544
46	WC	21545
47	WC	21546
48	WC	21547
49	WC	21548
50	WC	21549