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RECORDATION NO. 26886-KKK FILED
November 2, 2016 04:15 PM
SURFACE TRANSPORTATION BOARD

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

November 2, 2016

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 two (2) copies of a Partial Release and Discharge of Security Interest, dated as of October 27, 2016, 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 26886.

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

Administrative Agent: MB Financial Bank, N.A.
6111 North River Road
Rosemont, IL 60018

[Grantors: Residual Based Finance Corporation
ALF P-I, Inc.
ALF P-II, Inc.
ALF P-III, Inc.
ALF I, Inc.
ALF II, Inc.
ALF IV, Inc.
ALF VII, LLC
AVF II, L.L.C.
RLH1 LLC
Bangor & Aroostook Holdings, Inc.
70 West Madison Street, Suite 2340
Chicago, IL 60602]

A description of the equipment covered by the enclosed document is:

50 covered hopper railcars RELEASED:

TIMX 88005	TIMX 88079	TIMX 88259
TIMX 88009	TIMX 88081	TIMX 88265
TIMX 88012	TIMX 88084	TIMX 88272
TIMX 88014	TIMX 88085	TIMX 88288
TIMX 88017	TIMX 88089	TIMX 88407
TIMX 88020	TIMX 88203	TIMX 88425
TIMX 88023	TIMX 88207	TIMX 88439
TIMX 88028	TIMX 88209	TIMX 88441
TIMX 88035	TIMX 88215	TIMX 88445
TIMX 88037	TIMX 88226	TIMX 88446
TIMX 88047	TIMX 88230	TIMX 88447
TIMX 88061	TIMX 88234	TIMX 88459
TIMX 88070	TIMX 88236	TIMX 88460
TIMX 88074	TIMX 88240	TIMX 88483
TIMX 88075	TIMX 88241	TIMX 88485
TIMX 88076	TIMX 88248	TIMX 88490
TIMX 88077	TIMX 88256	

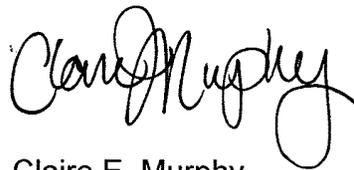
A short summary of the document to appear in the index is:

Partial Release and Discharge of Security Interest.

Also enclosed is a check in the amount of \$45.00 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,



Claire E. Murphy

CEM
Enclosures

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.

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 partial release and discharge includes the partial release of the security interest granted to Secured Party in the Property Discharged pursuant to that certain Fifth Amendment to Amended and Restated Master Railroad Security Agreement dated as of November 27, 2013, and filed at the STB as that certain Memorandum of Fourteenth Amendment to Amended and Restated Master Railroad Security Agreement dated as of November 27, 2013, as Recordation Number 26886-DD and filed on November 27, 2013 at 4:10 p.m.

Dated this 27th day of October, 2016

MB Financial Bank, N.A., a national banking association, as Administrative Agent

By: Keith J. Niebrugge
Name: Keith Niebrugge
Title: Senior Vice President

STATE OF Illinois)
COUNTY OF Cook) ss:

On this 27th of October, 2016 before me, personally appeared Keith Niebrugge, to me personally known, who is being by me duly sworn, says that he/she is a Senior Vice President of MB Financial Bank. and that said instrument was signed on behalf of said corporation 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 corporation.

Deborah A. Dalton
Signature of Notary Public



My commission expires: 01/04/2017

Subscribed and sworn to me this 27 day of OCTOBER, 2016

ATTACHMENT A

PROPERTY DISCHARGED

Description

Fifty (50) 5,800 cubic foot capacity covered hopper cars with Recording Marks as set forth below:

TIMX 88005	TIMX 88077	TIMX 88256	TIMX 88490
TIMX 88009	TIMX 88079	TIMX 88259	TIMX 88207
TIMX 88012	TIMX 88081	TIMX 88265	
TIMX 88014	TIMX 88084	TIMX 88272	
TIMX 88017	TIMX 88085	TIMX 88288	
TIMX 88020	TIMX 88089	TIMX 88407	
TIMX 88023	TIMX 88203	TIMX 88425	
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TIMX 88047	TIMX 88230	TIMX 88446	
TIMX 88061	TIMX 88234	TIMX 88447	
TIMX 88070	TIMX 88236	TIMX 88459	
TIMX 88074	TIMX 88240	TIMX 88460	
TIMX 88075	TIMX 88241	TIMX 88483	
TIMX 88076	TIMX 88248	TIMX 88485	

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: November 2, 2016



Claire E. Murphy