

RECORDATION NO. 7957-B Filed & Recorded

FEB 9 1976 - 11 00 AM

RECEIPT AND RELEASE INTERSTATE COMMERCE COMMISSION

The undersigned, First National City Bank, hereby acknowledges receipt of

(i) the sum of \$7,784,932.00 from Manufacturers Hanover Trust Company, as trustee under Trailer Train Company Equipment Trust, Series 36, in full payment of the Purchase Price (as defined in the Manufacturing Agreement hereinafter referred to) payable by Trailer Train Company (the "Company") pursuant to the Manufacturing Agreement dated as of June 1, 1975 (the "Manufacturing Agreement") between the Company and Thrall Car Manufacturing Company (the "Builder"), in respect of 237 railroad flat cars manufactured by the Builder, the right to receive payment of such Purchase Price having been assigned to the undersigned pursuant to an Assignment and Security Agreement dated as of July 23, 1975 (the "Security Agreement"), between the Builder and the undersigned, and

(ii) the sum of \$41,627.73 from the Builder in full payment of accrued and unpaid interest arising under Article 3 of the Manufacturing Agreement and Section 8 of the Security Agreement.

In consideration thereof, the undersigned hereby releases all its right, title and interest in and to such Purchase Price and accrued interest and all its right, title and interest in and to the railroad flat cars more fully described in Schedule A hereto manufactured by the Builder and bearing the road numbers of the Company set forth on said Schedule A.

Dated this 16th day of December 1975.

FIRST NATIONAL CITY BANK

By: *[Signature]*
VICE PRESIDENT

[Corporate Seal]

Attest:

By: *[Signature]*
Account Officer

STATE OF NEW YORK,)
) ss.:
COUNTY OF NEW YORK,)

On this 16 day of December 1975, before me personally appeared Ben Blatch, to me personally known, who being by me duly sworn, says that he is a Vice President of First National City Bank, that the seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patrick A. Walsh

PATRICK A. WALSH
Notary Public, State of New York
No. 24-4144415
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1977

SCHEDULE A

<u>Description</u>	<u>Quantity</u>	<u>Trailer Train Company Car Numbers (all inclusive)</u>
60', 70-ton capacity, hydraulic draft gear, standard level multi-purpose flat car, MTTX type	88 50	97563-97650 97651-97700
60', 70-ton capacity, hydraulic draft gear, standard level flat car with heavy duty turn- buckles & chains in stake pockets, TTHX type	5	97701-97705
60', 70-ton capacity, hydraulic draft gear, standard level, farm equipment flat car, OTTX type	5 148 8 12 2 75	97706-97710 97735-97882 97883-97890 97942-97953 97954-97955 97711-97734 97891-97941
60', 70-ton capacity, hydraulic draft gear, standard level flat car with heavy duty turn- buckles & chains in four channels, HHTX type	15	97956-97970

408

WMAJ