



LOUISVILLE & NASHVILLE RAILROAD COMPANY

908 W. BROADWAY • LOUISVILLE, KENTUCKY 40203 TELEPHONE (502) 587-5235

LAW DEPARTMENT

July 5, 1979

DAVID M. YEARWOOD
GENERAL ATTORNEY

Mr. H. G. Homme, Jr.
Secretary
Interstate Commerce Commission
Washington, D. C. 20423

No. 102A033
Date JUL 17 1979
FEE \$10.00
RECORDATION NO. 6948
Filed 1425
JUL 17 1979 - 1 55 PM
WASHINGTON, D.C. INTERSTATE COMMERCE COMMISSION

Dear Mr. Secretary:

There is transmitted to you herewith for filing and recordation, pursuant to 49 U.S.C. Section 11303, five duly executed counterparts of an Agreement of Partial Release dated as of May 1, 1979 between State Mutual Life Assurance Company of America, whose address is 440 Lincoln Street, Worcester, Massachusetts 01605, and Trust Company Bank, whose address is P. O. Drawer 4625, Atlanta, Georgia 30302.

By this Agreement of Partial Release, State Mutual Life Assurance Company of America released the following equipment:

One (1) 50-ton 40' 6" box car bearing the L&N Railroad's road number 90276,

Four (4) 50-ton 50' 6" box cars bearing the L&N Railroad's road numbers 109707, 109803, 109827 and 109833,

One (1) 70-ton 50' 6" box car bearing the L&N Railroad's road number 112026, and

Two (2) 80-ton open top hopper cars bearing L&N Railroad's road numbers 189920 and 189960,

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from the terms and conditions of that Reconstruction and Conditional Sale Agreement dated as of December 1, 1972, which was filed and recorded with the Interstate Commerce Commission on March 2, 1973 and assigned Recordation No. 6948 and Trust Company Bank released said equipment from the terms and conditions of that Lease of Railroad Equipment dated as of December 1, 1972, which was filed and recorded with the Interstate Commerce Commission on March 2, 1973 and assigned Recordation No. 6948-A.

6948

RECORDATION NO. 6948-9 Filed 1425

Counterpart No. 1
Of 5 Counterparts

JUL 17 1979 - 1 55 PM

INTERSTATE COMMERCE COMMISSION
AGREEMENT OF PARTIAL RELEASE dated as of May 1, 1979 among

STATE MUTUAL LIFE ASSURANCE COMPANY OF AMERICA and TRUST COMPANY BANK, as
Trustee.

WITNESSETH:

WHEREAS, by a Reconstruction and Conditional Sale Agreement dated as of December 1, 1972 (hereinafter called the Conditional Sale Agreement), among State Mutual Life Assurance Company of America (therein and hereinafter called the Vendor), Louisville and Nashville Railroad Company (hereinafter called the Lessee), L&N Investment Corporation (therein and hereinafter called the Builder) and Trust Company Bank, as Trustee, the Vendor agreed to sell to said Trustee its interest in the railroad equipment described in Schedule A thereto (hereinafter called the Equipment) after it has been reconstructed by the Builder;

WHEREAS, by a Lease of Railroad Equipment dated as of December 1, 1972 (hereinafter called the Lease) between Trust Company Bank, as Trustee (therein and hereinafter called the Lessor) and the Lessee, the Lessor leased the Equipment to the Lessee subject to the rights of the Vendor under the Conditional Sale Agreement;

WHEREAS, the Conditional Sale Agreement was filed and recorded with the Interstate Commerce Commission, pursuant to Section 20c of the Interstate Commerce Act, on March 2, 1973, and assigned Recordation No. 6948;

WHEREAS, the Lease was filed and recorded with the Interstate Commerce Commission, pursuant to Section 20c of the Interstate Commerce Act, on March 2, 1973, and assigned Recordation No. 6948-A;

WHEREAS, one (1) 50-ton 40' 6" box car bearing the Lessee's road number 90276, four (4) 50-ton 50' 6" box cars bearing the Lessee's road numbers 109707, 109803, 109827 and 109833, one (1) 70-ton 50' 6" box car bearing the Lessee's road number 112026, and two (2) 80-ton open top hopper cars bearing the Lessee's road numbers 189920 and 189960 (hereinafter called the Casualty Units), subject to the Conditional Sale Agreement and Lease, have suffered Casualty Occurrences;

WHEREAS, the Lessee has paid to the Lessor, pursuant to Section 6 of the Lease, the Casualty Value of the Casualty Units;

WHEREAS, the Lessor, as Vendee under the Conditional Sale Agreement, has paid to the Vendor, pursuant to Article 6 of the Conditional Sale Agreement, the Casualty Value of the Casualty Units;

WHEREAS, the Lessor, as Vendee under the Conditional Sale Agreement, is entitled to receive from the Vendor this instrument confirming passage to the Lessor of the Vendor's right, title and interest in the Casualty Units and the release of the Casualty Units from the terms and conditions of the Conditional Sale Agreement; and

WHEREAS, the Lessee is entitled to receive from the Lessor this instrument confirming passage to the Lessee of the Lessor's right, title and interest in the Casualty Units and the release of the Casualty Units from the terms and conditions of the Lease;

NOW, THEREFORE, in consideration of the mutual promises, covenants and agreements hereinafter set forth, the parties hereto do hereby agree as follows:

The Vendor does hereby bargain, sell, assign, transfer and set over to the Lessor its right, title and interest in the Casualty Units and does hereby release the Casualty Units from the terms and conditions of the Conditional Sale Agreement.

The Lessor does hereby bargain, sell, assign, transfer and set over to the Lessee its right, title and interest in the Casualty Units and does hereby release the Casualty Units from the terms and conditions of the Lease.

This instrument may be executed in two or more counterparts, each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument, which shall be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, the parties hereto have executed or caused this instrument to be executed as of the date first above written.

STATE MUTUAL LIFE ASSURANCE COMPANY OF AMERICA

By James R. McAuliffe
James R. McAuliffe
Assistant Vice President *JRM*

(Corporate Seal)

ATTEST:

Norman A. Kappanon
Assistant Secretary

TRUST COMPANY BANK,
as Trustee

By R. M. Beck
Vice President

(Corporate Seal)

ATTEST:

Donaldson
Assistant Vice President

COMMONWEALTH OF MASSACHUSETTS)
) SS:
COUNTY OF WORCESTER)

On this 20th day of ~~May~~^{June}, 1979, before me personally appeared James R. McAuliffe, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of State Mutual Life Assurance Company of America, that one of the seals affixed to the foregoing instrument is the corporate 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.

Joseph W. MacDougall, Jr.
Notary Public **JOSEPH W. MacDOUGALL, JR.**
My Commission Expires May 10, 1985

My Commission expires May 10, 1985.

(Notarial Seal)

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this 27th day of ~~May~~^{JUNE}, 1979, before me personally appeared R. M. BELK, to me personally known, who, being by me duly sworn, says that he is Vice President of Trust Company Bank, that one of the seals affixed to the foregoing instrument is the corporate 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.

Kathy Myers
Notary Public

My Commission expires June 28, 1982
Notary Public, Georgia State at Large
My Commission Expires June 28, 1982

(Notarial Seal)