



LOUISVILLE & NASHVILLE RAILROAD COMPANY

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

LAW DEPARTMENT

RECORDATION NO. *9662-F* Filed 1425

DAVID M. YEARWOOD
GENERAL ATTORNEY

JUL 2 1979 - 11 35 AM

INTERSTATE COMMERCE COMMISSION
June 15, 1979

9-183A125

No.

Date JUN 29 1979

Fee \$ *10.00*

ICC Washington, D. C.

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

Dear Mr. Secretary:

There is transmitted to you herewith for filing and recordation, pursuant to 49 U.S.C. Section 11303, duly executed counterparts of an Agreement of Partial Release dated as of June 15, 1979 between The Liberty National Leasing Company, whose address is 416 West Jefferson Street, Louisville, Kentucky 40202, Morgan Guaranty Trust Company of New York, as Trustee and as Agent, whose address is 9 West 57th Street, New York, New York 10019, and Louisville and Nashville Railroad Company, whose address is 908 West Broadway, Louisville, Kentucky 40203.

By this Agreement of Partial Release, The Liberty National Leasing Company and Morgan Guaranty Trust Company of New York, as Trustee and as Agent, released a 70-ton open top hopper car bearing the Louisville and Nashville Railroad Company's road number 155217 from the Conditional Sale Agreement and Lease of Railroad Equipment dated July 15, 1978 which were filed and recorded with the Interstate Commerce Commission on August 29, 1978 and assigned Recordation Nos. 9662 and 9662-B, respectively.

RECEIVED

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I. C. C.
FEE OPERATION BR.

This one is 9662-F
[Signature]

Attached hereto is a draft in the amount of \$10 payable to the Treasurer of the United States to cover the recordation fee for said Agreement of Partial Release.

This letter of transmittal is signed by an officer of Louisville and Nashville Railroad Company designated for the purpose hereof who has knowledge of the matters set forth herein.

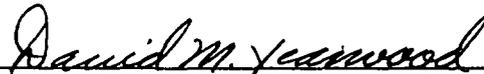
After recordation, please return the recorded counterparts of said Agreement of Partial Release to:

Mr. Allen H. Harrison, Jr.
Wilmer, Cutler & Pickering
1666 K Street, N. W.
Washington, D. C. 20008

Respectfully yours,

Louisville and Nashville Railroad Company

By



David M. Yearwood
General Attorney

Attachment

9662-F

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INTERSTATE COMMERCE COMMISSION

Counterpart No. 1
Of 5 Counterparts

AGREEMENT OF PARTIAL RELEASE dated as of June 15, 1979 between THE LIBERTY NATIONAL LEASING COMPANY, MORGAN GUARANTY TRUST COMPANY OF NEW YORK, as Trustee and as Agent, and LOUISVILLE AND NASHVILLE RAILROAD COMPANY.

WITNESSETH:

WHEREAS, by a Conditional Sale Agreement dated as of July 15, 1978 (hereinafter called the Conditional Sale Agreement) between the Louisville and Nashville Railroad Company and The Liberty National Leasing Company, the Louisville and Nashville Railroad Company agreed to sell and deliver and The Liberty National Leasing Company agreed to purchase the used railroad equipment described in Annex A thereto (hereinafter called the Equipment);

WHEREAS, by a Lease of Railroad Equipment dated as of July 15, 1978 (hereinafter called the Lease) between the Louisville and Nashville Railroad Company (therein and hereinafter called the Lessee) and The Liberty National Leasing Company (therein and hereinafter called the Lessor), the Lessor leased the Equipment to the Lessee;

WHEREAS, by an Agreement and Assignment dated July 15, 1978 (hereinafter called the Assignment) the Lessor assigned its interests in the Conditional Sale Agreement to Morgan Guaranty Trust Company of New York, as Trustee and as Agent;

WHEREAS, by an Assignment of Lease and Agreement dated as of July 15, 1978 (hereinafter called the Lease Assignment) the Lessor assigned its interests in the Lease to Morgan Guaranty Trust Company of New York, as Trustee and as Agent (hereinafter called the Agent);

WHEREAS, the Conditional Sale Agreement, Assignment, Lease and Lease Assignment were filed and recorded with the Interstate Commerce Commission on August 29, 1978 and assigned Recordation Nos. 9662, 9662-A, 9662-B and 9662-C, respectively;

WHEREAS, a 70-ton open top hopper car bearing L&N road number 155217, subject to the Conditional Sale Agreement and Lease, has suffered a Casualty Occurrence (hereinafter called the Casualty Unit);

WHEREAS, payment of the Casualty Value of the Casualty Unit is required on the next payment date; and

WHEREAS, the Lessee desires to obtain the release of the Casualty Unit from the Conditional Sale Agreement and the Lease prior to the next Casualty Value payment date in order that it may dispose of the Casualty Unit;

NOW, THEREFORE, in consideration of the premises, the parties hereto agree as follows:

The Lessee agrees to make the Casualty Value payment for the Casualty Unit when due, and further agrees to continue to make all payments for the Casualty Unit until such Casualty Value payment is made.

The Lessor and the Agent do hereby transfer to the Lessee their interest in the Casualty Unit and release the Casualty Unit from the terms of the Conditional Sale Agreement and 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 this instrument as of the date first above written.

THE LIBERTY NATIONAL LEASING COMPANY

By J. E. Littleton
Vice President

(Corporate Seal)

ATTEST:

Robert W. Anderson
ASST. Secretary

