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LAW OFFICES
ALVORD AND ALVORD INTERSTATE COMMERCE COMMISSION

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918 SIXTEENTH STREET, N.W.
WASHINGTON, D.C.
20006-2973

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December 4, 1986

6-339A044

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C.

No. DEC 5 1986
10:00
NOTICE OPERATIONS UNIT
DEC 5 1 34 PM '86

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two fully executed duplicate original copies of a Release dated as of November 10, 1986, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed secondary document relates to a Conditional Sale Agreement dated as of September 15, 1975 between Southern Iron & Equipment Company, a Division of U.S. Railway Mfg. Co. ("Southern Iron") and Robert W. Meserve and Benjamin H. Lacey, Trustees of the property of Boston and Maine Corporation; and an Agreement and Assignment dated as of September 15, 1975 between Southern Iron and Shawmut Bank of Boston, N.A., which documents were duly filed and recorded at 10:00 a.m. on January 8, 1976 and assigned Recordation Number 8175.

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

Shawmut Bank, N.A.
1 Federal Street
Boston, Massachusetts 02211

The railroad equipment covered by the enclosed document is one hundred (100) 100-ton gondola cars bearing B&M reporting marks and numbers 9000 through 9099, both inclusive.

Counterpart
C.T. Kappler

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
December 4, 1986
Page Two

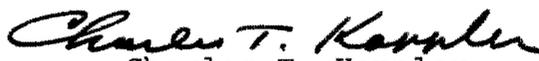
Kindly return the stamped original of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Release dated as of November 10, 1986 executed by Shawmut Bank, N.A. covering one hundred gondola cars, B&M 9000 - BM 9099.

Very truly yours,


Charles T. Kappler

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Charles T. Kappler
Alvord and Alvord
918 Sixteenth St., NW.
Washington, DC. 20006-2973

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12-5-86 at 1:34 PM, and assigned re-
recording number(s). 8175-A.

Sincerely yours,

Norita R. McLee
Secretary

Enclosure(s)

SE-30
(7/79)

DEC 5 1986 1:34 PM

INTERSTATE COMMERCE COMMISSION

R E L E A S E

This Release made as of this 10 day of November, 1986, by Shawmut Bank, N.A., a national banking association ("Shawmut");

W I T N E S S E T H:

WHEREAS, Southern Iron & Equipment Company, a Division of U.S. Railway Mfg. Co. ("Southern Iron"), and Robert W. Meserve and Benjamin H. Lacy, Trustees of the property of Boston and Maine Corporation, Debtor ("B&M Trustees"), entered into a Conditional Sale Agreement dated as of September 15, 1975 ("CSA"), providing for the purchase by the B&M Trustees of 100 gondola cars (the "Equipment"); and

WHEREAS, Southern Iron and Shawmut entered into an Agreement and Assignment dated as of September 15, 1975 ("Assignment"), pursuant to which Southern Iron assigned the CSA to Shawmut; and

WHEREAS, as of June 30, 1983, Boston and Maine Corporation, Debtor, was reorganized pursuant to Section 77 of the former Bankruptcy Act, and B&M became the successor in interest to the B&M Trustees under the CSA; and

WHEREAS, B&M has made monthly payments to Shawmut pursuant to the CSA since June 30, 1983, and B&M now intends to pay the remaining balance due under the CSA; and

WHEREAS, the CSA and Assignment were filed with the Interstate Commerce Commission on January 8, 1976, and with the Office of the Registrar General of Canada on January 16, 1976;

NOW, THEREFORE, Shawmut in consideration of the foregoing premises and intending to be legally bound, hereby agrees as follows:

1. Shawmut acknowledges that it has received payment of the full purchase price of the Equipment and all interest and any and all other payments provided for under the CSA and that all of the covenants and conditions of the CSA have been fully and duly performed by the B&M Trustees and B&M.

2. Shawmut acknowledges, represents and warrants that absolute right to the possession, title to and property in the Equipment shall hereby pass to and vest in B&M without any further transfer or action on the part of Shawmut, free and clear of all liens and encumbrances created or retained by the CSA.

3. If requested by B&M, Shawmut shall promptly execute and deliver to B&M any instrument or instruments as may be necessary or appropriate in order to make clear upon the public records that B&M has title to and property in the Equipment free and clear of all liens and encumbrances created or retained by the CSA.

4. Shawmut hereby releases the B&M Trustees and B&M from any further responsibility, obligation, debt or claim in respect of the CSA.

WITNESS the due execution hereof.

Attest:

SHAWMUT BANK, N.A.



Jose Anne Boutelle VP

John J. Waters VP

