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312-750-8600

August 31, 1988

SUSAN G. LICHTENFELD

RECORDATION NO. 13441-I Filed 1425

8-245A033

MOTOR OPERATOR UNIT  
SEP 1 3 33 PM '88  
100 OF 100

**VIA FEDERAL EXPRESS**

No. \_\_\_\_\_ Date SEP 1 1988

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, D.C. 20423  
ICC Washington, D.C.  
Fee \$ 13.00

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are one original executed copy and three photostatic copies of a Release of Lien, dated as of August 1, 1988, relating to a Conditional Sale Agreement, dated as of January 1, 1982, between The Connecticut Bank and Trust Company, N.A., not individually but solely as trustee (the "Trustee"), to Manufacturers Hanover Trust Company, as Agent (the "Agent"), duly recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on January 20, 1982, under Recordation Number 13441, which Conditional Sale Agreement is a primary document as defined in the Commission's Rules for the Recordation of Documents.

As set forth in the enclosed Release of Lien, the Conditional Sale Agreement was amended pursuant to an Amendment Agreement No. 1, dated as of May 1, 1985 (the "Amendment"), among The Pittsburgh and Lake Erie Railroad Company, the Agent, the Trustee and General Electric Credit Corporation, as Owner, duly recorded and filed with the commission pursuant to 49 U.S.C. §11303, on June 6, 1985 under Recordation Number 13441-D, which Amendment is a secondary document as defined in the Commission's Rules for the Recordation Documents.

The name and address of the party to the enclosed document is:

Manufacturets Hanover Trust Company  
270 Park Avenue  
New York, NY 10017

Ms. Noreta R. McGee

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A description of the railroad equipment covered by the enclosed document is set forth in Appendix A hereto.

Also enclosed is a check in the amount of \$13.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped original executed copy and two stamped photostatic copies of the enclosed document and the stamped photostatic copy of this letter to Susan G. Lichtenfeld, Esq., Ross & Hardies, 150 North Michigan Avenue, Chicago, Illinois 60601.

Following is a short summary of the enclosed document and primary documents and secondary documents to which it relates:

Document to be Recorded

Release of Lien from Manufacturers Hanover Trust Company, as Agent, dated as of August 1, 1988, releasing lien on the railcars described on Appendix A thereto.

Primary Document to Which it Relates

Conditional Sale Agreement dated as of January 1, 1982, between The Connecticut Bank and Trust Company, N.A., not individually but solely as trustee, and Manufacturers Hanover Trust Company, recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on January 20, 1982 under Recordation Number 13441.

Secondary Document to Which it Relates

Amendment Agreement No. 1 dated as of May 1, 1985, among The Pittsburgh and Lake Erie Railroad Company, The Connecticut Bank and Trust Company, as Trustee, Manufacturers Hanover Trust Company, as Agent, and General Electric Credit Corporation, as Owner, recorded and filed with the Interstate

Ms. Noreta R. McGee  
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Commerce Commission pursuant to 49 U.S.C.  
§11303 on June 6, 1985 under Recordation  
Number 13441-D.

Very truly yours,

  
Susan G. Lichtenfeld

SGL:tk  
Enclosure

cc: Gordon E. Neuenschwander  
G. Edward Yurcon  
C.R. Holley  
Jim Lenart  
John Lafferty  
Robert W. Kleinman  
Bruce Rider  
Michael M. Hopkins

APPENDIX A

HEAVY DUTY FLAT CARS

PLE 960

PLE 962

PLE 978

PLE 979

PLE 980

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INTERSTATE COMMERCE COMMISSION

RELEASE OF LIEN

KNOW ALL MEN BY THESE PRESENTS THAT:

WHEREAS, THE CONNECTICUT BANK AND TRUST COMPANY, N.A., not individually but solely as trustee (the "Trustee") under a Trust Agreement dated as of January 1, 1982 with General Electric Credit Corporation (the "Owner"), has heretofore executed and delivered its Conditional Sale Agreement dated as of January 1, 1982 (the "Original Agreement") to MANUFACTURERS HANOVER TRUST COMPANY, as Agent (the "Agent"); and

WHEREAS, the Original Agreement was amended by the Amendment Agreement No. 1 dated as of May 1, 1985 (the "Amendment") among The Pittsburgh and Lake Erie Railroad Company, the Agent, the Trustee and the Owner (the Original Agreement, as amended by the Amendment, is hereinafter referred to as the "Conditional Sale Agreement"); and

WHEREAS, the Original Agreement was filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on January 20, 1982, under Recordation Number 13441, and the Amendment was filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on June 6, 1985, under Recordation Number 13441-D; and

WHEREAS, the Trustee has requested the Agent to release from the lien of the Conditional Sale Agreement the railcars which are described in Appendix A attached hereto (the "Released Railcars") and has complied with all conditions of the Conditional Sale Agreement precedent to such release.

NOW, THEREFORE, the Agent, for and in consideration of \$10.00 and other good and valuable consideration, receipt whereof is hereby acknowledge, does hereby RELEASE and CONVEY unto the Trustee, its successors and assigns, all of the rights, title, lien, security interest or claim whatsoever which the Agent has or may have acquired under, through or by virtue of the Conditional Sale Agreement in and to the Released Railcars.

THIS INSTRUMENT is executed upon the express condition that nothing herein contained shall be construed to release from the lien of the Conditional Sale Agreement any property subject thereto except the Released Railcars.



APPENDIX A

HEAVY DUTY FLAT CARS

PLE 960

PLE 962

PLE 978

PLE 979

PLE 980