

United States
Lease Financing, Inc.

US

November 5, 1985

615 Battery Street
P.O. Box 3985
San Francisco, California 94119
(415) 445-7500

Secretary
Interstate Commerce Commission
12th and Constitution Ave. N. W.
Washington, D. C. 20423

Attention: Mrs. Mildred Lee
Room 2303

Gentlemen:

Enclosed for recordation under the provisions of Section 11303 (formerly 20c) of the Interstate Commerce Act and the regulations promulgated thereunder, as amended, are four counterparts of a Release of Security Interest, which document is a Supplement to a Reconstruction and Conditional Sale Agreement, Lease of Railroad Equipment and Assignment of Lease and Agreement and Transfer Agreement, all dated April 1, 1977 which were recorded with the Interstate Commerce Commission on April 26, 1977 and assigned ICC Recordation Numbers 8791, 8791-A and 8791-B, respectively.

The names of the parties to the enclosed are:

ASSIGNEE: Mercantile-Safe Deposit and Trust Company
P.O. Box 2258
Baltimore, MD 21203

LESSEE: Seaboard Coast Line Railroad Company
3600 West Broad Street
Richmond, VA 23230

OWNER-
TRUSTEE: Trust Company for USL, Inc.
P.O. Box 66011
AMF, O'Hare
Chicago, IL 60666

The general description of the equipment is contained on Schedule A of the Release.

The undersigned is acting on behalf of the Trustee and has knowledge of the matters set forth herein.

RECORDATION NO. 8791K Filed 1428

Date 11/12/85

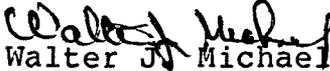
NOV 12 1985 - 3 15 PM Fee \$ 12.00

INTERSTATE COMMERCE COMMISSION - Washington, D. C.

Please return three recorded copies to Walter J. Michael,
United States Lease Financing, Inc., 733 Front Street, San
Francisco, CA 94111.

Enclosed is a remittance of \$10.00 to cover the recording
fee.

Very truly yours,


Walter J. Michael
Administrative Manager
415/627-9283

WJM:cb

Encls.

Interstate Commerce Commission
Washington, D.C. 20423

11/13/85

OFFICE OF THE SECRETARY

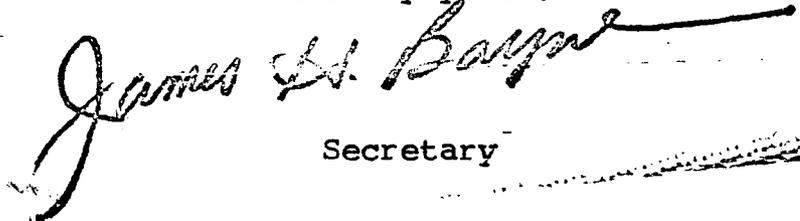
Walter J. Michael
Administrative Manager
U.S. Lease Financing, Inc.
615 Battery Street
San Francisco, Calif. 94119

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 11/12/85 at 3:15pm and assigned re-
recording number(s).

8791-D Released

Sincerely yours,


Secretary

Enclosure(s)

RECORDATION NO. 8791 Filed 1425

NOV 12 1985 - 3 15 PM

INTERSTATE COMMERCE COMMISSION

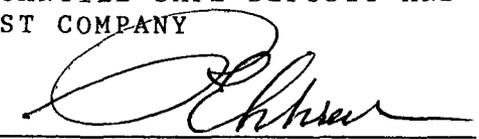
RELEASE OF SECURITY INTEREST
(S.C.L. Trust No. 26)

The undersigned, Mercantile-Safe Deposit and Trust Company not in its individual capacity but solely as Agent (the "Agent") is the holder of a security interest in the equipment described on Schedule A hereto (the "Equipment") under (a) Reconstruction and Conditional Sale Agreement (the "Agreement") dated as of April 1, 1977 between the Agent, Seaboard Coast Line Railroad Company (the "Railroad") and Trust Company for USL, Inc. as Owner Trustee (the "Trustee") and (b) the Assignment of Lease and Agreement described below. Under a Transfer Agreement dated as of April 1, 1977 the Railroad assigned its rights to the hulks listed on Annex A to the Transfer Agreement to the Agent. The Trustee leased the equipment on Schedule A hereto to the Railroad under a Lease of Railroad Equipment dated as of April 1, 1977 (the "Lease"). The Lease was assigned to the Agent under an Assignment of Lease Agreement dated as of April 1, 1977 (the "Assignment"). The Reconstruction and Conditional Sale Agreement, Lease of Railroad Equipment and Assignment of Lease and Agreement, and Transfer Agreement were recorded with the Interstate Commerce Commission on April 26, 1977 and assigned ICC Recordation Numbers 8791, 8791-A and 8791-B, respectively.

For good and valuable consideration, the undersigned hereby acknowledges payment in full for the Equipment under the Agreement, the Transfer Agreement and the Assignment of Lease and Agreement and does further hereby release its security interest and all its right, title and interest related or incident to the Equipment under the Agreements and Assignment.

Dated: October 31, 1985

MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY

By: 

Title: Vice President

(SEAL)

SCHEDULE A

<u>Quantity</u>	<u>AAR Mechanical Designation</u>	<u>Description</u>	<u>Lessee's Road Numbers (Inclusive)</u>
200	LO	77-ton covered Cement Phosphate Hopper Cars	SCL 202550- SCL 202749
500	XM & XL	50' 55-ton Box Cars	SCL 27800- SCL 28299
350	HT	77-ton Coal Hopper Cars	SCL 162975- SCL 163324

CORPORATE FORM OF ACKNOWLEDGMENT

State of Maryland)
County of Baltimore) SS:

On this 31st day of October, 1985, before me personally appeared R.E. SCHREIBER, to me personally known, who being by me sworn, says that he is a

VICE PRESIDENT of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY,

that the seal affixed to the foregoing instrument is the seal of said entity, 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.



Notary Public

(SEAL)

My commission expires: 7-1-86