

United States
Lease Financing, Inc



615 Battery Street, 5th Floor
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San Francisco, California 94103
(415) 627-9276
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RECORDATION NO 7435-B FILED 1423

JUN 7 1989 -3 50 PM

INTERSTATE COMMERCE COMMISSION

By Federal Express

June 6, 1989

Date _____
Fee \$ _____

ICC Washington, D. C.

Secretary
Interstate Commerce Commission
12th and Constitution Avenue, NW
Washington, DC 20423

Attention: Mrs. Mildred R. Lee, Room 2303

Dear Mrs. Lee:

Enclosed for recordation under provisions of Section 11303 (formerly 20C) of the Interstate Commerce Act and the regulations promulgated thereunder, is the original and three counterparts of a Release And Termination of Lease and the Collateral Assignment of lease and Agreement which is a supplement to a Lease Agreement and a Collateral Assignment of Lease and Agreement both dated as of October 15, 1973. The Lease and Collateral Assignment were recorded with the Interstate Commerce Commission on March 20, 1974 and assigned ICC Recordation Numbers 7435 and 7435-A, respectively.

The names and addresses of the parties to the enclosed are:

LESSOR and OWNER-TRUSTEE:
Trust Company for USL, Inc.
1211 West 22nd Street
Oak Brook, IL 60521

ASSIGNEE and AGENT:
Florida National Bank, N.A.
(successor to International Bank of Miami)
100 NE Third Avenue
Ft. Lauderdale, FL 33301-1155

LESSEE:
Grand Trunk Western Railroad Company
1333 Brewery Park Blvd.
Detroit, MI 48207-2699

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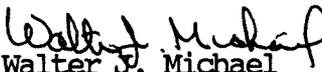
Interstate Commerce Commission
June 6, 1989 - page 2

The general description of the equipment is contained in Schedule A to the Lease and the undersigned is an officer of the Lessor and is knowledgeable of the matters set forth herein.

Enclosed is a remittance of \$13.00 covering the required recording fee.

Please return three recorded copies to my attention.

Very truly yours,


Walter J. Michael
Secretary

415/627-9283

WJM/jr
Encl.

Interstate Commerce Commission
Washington, D.C. 20423

6/3/89

OFFICE OF THE SECRETARY

Walter J. Michael
Secretary
U.S. Lease Financing, Inc.
615 Battery St. 5th Fl.
P.O.Box 3985
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 6/7/89 at 3:50pm, and assigned recordation number(s). 7435-B

Sincerely yours,

Narta L. McGee
Secretary

Enclosure(s)

RECORDATION NO 7435-B FILED 1488

RELEASE AND TERMINATION OF LEASE
AND COLLATERAL ASSIGNMENT THEREOF
(G.T.W. Trust No. 9)

JUN 7 1989 -3 50 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, pursuant to a Lease of Railroad Equipment dated as of October 15, 1973 (the "Lease") between Trust Company for USL, Inc., not in its individual corporate capacity but solely as Owner-Trustee (the "Trustee") under a Trust Agreement dated as of October 15, 1973 and Grand Trunk Western Railroad Company (the "Railroad"), Railroad acquired the possession and use of the railroad cars described in the Lease; and

WHEREAS, under a Collateral Assignment of Lease and Agreement dated as of October 15, 1973 (the "Assignment") between the Trustee and Florida National Bank, N.A. (the "Agent") (successor to Inter National Bank of Miami), the Trustee assigned, transferred and set over to the Agent as collateral security for the payment and performance of the Trustee's obligations all of Trustee's rights, title and interest under the Lease; and

WHEREAS, all obligations have been met under the terms of the Lease and the Assignment, the Agent releases its rights, title and interest under the Lease.

NOW THEREFORE, in consideration of \$1.00 and other valuable considerations, the receipt of which is hereby acknowledged, the Trustee acknowledges and declares the Lease to be satisfied and cancelled and does consent that the same be terminated and released from record, and hereby relinquishes unto Railroad all of Trustee's right, title and interest in and to the Equipment, provided however, any claim or liability of the Trustee or the Railroad arising from facts or circumstances existing prior to the termination date of the Lease or which under the terms of the Lease is to survive termination of the Lease shall not be released or otherwise affected hereby.

The Lease and Assignment were recorded with the Interstate Commerce Commission on March 20, 1974 and assigned ICC Recordation Numbers 7435 and 7435-A, respectively.

The undersigned have caused this instrument to be executed in their names by their duly authorized representatives as of the 15th day of May, 1989.

(Corporate Seal)

TRUST COMPANY FOR USL, INC.
as Owner-Trustee

By: Walter J. Michael
Vice President

(Corporate Seal)

FLORIDA NATIONAL BANK, N.A.,
as Agent

By: Maely Lee Greenfield
Its: Trust Officer

CORPORATE FORM OF ACKNOWLEDGEMENT

State of FLORIDA)

County of BROWARD)

SS:

On this 1st day of June, 1989, before me personally appeared Holly Lee Arencibia, to me personally known, who being by me sworn, says that she is Trust Officer of Florida National Bank, 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:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. AUG 19, 1989
BONDED THRU GENERAL INS. UND.

CORPORATE FORM OF ACKNOWLEDGEMENT

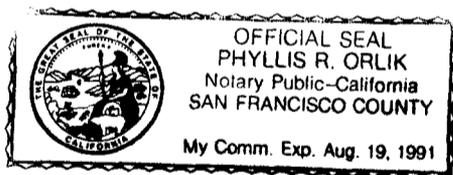
State of California)

ss:

County of San Francisco)

On this 6th day of June, 1989, before me personally appeared Walter J. Michael, to me personally known, who being by me sworn, says that he is Vice President of Trust Company for USL, Inc., 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.

Phyllis R. Orlik
Notary Public



(SEAL)

My commission expires: Aug 19, 1991