

LAW OFFICES

RECORDATION NO. 11412-F
Filed 1285

ROSS & HARDIES

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATION

MAR 7 1988 12:00 PM

150 NORTH MICHIGAN AVENUE
CHICAGO, ILLINOIS 60601-7567

312-558-1000

INTERSTATE COMMERCE COMMISSION

575 FIFTH AVENUE
NEW YORK, NEW YORK 10017-2470
212-949-7075

1090 VERMONT AVENUE, N.W.
WASHINGTON, D.C. 20005-4905
202-371-2200

TWX NUMBER
910-221-1154
TELECOPIER
312-750-8600

SUSAN G. LICHTENFELD

March 4, 1988 8-067A051

No. 8-067A051
Date MAR 7 1988
Fee \$ 10.00
ICC Washington, D. C.

MAR 7 12 08 PM '88
MOTION PICTURE
101

VIA FEDERAL EXPRESS

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

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 February 10, 1988, relating to a Conditional Sale Agreement, dated as of December 1, 1979, between The Connecticut National Bank and Trust Company, N.A., not individually but solely as trustee (the "Trustee") to First Security Bank of Utah, N.A., as Agent (the "Agent") (the "Security Agreement"), duly recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on January 23 1980, under Recordation Number 11412, which Railcar Security 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 Security 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 and J.P. Morgan Interfunding Corp., as Owners, duly recorded and filed with the Commission pursuant to 49 U.S.C. §11303, on June 6, 1985 under Recordation Number 11412-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:

First Security Bank of Utah, N.A.
79 South Main Street
Salt Lake City, Utah 84130-0007

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

Ms. Noreta R. McGee
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Also enclosed is a check in the amount of \$10.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return three stamped photostatic copies of the enclosed document in the envelope provided 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 document and secondary document to which it relates:

Document to be Recorded

Release of Lien from First Security Bank of Utah, as Agent, dated February 10, 1988, releasing lien on the railcars described on Appendix A thereto.

Primary Document to Which it Relates

Conditional Sale Agreement, dated as of December 1, 1979, between The Connecticut Bank and Trust Company, N.A., not individually but solely as trustee, and First Security Bank of Utah, N.A., recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on January 23, 1980 under Recordation Number 11412.

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 National Bank and Trust Company, as Trustee, First Security Bank of Utah, N.A., as Agent, and General Electric Credit Corporation and J.P. Morgan Interfunding Corp., as Owners, recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on June 6, 1985 under Recordation Number 11412-D.

Very truly yours,

Susan Lichtenfeld
Susan G. Lichtenfeld

SGL:tk
cc: Robert Kleinman
David Lidstone
Michael Hopkins

Appendix A

Chessie Cars

80500*	80703	80901	81104
80507	80704	80902	81105
80510	80705	80908	81107
80511	80711	80911	81112
80514	80715	80913	81113
80518	80722	80914	81119
80523	80725	80915	81120
80527	80726	80920	81125
80532	80736	80925	81126
80533	80739	80931	81128
80534	80741	80944	81129
80538	80749	80945	81132
80539	80758	80952	81138
80540	80761	80958	81142
80541	80764	80966	81151
80543	80768	80967	81154
80548	80771	80973	81155
80550	80773	80978	81157
80552	80784	80990	81160
80553	80786	80991	81161
80556	80789	80993	81163
80559	80790	80994	81166
80561	80800	80996	81176
80564	80803	80997	81181
80565	80807	81001	81182
80566	80810	81009	81185
80567	80813	81012	81190
80570	80815	81014	81192
80579	80816	81016	81196
80592	80818	81026	81197
80600	80823	81029	81199
80606	80826	81033	81202
80621	80829	81034	81203
80625	80834	81038	81207
80627	80835	81039	81209
80628	80848	81041	81211
80637	80852	81043	81214
80638	80854	81047	81216
80642	80858	81051	81220
80644	80863	81052	81222
80645	80864	81058	81225
80646	80867	81063	81227
80657	80869	81068	81229
80666	80875	81075	81232
80669	80876	81078	81235
80678	80881	81080	81243
80679	80884	81081	81257
80680	80886	81083	81261
80692	80888	81091	81263
80699	80890	81098	81266

*all PLE prefixes

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MAR 7 1988 10 52 PM

RELEASE OF LIEN

INTERSTATE COMMERCE COMMISSION

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 December 1, 1979 with General Electric Credit Corporation and J.P. Morgan Interfunding Corp. (the "Owners"), has heretofore executed and delivered its Conditional Sale Agreement dated as of December 1, 1979 (the "Original Agreement") to FIRST SECURITY BANK OF UTAH, N.A., 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 Owners (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 23, 1980, under Recordation Number 11412, and the Amendment was filed with the Interstate Commerce Commission pursuant to 49 U.S.C. §11303 on June 6, 1985, under Recordation Number 11412-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.

IN WITNESS WHEREOF, the Agent has caused this instrument to be duly executed and delivered by its duly authorized officers as of this 10th day of February, 1988.

FIRST SECURITY BANK OF UTAH, N.A.,
as Agent

By *Diane Klitz*
Its Assistant Trust Officer

STATE OF UTAH)
COUNTY OF Salt Lake)

The foregoing instrument was acknowledged before me this 10 day of February, 1988 by Oiane Klitz, a Assistant Trust Officer of FIRST SECURITY BANK OF UTAH, N.A., as the free act and deed of said association.

Sandra A. Nelson
Notary Public

[SEAL]

My commission expires: My Commission Expires May 7, 1990

Appendix A

Chessie Cars

80500*	80703	80901	81104-
80507	80704	80902	81105-
80510	80705	80908	81107-
80511	80711	80911	81112-
80514	80715	80913	81113-
80518	80722	80914	81119-
80523	80725	80915	81120-
80527	80726	80920	81125-
80532	80736	80925	81126-
80533	80739	80931	81128-
80534	80741	80944	81129-
80538	80749	80945	81132-
80539	80758	80952	81138-
80540	80761	80958	81142-
80541	80764	80966	81151-
80543	80768	80967	81154-
80548	80771	80973	81155-
80550	80773	80978	81157-
80552	80784	80990	81160-
80553	80786	80991	81161-
80556	80789	80993	81163-
80559	80790	80994	81166-
80561	80800	80996	81176-
80564	80803	80997	81181-
80565	80807	81001	81182-
80566	80810	81009	81185-
80567	80813	81012	81190-
80570	80815	81014	81192-
80579	80816	81016	81196-
80592	80818	81026	81197-
80600	80823	81029	81199-
80606	80826	81033	81202-
80621	80829	81034	81203-
80625	80834	81038	81207-
80627	80835	81039	81209-
80628	80848	81041	81211-
80637	80852	81043	81214-
80638	80854	81047	81216-
80642	80858	81051	81220-
80644	80863	81052	81222-
80645	80864	81058	81225-
80646	80867	81063	81227-
80657	80869	81068	81229-
80666	80875	81075	81232-
80669	80876	81078	81235-
80678	80881	81080	81243-
80679	80884	81081	81257-
80680	80886	81083	81261-
80692	80888	81091	81263-
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*all PLE prefixes