



BancBoston Leasing

RECORDATION NO. 12436-C

OCT 26 1988 - 11 25 AM

INTERSTATE COMMERCE COMMISSION

October 17, 1988

10/26/88
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DC Washington, D. C.

The Honorable Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, NW
Washington D.C. 20423

Dear Ms. McGee:

We have enclosed two originals of the secondary document described below to be recorded pursuant to Section 11303 of Title 49 of the United States Code:

Discharge of Mortgage and Assignments of Rents, and Release of Guaranty by Marine Midland Bank, N.A., and Schedule A.

The primary document to which this is connected is duly recorded under Recordation numbers 12436-B and 12436-A.

The secondary document is a Discharge of Mortgage and Assignments of Rents, and Release of Guaranty. The names and addresses of the parties to the document are as follows:

- Mortgagee: Marine Midland Bank, N.A.
One Marine Midland Plaza
Rochester, New York 14639
- Mortgagor: GWI Leasing Corporation
71 Lewis Street
Greenwich, Connecticut 06830
- Guarantor: Genesee & Wyoming Industries, Inc.
71 Lewis Street
Greenwich, Connecticut 06830

A description of the equipment covered by the document follows:

(50) 100-ton, 4750 cubic feet capacity covered hopper cars.

A more complete description of the equipment covered by the document is set forth on the attached Schedule A.

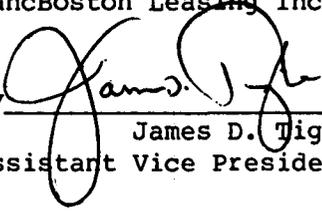


A fee of \$13.00 is enclosed. Please return the original document after recordation to BancBoston Leasing Inc., 100 Federal Street, Boston, Massachusetts 02110.

A short summary of the document to appear in the index follows:

"Discharge of Mortgage and Assignments of Rents between Marine Midland Bank, N.A., One Marine Midland Plaza, Rochester, New York 14639 (Mortgagee) and GWI Leasing Corporation, 71 Lewis Street, Greenwich, Connecticut 06830 (Mortgagor) of the following equipment: (50) 100-ton, 4750 cubic feet capacity covered hopper cars. Release of Guaranty dated November 12, 1980, made and executed by Genesee & Wyoming Industries, Inc. in favor of Marine Midland Bank, N.A.

Very truly yours;
BancBoston Leasing Inc.

By 
James D. Tighe
Assistant Vice President

Enclosures: (2) Discharge of Mortgage and Assignments of Rents,
and Release of Guaranty (Originals)
(2) Schedule A

DISCHARGE OF MORTGAGE AND ASSIGNMENT OF RENTS
AND RELEASE OF GUARANTY

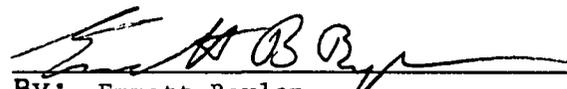
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INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that MARINE MIDLAND BANK, N.A., a National Banking Association, having a place of business at One Marine Midland Plaza, Rochester, New York 14639, does hereby certify that a certain Mortgage being dated November 12, 1980, and a certain Assignment of Rents being dated November 12, 1980, both made and executed by GWI LEASING CORPORATION, a Delaware corporation with a principal place of business at 71 Lewis Street, Greenwich, Connecticut 06830, covering the equipment listed on Schedule A, attached hereto and made a part hereof, to secure the payment of the principal sum of One Million Eight Hundred Thousand Dollars (\$1,800,000.00), and interest, and duly recorded in the office of the Secretary of the Interstate Commerce Commission of the United States pursuant to 49 U.S.C. §11303 at ICC Index Numbers 12436-B and 12436-A, respectively, on November 24, 1980, and said Mortgage and Assignment of Rents have not been assigned, are paid, and does hereby consent that the same be discharged of record; and

THAT MARINE MIDLAND BANK, N.A., hereby fully and unconditionally releases GENESEE & WYOMING INDUSTRIES, INC., a Delaware corporation with a place of business at 71 Lewis Street, Greenwich, Connecticut 06830, from a certain Guaranty being dated November 12, 1980, made and executed by Genesee & Wyoming Industries, Inc. in favor of Marine Midland Bank, N.A.

IN WITNESS WHEREOF, MARINE MIDLAND BANK, N.A., has caused its corporate seal to be hereunto affixed, and these presents to be signed by its duly authorized officer this 28 day of September, 1988.

MARINE MIDLAND BANK, N.A.


By: Emmett Boylan
Its: Administrative Vice President

STATE OF NEW YORK)
COUNTY OF MONROE) SS:

On this 28th day of September, 1988, before me personally came Emmitt Bayan, to me known, who, being by me duly sworn, did depose and say that he/~~she~~ resides in Rochester NY, that he/~~she~~ is Vice President of Marine Midland Bank, N.A., the corporation described in and which executed the foregoing instrument; and that he/~~she~~ signed his/~~her~~ name thereto by order of the Board of Directors of said corporation.


Notary Public

DAVID L. BROOKS
Notary Public in the State of New York
Monroe County
My Commission Expires January 20, 1989

SCHEDULE A

<u>Quantity</u>	<u>Description</u>	<u>Car Numbers</u>
Fifty (50)	100-Ton, 4750 cfc. covered hoppers manufactured by Pullman Standard, a division of Pullman Incorporated, in accordance with Pullman Standard's Specification No. 1137 and "Buyer's" Purchase Order acceptance dated May 13, 1980 and Pullman Standard's acknowledgment letter dated May 18, 1980.	GNWR 610001 through 610050 inclusive