

0100706024

**DONELAN, CLEARY, WOOD & MASER, P.C.**

RECORDATION NO. 15036-H FILED 1995

JUL 26 1995 11 55 AM

ATTORNEYS AND COUNSELORS AT LAW

SUITE 750  
1100 NEW YORK AVENUE, N.W.  
WASHINGTON, D.C. 20005-3934

INTERSTATE COMMERCE COMMISSION

TELECOPIER: (202) 371-0900

OFFICE: (202) 371-9500

July 26, 1995

Recordation No. 15036-H

RECEIVED  
OFFICE OF THE  
SECRETARY  
JUL 26 11 53 AM '95  
LICENSING BRANCH

Dear Mr. Williams:

On behalf of The First National Bank of Boston, a national banking corporation, as Collateral Agent, I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Full Release and Termination ("Release").

The Party to the enclosed Release is:

The First National Bank of Boston, Agent  
100 Federal Street  
Boston, MA 02110

RELEASING PARTY

The said Release is a full release of all right, title and interest of The First National Bank of Boston, Agent, in, to and under that certain Security Agreement dated as of August 27, 1986 and that certain Restated Security Agreement dated as of November 18, 1988, filed and recorded with the Interstate Commerce Commission respectively August 27, 1986 under Recordation No. 15036 and November 18, 1988 under Recordation No. 15036-B, each as amended. It is to be noted that some amendments to the Restated Security Agreement, through inadvertence, were recorded under subparts of Recordation No. 15652, and this Release also is being filed separately and concurrently under Recordation No. 15652. As to the instant filing, the Release should be recorded under the next available letter under Recordation No. 15036, (which we believe is -H).

The equipment covered by the enclosed Release is all equipment covered by the aforesaid Security Agreement and aforesaid Restated Security Agreement, each as amended.

A short summary of the Release to appear in the ICC Index under Recordation No. 15036 is as follows:

"Full Release and Termination of Security Agreement under Recordation No. 15036 and Restated Security Agreement under Recordation No. 15036-B, each as amended."

Enclosed is a check in the amount of twenty-one dollars (\$21.00) in payment of the filing fee.

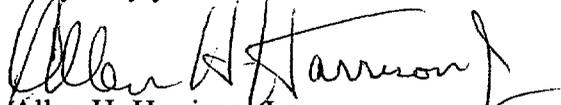
*Counterparts: D. H. Cannon*

DONELAN, CLEARY, WOOD & MASER, P.C.

Letter to Secretary Vernon A. Williams  
July \_\_, 1995  
Page 2

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,



Allen H. Harrison, Jr.  
*Attorney for The First National Bank of  
Boston for the purpose of this filing.*

Honorable Vernon A. Williams  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423  
*Enclosures*  
**BY HAND**

8357-020



Interstate Commerce Commission  
Washington, D.C. 20423-0001

Office Of The Secretary

July 26, 1995

Donelan, Cleary, Wood & Maser, P.C.  
Suite 750  
1100 New York Avenue, N. W.  
Washington, D.C. 20005-3934

Dear Mr. Harrison:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 07/26/95 at 11:55 A.M., and assigned recordation number(s). 15036-H and 15652-N

Sincerely yours,

Vernon A. Williams  
Secretary

Enclosure(s)

\$ 42.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

15036-H

RECORDATION NO. 15036-H FILED 1995

JUL 20 1995 11 55 AM

FULL RELEASE AND TERMINATION OF SECURITY AGREEMENT AND RESTATED SECURITY AGREEMENT RECORDED RESPECTIVELY WITH THE INTERSTATE COMMERCE COMMISSION UNDER RECORDATION NOS. 15036 AND 15036-B AND CERTAIN AMENDMENTS THERETO UNDER SUBPARTS OF RECORDATION NO. 15652

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, Paducah and Louisville Railway, Inc., a Kentucky corporation, as debtor, and The First National Bank of Boston, a national banking corporation, as Collateral Agent and Secured Party, did enter into that certain Security Agreement dated as of August 27, 1986 which was filed and recorded with the Interstate Commerce Commission ("ICC") on August 27, 1986 under Recordation No. 15036; and

WHEREAS, the parties to the aforesaid Security Agreement, by that certain Amendment No. 1 to Security Agreement, dated as of March 31, 1988 and recorded with the ICC May 26, 1988 under Recordation No. 15036-A, did amend the aforesaid Security Agreement; and

WHEREAS, the parties to the aforesaid Security Agreement did enter into that certain Restated Security Agreement as of November 18, 1988, recorded with the ICC November 18, 1988 under Recordation No. 15036-B, which Restate Security Agreement did amend and restate the aforesaid Security Agreement in its entirety; and

WHEREAS, the parties to the aforesaid Security Agreement and Restated Security Agreement did enter into that certain Partial Release of Liens dated November 9, 1990, recorded with the ICC November 13, 1990 under Recordation No. 15036-C; and

WHEREAS, the parties to the aforesaid Security Agreement and Restated Security Agreement did enter into Amendment No. 1 to Restated Security Agreement dated as of January 7, 1991, recorded with the ICC January 10, 1991 through inadvertence under Recordation No. 15652-G; and

WHEREAS, the parties to the aforesaid Security Agreement and Restated Security Agreement did enter into Amendment No. 2 to Restated Security Agreement dated as of

January 21, 1992, recorded with the ICC February 4, 1992 through inadvertence under Recordation No. 15652-I; and

WHEREAS, the parties to the aforesaid Security Agreement and Restated Security Agreement did enter into Partial Release of Liens dated March 11, 1992, recorded with the ICC March 16, 1992 through inadvertence under Recordation No. 15652-J; and

WHEREAS, the parties to the aforesaid Security Agreement and Restated Security Agreement did enter into Amendment No. 3 to Restated Security Agreement dated as of August 30, 1993, recorded with the ICC September 1, 1993 through inadvertence under Recordation No. 15652-K; and

WHEREAS, the parties to the aforesaid Security Agreement and Restated Security Agreement did enter into Amendment No. 4 to Restated Security Agreement dated as of September 7, 1994, recorded with the ICC September 8, 1994 through inadvertence under Recordation No. 15652-M; and

WHEREAS, the obligations secured by the Security Agreement and the Restated Security Agreement, both as amended, have been fully satisfied and discharged.

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is acknowledged, and intending to be legally bound, The First National Bank of Boston, as Collateral Agent and Secured Party, does hereby release and terminate in *toto* the aforesaid Security Agreement and Restated Security Agreement, both as amended, and fully releases and discharges all the collateral described and covered therein and thereby.

IN WITNESS WHEREOF, The First National Bank of Boston, as Collateral Agent and Secured Party, has duly executed this FULL RELEASE AND TERMINATION OF SECURITY AGREEMENT AND RESTATED SECURITY AGREEMENT as of this 20th day of July, 1995.

THE FIRST NATIONAL BANK OF BOSTON, Agent

By: [Signature]  
Name: Paul Feloney Sr.  
Title: AVP

