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May 31, 1995

RECORDATION NO. 17717-C FILED 1995

Recordation No. 17717-C 31 1995 11:00 AM  
MAY

INTERSTATE COMMERCE COMMISSION

Dear Mr. Williams:

On behalf of State Street Bank and Trust Company of Connecticut, National Association, 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 Partial Release ("Release"), executed as of May 23, 1995 which is a partial release covering only two specifically designated locomotives in which Releasing Party relinquishes a security interest.

The party to the enclosed Release is:

State Street Bank and Trust Company of Connecticut  
Suite 1114  
750 Main Street  
Hartford, CT 06103

RELEASING PARTY

The said Release is a release of the security interest of the Releasing Party only as to those two (2) locomotives covered in the Release which security interest was created by the filing made under Recordation No. 17717, and the Release should be recorded under the next available letter under Recordation No. 17717, which we believe is "-C."

The two locomotives covered by the enclosed Release is identified as SP 7537 and SP 7539.

A short summary of the Release to appear in the ICC Index is as follows:

"Release as to two locomotives, SP 7537 and SP 7539."

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

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.*

Allen H. Harrison, Jr.  
Attorney for State Street Bank and Trust Company of Connecticut for the purpose of this filing.

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

MAY 31 10 51 AM '95

RECEIVED  
OFFICE OF THE  
SECRETARY

8307-020

*Counterparts - Allen H. Harrison Jr.*

17717-C

17717-C  
RECORDATION NO. 17717-C  
MAY 31 1995  
STATE STREET BANK & TRUST COMPANY OF CONNECTICUT

**PARTIAL RELEASE**

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, First Security Bank of Utah, National Association, as Owner-Trustee under BLC Trust No. 92-1, ("Debtor") and State Street Bank & Trust Company of Connecticut, National Association, as Security-Trustee ("Secured Party") entered into a Security Agreement-Trust Deed dated as of February 1, 1992, securing certain obligations of the Debtor to the Secured Party, and

WHEREAS, the aforesaid Security Agreement-Trust Deed was filed and recorded with the Interstate Commerce Commission on February 27, 1992 and has been assigned Recordation No. 17717, and

WHEREAS, a related Security Agreement-Trust Deed Supplement No. 1 dated as of February 25, 1992 was filed and recorded with the Interstate Commerce Commission on February 27, 1992 and has been assigned Recordation N o. 17717-A, and

WHEREAS, the said Security Agreement-Trust Deed, as supplemented, created a lien and encumbrance against certain designated locomotives, and

WHEREAS, as to two of the said designated locomotives, namely SP 7537 and SP 7539, the parties wish to release the aforesaid lien and encumbrance;

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, and intending to be legally bound, the Secured Party does hereby terminate the security interest created by the aforesaid Security Agreement-Trust Deed, as supplemented, only as to the aforesaid two locomotives, namely SP 7537 and SP 7539, and releases and discharges the said two locomotives from and under the lien and encumbrance created by the said Security Agreement-Trust Deed, as supplemented.

IN WITNESS WHEREOF, State Street Bank & Trust Company of Connecticut, National Association has duly executed this Release as of this 23 day of May, 1995.

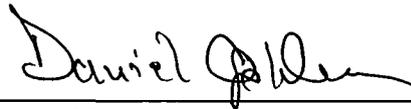
By: Carolina D. Altomare  
Name: CAROLINA D. ALTOMARE  
Title: ASSISTANT SECRETARY

STATE OF MASSACHUSETTS )  
 )  
COUNTY OF SUFFOLK )

SS:

On this 23 day of May, 1995 before me personally appeared Carolina D. Altomare, to me personally known, who being by me duly sworn, says that ~~he~~/she is the Assistant Secretary of State Street Bank & Trust Company of Connecticut, National Association ("Bank"), that the foregoing instrument was signed on behalf of said Bank by authority of its Board of Directors, and ~~he~~/she acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Notary Public

[SEAL]

My Commission expires:

DANIEL GOLDEN  
Notary Public  
My Commission Expires June 26, 1998