THOMPSON COBURN

Attorneys at Law

700 14TH Street, N.W.
Washington, D.C. 20005-2010
202-508-1000
FAX 202-508-1010

Randall K. Hulme
202-508-1006

Counterpart - Randall Hulme

July 9, 1996

RECORDATION NO. 11554-C FILED 1425
JUL 9 1996 -2 40 PM
INTERSTATE COMMERCE COMMISSION

RECEIVED
SURFACE TRANSPORTATION BOARD
JUL 9 2 36 PM '96

VIA HAND DELIVERY

Mr. Vernon Williams
Secretary
Surface Transportation Board
12th & Constitution, N.W.
Room 2311
Washington, D.C. 20423

Dear Sir:

I have enclosed four originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Total Release and Termination of Trust Indenture and Security Agreement, a secondary document, dated December 22, 1995; this document relates to a primary document filed at the Surface Transportation Board (formerly the ICC) under recordation number 11554.

The names and addresses of the parties to the document are as follows:

Security Trustee:	First Security Bank of Utah, N.A. 79 South Main Street Salt Lake City, Utah 84111

A description of the equipment covered by the document is set forth in Schedule A attached to this letter and made a part hereof.

A fee of $21.00 is enclosed. Please file-stamp and return any extra originals not needed by the Commission for recordation to:

Randall K. Hulme, Thompson Coburn, 700 14th Street, N.W., Suite 900, Washington, D.C. 20005.

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

Total Release of Trust Indenture and Security Agreement, by First Security Bank of Utah, N.A., covering railcars described in Schedule A.

Very truly yours,

Thompson Coburn

By Randall K. Hulme

RKH/hjb

Enc.

SCHEDULE A

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
26	XL	50-ton box cars	96348-96350 96354-96361 96363 96364 96366 96368-96375 96377 96381 96383 96386	10
12	XM	50-ton box cars	96388 96393 96395 110302 110303 110306 110319 110320 110323 110324 110326 110331	10
14	XF	70-ton box cars	112768 112770-112773 112777 112778 112780-112783 112785 113889 113890	13
29	XL	70-ton box cars	112257 112528 112543 112544 112546 112547 112550 112553-112555 112557-112565 112569 112571-112573 112760-112764 112767	13

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
28	XM	70-ton box cars	112541	13
			112542	
			112749	
			112751	
			112752	
			112788	
			112790-112796	
			112801	
			112802	
			112804	
			112805	
			112807	
			112808	
			112810-112813	
			112815	
			112817-112820	
7	XP	100-ton box cars	113959	14
			113960	
			114075-114077	
			114079	
			114303	
70	HT	70-ton open top hopper cars	76525	12
			76526	
			76528-76530	
			76532-76541	
			76543-76553	
			76556	
			76558-76566	
			76568	
			76571	
			76572	
			76574	
			76576-76584	
			76586-76588	
			76590-76592	
			76595	
			76596	
			76599-76601	
			76603-76607	
			76611	
			76612	
			76615-76617	
30	HT	80-ton open top hopper cars	189448	12
			189449	
			189451-189453	
			189455	
			189458	

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
			189459	
			189461-189463	
			189466	
			189467	
			189469-189472	
			189475-189481	
			189484	
			189486-189489	
			189492	
9	BT	100-ton open top hopper cars	192112-192118	14
			192121	
			192122	
54	GB	70-ton gondola cars	27449	12
			27450	
			27452	
			28601	
			28602	
			28605	
			28606	
			28608-28611	
			28617	
			28618	
			29052	
			29202-29205	
			29567	
			29568	
			29570-29572	
			29574-29577	
			29579	
			29581	
			29583-29585	
			29587-29596	
			29599-29601	
			29603	
			29605-29607	
			29609-29612	
			29621	
2	GBS	70-ton gondola cars	27453	12
			27454	
13	LG	70-ton gondola cars	27777-27781	12
			27783	
			27785-27788	
			29617	
			29618	
			29620	
1	GBS	100-ton gondola car	27979	12

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
1	GBSR	100-ton gondola car	29619	12
29	LO	70-ton ballast cars	45201	10
			45203	
			45204	
			45206	
			45208-45210	
			45212	
			45214-45217	
			45219-45221	
			45225-45230	
			45232	
			45236	
			45237	
			45239	
			45241	
			45244-45246	
4	LO	70-ton covered hopper cars	37173	10
			37176	
			201891	
			201892	
52	LO	100-ton covered hopper cars	201657	14
			201658	
			201661	
			201662	
			201664-201668	
			201671	
			201677	
			201894	
			201895	
			201898	
			201899	
			204300-204302	
			204308	
			204311	
			205216-205222	
			205224	
			205226	
			205228-205232	
			205235-205249	
			250521-250523	
32	LP	50-ton ribbon rail cars	42867-42873	10
			42875-42899	

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
20	LP	70-ton pulpwood cars	20014-20021 20100 20194-20196 20286 20287 20289 20290 20292-20295	11
433				

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

7/9/96

Randall K. Hulme
Thompson Coburn
700 14th Street, NW
Washington, DC., 20005-2010

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 7/9/96 at 2:40PM, and assigned recordation number(s). 11554-C and 11555-C.

Sincerely yours,

Vernon A. Williams

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 Janice M. Fort

11554-C

TOTAL RELEASE AND TERMINATION OF
TRUST INDENTURE AND SECURITY AGREEMENT

The undersigned, First Security Bank of Utah, N.A. ("Bank"), hereby releases and terminates the Trust Indenture and Security Agreement dated as of January 1, 1980 between Bank as Security Trustee and First Security Bank of Idaho, N.A., successor to First Security State Bank, as Owner Trustee, with respect to the Railcars listed in Schedule A attached hereto, recorded with the Interstate Commerce Commission on March 4, 1980 and receiving Recordation Number 11554.

Dated 12/22/95

FIRST SECURITY BANK OF UTAH, N.A., not in its individual capacity, but solely in its capacity as Security Trustee

(Corporate Seal)

By: [signature]
Title: A.V.P.

CORPORATE FORM OF ACKNOWLEDGEMENT
FIRST SECURITY BANK OF UTAH, N.A.

State of Utah)
) ss.
County of Salt Lake)

On this 22nd day of December, 1995 before me personally appeared Anita Lisa Clayton to me personally known, who being by me duly sworn, says that [s]he is the Asst Vice President of First Security Bank of Utah, N.A., that the seal affixed to the foregoing is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and [s]he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(Notary Seal)

Elizabeth M. Webb
[Signature of Notary Public]

My commission expires on

NOTARY PUBLIC
ELIZABETH M. WEBB
79 So. Main St.
S.L.C., UT 84111
COMMISSION EXPIRES
MAY 7, 1997
STATE OF UTAH

SCHEDULE A

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
26	XL	50-ton box cars	96348-96350	10
			96354-96361	
			96363	
			96364	
			96366	
			96368-96375	
			96377	
			96381	
			96383	
			96386	
12	XM	50-ton box cars	96388	10
			96393	
			96395	
			110302	
			110303	
			110306	
			110319	
			110320	
			110323	
			110324	
			110326	
			110331	
14	XF	70-ton box cars	112768	13
			112770-112773	
			112777	
			112778	
			112780-112783	
			112785	
			113889	
			113890	
29	XL	70-ton box cars	112257	13
			112528	
			112543	
			112544	
			112546	
			112547	
			112550	
			112553-112555	
			112557-112565	
			112569	
			112571-112573	
			112760-112764	
			112767	

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
28	XM	70-ton box cars	112541 112542 112749 112751 112752 112788 112790-112796 112801 112802 112804 112805 112807 112808 112810-112813 112815 112817-112820	13
7	XP	100-ton box cars	113959 113960 114075-114077 114079 114303	14
70	HT	70-ton open top hopper cars	76525 76526 76528-76530 76532-76541 76543-76553 76556 76558-76566 76568 76571 76572 76574 76576-76584 76586-76588 76590-76592 76595 76596 76599-76601 76603-76607 76611 76612 76615-76617	12
30	HT	80-ton open top hopper cars	189448 189449 189451-189453 189455 189458	12

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
			189459	
			189461-189463	
			189466	
			189467	
			189469-189472	
			189475-189481	
			189484	
			189486-189489	
			189492	
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			192121	
			192122	
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			28601	
			28602	
			28605	
			28606	
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			28617	
			28618	
			29052	
			29202-29205	
			29567	
			29568	
			29570-29572	
			29574-29577	
			29579	
			29581	
			29583-29585	
			29587-29596	
			29599-29601	
			29603	
			29605-29607	
			29609-29612	
			29621	
2	GBS	70-ton gondola cars	27453	12
			27454	
13	LG	70-ton gondola cars	27777-27781	12
			27783	
			27785-27788	
			29617	
			29618	
			29620	
1	GBS	100-ton gondola car	27979	12

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1	GBSR	100-ton gondola car	29619	12
29	LO	70-ton ballast cars	45201 45203 45204 45206 45208-45210 45212 45214-45217 45219-45221 45225-45230 45232 45236 45237 45239 45241 45244-45246	10
4	LO	70-ton covered hopper cars	37173 37176 201891 201892	10
52	LO	100-ton covered hopper cars	201657 201658 201661 201662 201664-201668 201671 201677 201894 201895 201898 201899 204300-204302 204308 204311 205216-205222 205224 205226 205228-205232 205235-205249 250521-250523	14
32	LP	50-ton ribbon rail cars	42867-42873 42875-42899	10

Quantity	AAR Mechanical Designation	Description	Lessee's Road Numbers (Both Inclusive)	Category
20	LP	70-ton pulpwood cars	20014-20021 20100 20194-20196 20286 20287 20289 20290 20292-20295	11
433				