

**BALL JANIK LLP**

A T T O R N E Y S

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WASHINGTON, D.C. 20005

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LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

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RECORDATION NO. 14325-H FILED

AUG 1 '97 10-48 AM

August 1, 1997

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release of Security Interest, a secondary document, dated as of July 31, 1997. The primary document to which this is connected is recorded under Recordation No. 14325. We request that this document be recorded under Recordation No. 14325-H.

The name and address of the party to the Release of Security Interest is:

Secured Party:

John Hancock Mutual Life Insurance Company  
200 Clarendon Street  
Boston, MA 02117

A description of the equipment covered by the Release of Security Agreement consists of 129 100-ton rotary dump coal cars numbered SFIX 2579, 2580, 2581, 2582, 2583, 2585, 2589, 2590, 2595, 2598, 2601, 2602, 2605, 2606, 2610, 2611, 2615, 2616, 2620, 2622, 2623, 2624, 2627, 2630, 2632, 2639, 2640, 2642, 2643, 2644, 2645, 2646, 2650, 2651, 2653, 2655, 2659, 2660, 2661, 2663, 2664, 2665, 2669, 2670, 2672, 2673, 2674, 2676, 2677, 2680, 2682, 2686, 2689, 2690, 2691, 2692, 2693, 2701, 2703, 2706, 2707, 2708, 2710, 2711, 2714, 2716, 2718, 2722, 2723, 2724, 2726, 2738, 2743, 2744, 2746, 2748, 2750, 2755, 2761, 2765, 2769, 2770, 2774, 2778, 2780, 2786, 2787, 2788, 2792, 2793, 2797, 2800, 2801, 2803, 2804, 2805, 2810, 2820, 2821, 2824, 2826, 2832, 2835, 2838, 2839, 2840, 2842, 2845, 2846, 2847, 2848, 2849, 2855, 2856, 2857, 2862, 2863, 2866, 2870, 2872, 2874, 2878, 2880, 2881, 2886, 2891, 8005, 8006, and 8007.

*Counterparts of [Signature]*

AUG 1 10 48 AM '97

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

BALL JANIK LLP

Honorable Vernon A. Williams

August 1, 1997

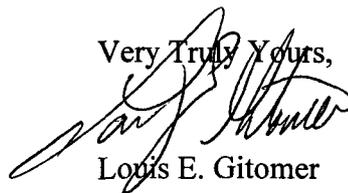
Page 2

A fee of \$24.00 is enclosed. Please return the original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Release of Security Interest by John Hancock Mutual Life Insurance Company, 200 Clarendon Street, Boston, MA 02117, covering 129 100-ton rotary dump coal cars numbered SFIX 2579, 2580, 2581, 2582, 2583, 2585, 2589, 2590, 2595, 2598, 2601, 2602, 2605, 2606, 2610, 2611, 2615, 2616, 2620, 2622, 2623, 2624, 2627, 2630, 2632, 2639, 2640, 2642, 2643, 2644, 2645, 2646, 2650, 2651, 2653, 2655, 2659, 2660, 2661, 2663, 2664, 2665, 2669, 2670, 2672, 2673, 2674, 2676, 2677, 2680, 2682, 2686, 2689, 2690, 2691, 2692, 2693, 2701, 2703, 2706, 2707, 2708, 2710, 2711, 2714, 2716, 2718, 2722, 2723, 2724, 2726, 2738, 2743, 2744, 2746, 2748, 2750, 2755, 2761, 2765, 2769, 2770, 2774, 2778, 2780, 2786, 2787, 2788, 2792, 2793, 2797, 2800, 2801, 2803, 2804, 2805, 2810, 2820, 2821, 2824, 2826, 2832, 2835, 2838, 2839, 2840, 2842, 2845, 2846, 2847, 2848, 2849, 2855, 2856, 2857, 2862, 2863, 2866, 2870, 2872, 2874, 2878, 2880, 2881, 2886, 2891, 8005, 8006, and 8007.

Very Truly Yours,



Louis E. Gitomer

Enclosures

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

OFFICE OF THE SECRETARY

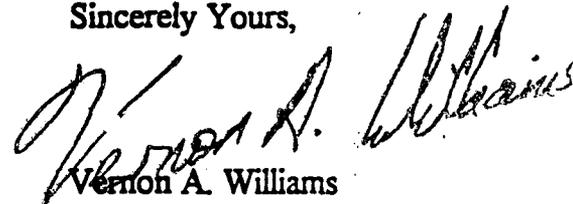
Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
1455 F Street, NW., Ste. 225  
Washington, DC., 20005

DATE: 8/1/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301  
and 49 CFR 1177.3 (c), on 8/1/97 at 10:40AM, and  
assigned recordation number(s). 14325-H and 14325-I.

Sincerely Yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 43.00 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.  
In the event of an error or any questions concerning this fee, you will receive a notification after  
the Surface Transportation Board has an opportunity to examine your document.

Signature



AUG 1 '97 10-48 AM

RELEASE OF SECURITY INTEREST

John Hancock Mutual Life Insurance Company, a Massachusetts corporation, having a mailing address of 200 Clarendon Street, Boston, Massachusetts 02117 ("John Hancock"), under each of a Conditional Sale Agreement, an Agreement and Assignment of Lease of Railroad Equipment and an Assignment of Lease and Agreement, each dated as of May 22, 1984, an Assignment to and Appointment of Successor Trustee dated as of March 1, 1992 and an Assignment and Assumption Agreement, Supplement No. 1 to the Lease and Supplement No. 1 to the Assignment of Lease and Agreement, each dated as of February 1, 1993 (collectively, the "Lien Documents"), does hereby release and discharge from the lien of the Lien Documents, executed by Entergy Arkansas, Inc. (as assignee of System Fuels, Inc.), and State Street Bank and Trust Company, a Massachusetts state-chartered bank (as assignee of The Connecticut Bank and Trust Company, National Association), to John Hancock, as secured party under the Lien Documents, the 129 100-ton bethgon coalporter cars that are more particularly described on Exhibit A attached hereto and made a part hereof. The Lien Documents were recorded on May 22, 1984, May 21, 1992 and April 30, 1993, respectively, with the Interstate Commerce Commission and were assigned the following recordation numbers:

- 1. Conditional Sale Agreement 14325
- 2. Agreement and Assignment 14325-A
- 3. Lease of Railroad Equipment 14325-B
- 4. Assignment of Lease and Assignment 14325-C
- 5. Assignment to and Appointment of Successor Trustee 14325-D
- 6. Assignment and Assumption Agreement 14325-E
- 7. Supplement No. 1 to the Lease 14325-F
- 8. Supplement No. 1 to the Assignment of Lease and Agreement 14325-G

Each document covering certain railroad equipment and other collateral more fully described in the Lease Agreement.

IN WITNESS WHEREOF, John Hancock Mutual Life Insurance Company has executed or caused this Release of Security Interest to be executed as of the 31<sup>st</sup> day of July, 1997.

JOHN HANCOCK MUTUAL LIFE INSURANCE COMPANY

By Marilyn O. Boss  
Name MARILYN O. BOSS  
Title INVESTMENT OFFICER



**EXHIBIT A**

**129 Railcars**

**SFIX-**

2579	2670	2787
2580	2672	2788
2581	2673	2792
2582	2674	2793
2583	2676	2797
2585	2677	2800
2589	2680	2801
2590	2682	2803
2595	2686	2804
2598	2689	2805
2601	2690	2810
2602	2691	2820
2605	2692	2821
2606	2693	2824
2610	2701	2826
2611	2703	2832
2615	2706	2835
2616	2707	2838
2620	2708	2839
2622	2710	2840
2623	2711	2842
2624	2714	2845
2627	2716	2846
2630	2718	2847
2632	2722	2848
2639	2723	2849
2640	2724	2855
2642	2726	2856
2643	2738	2857
2644	2743	2862
2645	2744	2863
2646	2746	2866
2650	2748	2870
2651	2750	2872
2653	2755	2874
2655	2761	2878
2659	2765	2880
2660	2769	2881
2661	2770	2886
2663	2774	2891
2664	2778	8005
2665	2780	8006
2669	2786	8007

**CERTIFICATION**

I, LOUIS E. GITOMER, have compared this copy to the original Release of Security Interest dated as of July 31, 1997, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

  
\_\_\_\_\_  
Louis E. Gitomer  
August 1, 1997