RECORDATION NO. 20658-B FILED

JUL 7 '97 1-10PM

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Counterparts

July 7, 1997

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release of Security Interest, dated July 3, 1997, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Assignment of Lease which was previously filed with the Board under Recordation Number 20658-A.

The name and address of the party to the enclosed document are:

Secured Party: Bank One, Illinois, NA
(f/k/a Bank One, Springfield)
East Old State Capitol Plaza
Springfield, Illinois 62701

A description of the railroad equipment covered by the enclosed document is:

two hundred (200) SIRX covered hopper cars set forth on Exhibit A attached thereto

Also enclosed is a check in the amount of $24.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg
Enclosures

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RELEASE OF SECURITY INTEREST

The undersigned, Bank One, Illinois, NA, f/k/a Bank One, Springfield, individually and as agent for Banc One Capital Partners II, Ltd., (the "Secured Party"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby terminates, releases and discharges its security interest in and to the railway cars described on Exhibit A attached hereto.

Such security interest was granted pursuant to that certain Security Agreement - Railcars dated as of December 1, 1995, by Southern Illinois Railcar Company and Southern Illinois Railcar L.L.C. in favor of the Secured Party.

Dated this 3rd day of July, 1997.

BANK ONE, ILLINOIS, NA
f/k/a Bank One, Springfield

By: R. Todd Hovermale
R. Todd Hovermale
Vice President

STATE OF ILLINOIS)
) SS:
COUNTY OF SANGAMON)

On this 3rd day of July, 1997, before me, a Notary Public of the County and State aforesaid, personally appeared R. Todd Hovermale, to me personally known, who being by me duly sworn, says that he is a Vice President of Bank One, Illinois, NA, f/k/a Bank One, Springfield, a national banking association, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

WITNESS my hand and notarial seal.

Tammi S. Barnes
Notary Public

OFFICIAL SEAL
TAMMI S. BARNES
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 2-9-98

Exhibit A to the Release of Security Interest

Two hundred (200), 100-ton, 5,200-5,250 cubic foot capacity covered hopper railcars, with offset round hatches, gravity gates and unlined interiors, manufactured by Norfolk Southern Railways - Roanoke shops in 1965 and 1966 bearing reporting marks and numbers as follows:

SIRX 520048	SIRX 520088	SIRX 525027	SIRX 525068	SIRX 525108
SIRX 520049	SIRX 520089	SIRX 525028	SIRX 525069	SIRX 525109
SIRX 520050	SIRX 520090	SIRX 525029	SIRX 525070	SIRX 525110
SIRX 520051	SIRX 520091	SIRX 525030	SIRX 525071	SIRX 525111
SIRX 520052	SIRX 520092	SIRX 525031	SIRX 525072	SIRX 525112
SIRX 520053	SIRX 520093	SIRX 525032	SIRX 525073	SIRX 525113
SIRX 520054	SIRX 520094	SIRX 525033	SIRX 525074	SIRX 525115
SIRX 520055	SIRX 520095	SIRX 525034	SIRX 525075	SIRX 525116
SIRX 520056	SIRX 520096	SIRX 525035	SIRX 525076	SIRX 525117
SIRX 520057	SIRX 520097	SIRX 525036	SIRX 525077	SIRX 525118
SIRX 520058	SIRX 520128	SIRX 525037	SIRX 525078	SIRX 525119
SIRX 520059	SIRX 520129	SIRX 525038	SIRX 525079	SIRX 525121
SIRX 520060	SIRX 520131	SIRX 525039	SIRX 525080	SIRX 525122
SIRX 520061	SIRX 520132	SIRX 525040	SIRX 525081	SIRX 525123
SIRX 520062	SIRX 520134	SIRX 525041	SIRX 525082	SIRX 525124
SIRX 520063	SIRX 520136	SIRX 525042	SIRX 525083	SIRX 525125
SIRX 520064	SIRX 520142	SIRX 525043	SIRX 525084	SIRX 525126
SIRX 520065	SIRX 520143	SIRX 525045	SIRX 525085	SIRX 525127
SIRX 520066	SIRX 520145	SIRX 525046	SIRX 525086	SIRX 525128
SIRX 520067	SIRX 520156	SIRX 525047	SIRX 525087	SIRX 525131
SIRX 520068	SIRX 520158	SIRX 525048	SIRX 525088	SIRX 525132
SIRX 520069	SIRX 520174	SIRX 525049	SIRX 525089	SIRX 525133
SIRX 520070	SIRX 520188	SIRX 525050	SIRX 525090	SIRX 525134
SIRX 520071	SIRX 520195	SIRX 525051	SIRX 525091	SIRX 525135
SIRX 520072	SIRX 520197	SIRX 525052	SIRX 525092	SIRX 525136
SIRX 520073	SIRX 520200	SIRX 525053	SIRX 525093	SIRX 525137
SIRX 520074	SIRX 520212	SIRX 525054	SIRX 525094	SIRX 525138
SIRX 520075	SIRX 525014	SIRX 525055	SIRX 525095	SIRX 525139
SIRX 520076	SIRX 525015	SIRX 525056	SIRX 525096	SIRX 525140
SIRX 520077	SIRX 525016	SIRX 525057	SIRX 525097	SIRX 525141
SIRX 520078	SIRX 525017	SIRX 525058	SIRX 525098	SIRX 525142
SIRX 520079	SIRX 525018	SIRX 525059	SIRX 525099	SIRX 525143
SIRX 520080	SIRX 525019	SIRX 525060	SIRX 525100	SIRX 525144
SIRX 520081	SIRX 525020	SIRX 525061	SIRX 525101	SIRX 525145
SIRX 520082	SIRX 525021	SIRX 525062	SIRX 525102	SIRX 525146
SIRX 520083	SIRX 525022	SIRX 525063	SIRX 525103	SIRX 525147
SIRX 520084	SIRX 525023	SIRX 525064	SIRX 525104	SIRX 525148
SIRX 520085	SIRX 525024	SIRX 525065	SIRX 525105	SIRX 525149
SIRX 520086	SIRX 525025	SIRX 525066	SIRX 525106	SIRX 525150
SIRX 520087	SIRX 525026	SIRX 525067	SIRX 525107	SIRX 525151