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RECORDATION NO. 21035-A FILED

March 16, 1999

MAR 17 '99

11-45AM

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 three (3) copies of a Release of Lien and Security Interest, dated March 12, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a partial release and relates to the Security Agreement which was previously filed with the Board under Recordation Number 21035.

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

Secured Party: Southwest Bank of Texas, N.A.
5 Post Oak Parkway
Houston, Texas 77027

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

set forth in the text of the Release

Vernon A. Williams
March 16, 1999
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg
Enclosures

RELEASE OF LIEN AND SECURITY INTEREST

MAR 17 '99

11-45AM

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS THAT:
 COUNTY OF HARRIS §

WHEREAS, SOUTHWEST BANK OF TEXAS, N.A. ("Lender") is the owner and holder of certain indebtedness (the "Indebtedness") of RH INVESTMENTS, INC., BRAVIDA CORPORATION, BISHOP 1996 GRANDCHILDREN'S TRUST and GEMSBOK, INC. (the "Debtor"), which was secured by that certain Security Agreement, dated November 15, 1997, executed by RAIL CAR OPERATORS, LTD. for the benefit of Lender (the "Security Agreement"), filed with the Surface Transportation Board of the Department of Transportation under file number 21035, covering twelve (12) railroad cars, specifically:

- (i) ten (10) hopper rail cars, stencil numbers TEIX 58259, TEIX 58260, TEIX 58261, TEIX 58262, TEIX 58263, TEIX 58264, TEIX 58265, TEIX 58266, TEIX 58267 and TEIX 58268; and
- (ii) two (2) lined hopper rail cars, stencil numbers TEIX 58145 and TEIX 58147 (the "Railroad Cars");

WHEREAS, the Indebtedness has been paid in part but not in full.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, Lender hereby RELEASES and DISCHARGES all liens, rights, titles, interests, assignments and security interests covering or related to the Railroad Cars held by Lender, including the liens and security interests created by the Security Agreement in the Railroad Cars.

EXECUTED this 12th day of March, 1999.

SOUTHWEST BANK OF TEXAS, N.A.

By: *Carmen Dunmire*
 Carmen Dunmire
 Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 12th day of March, 1999, by Carmen Dunmire, as Vice President of Southwest Bank of Texas, N.A., on behalf of said association.

Kelly Little Collins
Notary Public, State of Texas

