

DEPOSIT GUARANTY NATIONAL BANK®



RECORDATION NO. 21141 FILED

JAN 5 '98

3-26 PM

Post Office Box 231
Columbus, Mississippi 39703-0231
Phone 601 241-4100

December 12, 1997

Ms. Janice Fortt
Surface Transportation Board
1925 K Street NW, Suite 700
Washington DC 20423

Re: Recording a Financing Statement

Dear Ms. Fortt,

Enclosed is a financing statement to be recorded with the Surface Transportation Board executed by Columbus and Greenville Railway Company to file a lien on behalf of Deposit Guaranty National Bank on seventeen locomotives. Please file the financing statement and return a recorded copy to me in the enclosed envelope. Also, enclosed is our check for recording fees of \$24.00.

Thank you,

Cindy Rivers

Cindy Rivers
Lender's Assistant

/cr

Enclosures

FINANCING STATEMENT

This Financing Statement is presented to the Recordation Office of the Surface Transportation Board pursuant to 49 U.S.C. 11303.

1. Debtor:

Columbus and Greenville Railway Company
Debtor/Business Name

Post Office Box 6000
Mailing Address

Columbus, Mississippi, Lowndes 39703
City State County Zip

Type of Debtor: Railway Corporation

2. Secured Party:

Deposit Guaranty National Bank
Secured Party/Business Name

Post Office Box 231
Mailing Address

Columbus, Mississippi, Lowndes 39703
City State County Zip

Type of Secured Party: Financial Institution

3. This Financing Statement covers the following types (or items) of property:

The locomotives which are more fully identified on Exhibit "A" which is attached hereto and incorporated herein.

4. Number of additional sheets attached: 1

5. The purpose of this Financing Statement is to provide notice that Deposit Guaranty National Bank has a security interest in the locomotives more fully described in paragraph 3 above as collateral for a loan to the Columbus and Greenville Railway Company in the event of default as that term is more fully defined in the financing agreement dated November 21, 1997 by and between Deposit Guaranty National Bank and Columbus and Greenville Railway Company.

6. This Financing Statement is filed with: Surface Transportation Board.

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Roger D. Bell

Signature of Debtor, Columbus and
Greenville Railway Company by:
Roger D. Bell, President

12-5-97

Date Signed

Andy Dixon

Signature of Secured Party,
Deposit Guaranty National Bank
by: Andy Dixon, Vice President

12-5-97

Dated Signed

STATE OF MISSISSIPPI
COUNTY OF LOWNDES

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Roger D. Bell, as President of Columbus and Greenville Railway Company, who acknowledged before me that he signed and delivered the above and foregoing Financing Statement on the day and year and for the purposes therein mentioned, for and on behalf of said corporation, he being authorized so to do.

Given under my hand and official seal on this the 5th day of ~~November~~ ^{December} 1997. CRK

My Commission Expires: 1/5/2000

Cynthia Rose Rivers
Notary Public

(S E A L)

STATE OF MISSISSIPPI
COUNTY OF LOWNDES .

Personally appeared before me, the undersigned Notary Public in and for the County and State aforesaid, Andy Dixon, as Vice President of Deposit Guaranty National Bank, who acknowledged before me that he signed and delivered the above and foregoing Financing Statement on the day and year and for the purposes therein mentioned, for and on behalf of Deposit Guaranty National Bank, he being authorized so to do.

Given under my hand and official seal on this the 5th day of ~~November~~ ^{December} 1997. CRK

My Commission Expires: 1/5/2000

Cynthia Rose Rivers
Notary Public

(S E A L)

EXHIBIT "A"

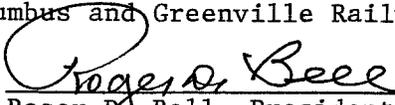
- 1 1952 Locomotive #805, Model #EMD-CF-7, Builder #8052
- 1 1952 Locomotive #621, Model #EMD-GP-7, Builder #17358
- 1 1952 Locomotive #7004, Model #EMD-CF-7, Builder # n/a
- 1 1952 Locomotive #608, Model #EMD-GP-7, Builder #17345
- 1 1952 Locomotive #618, Model #EMD-GP-7, Builder #17355
- 1 1952 Locomotive #615, Model #EMD-GP-7, Builder #17352
- 1 1952 Locomotive #614, Model #EMD-GP-7, Builder #17351
- 1 1955 Locomotive #701, Model #EMD-GP-9, Builder #60-E-21
- 1 1955 Locomotive #702, Model #EMD-GP-9, Builder #57-D-7862
- 1 1952 Locomotive #801, Model #EMD-CF-7, Builder #51-D-220
- 1 1952 Locomotive #802, Model #EMD-CF-7, Builder #52-K-77
- 1 1952 Locomotive #803, Model #EMD-CF-7, Builder #53-F-101
- 1 1952 Locomotive #804, Model #EMD-CF-7, Builder #A51-10160
- 1 1952 Locomotive #806, Model #EMD-CF-7, Builder #52-K-21
- 1 1952 Locomotive #807, Model #EMD-CF-7, Builder #2248
- 1 1952 Locomotive #808, Model #EMD-CF-7, Builder #8273

- 1 1952 Locomotive #810, Model #EMD-CF-7, Builder #7434

Signed for Identification:

Columbus and Greenville Railway Company

by:


Roger D. Bell, President