22227-A

RECORDATION NO. _____ FILED

JUL 22 '99 10-25 AM

DC WM

DONELAN CLEARY
WOOD & MASER, P.C.

July 22, 1999

Recordation No. 22227-A

Dear Mr. Williams:

On behalf of Johnstown America Corporation, I submit for filing and recording under 49 U.S.C. § 11301(a) and the regulations applicable thereunder, executed counterparts of a secondary document, not previously recorded, entitled Termination of Railcar Security Agreement ("Release") made July 22, 1999.

The parties to the enclosed Release are:

Johnstown America Corporation - RELEASING PARTY
17 Johns Street
Johnstown, PA 15901

The Detroit Edison Company - DEBTOR
2000 Second Avenue
Detroit, MI 48226

The said Release is a full release and termination of that certain Memorandum of Railcar Security Agreement made and entered into as of July 2, 1999, recorded under Recordation No. 22227 on July 2, 1999 and should be recorded under the next available letter under Recordation No. 22227, which letter we believe is "-A."

The equipment covered by the instant Release is all the Equipment covered by the aforesaid Memorandum of Railcar Security Agreement.

A short summary of the Release to appear in the Surface Transportation Board Index is as follows:

"Full Release of Memorandum of Railcar Security Agreement under Recordation No. 22227."

Enclosed is a check in the amount of twenty-six dollars which is in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.

Allen H. Harrison, Jr.
Attorney for Johnstown America Corporation, for the purpose of this filing.

Counterpart to A H Harrison

ATTORNEYS AND COUNSELORS AT LAW

1100 New York Avenue, N.W., Suite 750, Washington, D.C. 20005-3934, Tel: 202-371-9500, Fax: 202-371-0900

#6408

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

Enclosures

BY HAND

8384-020

RECORDATION NO. 22227 FILED
22227-A
JUL 22 '99 10-25AM

TERMINATION OF RAILCAR SECURITY AGREEMENT

THIS TERMINATION OF SECURITY AGREEMENT is made this 22nd day of July 1999, by and between Johnstown America Corporation("JAC"), and The Detroit Edison Company ("Lessee")

WHEREAS, JAC and Lessee are parties to a Memorandum of Railcar Security Agreement, dated as of July 2, 1999 (the "Security Agreement"); and

WHEREAS, the Security Agreement created a lien and security interest in favor of JAC in and to the railcars described on Schedule 1 attached hereto (the "Equipment"); and

WHEREAS, the Security Agreement was duly filed for recordation with the Surface Transportation Board (the "STB") pursuant to 49 U.S.C. Section 11301, on July 2, 1999, and assigned recordation number 22227; and

WHEREAS, JAC and Lessee desire to terminate and cancel the Security Agreement and to record such termination and cancellation with the STB;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, JAC and Lessee, intending to be legally bound, agree as follows:

1. JAC and Lessee hereby terminate and cancel the Security Agreement, effective as of the date this Termination of Security Agreement is filed with the STB, and JAC and Lessee hereby agree that no rights, duties or liabilities under the Security Agreement shall survive such termination and cancellation of the Security Agreement.

2. The parties agree to record this Termination of Security Agreement with the STB so as to release any lien against the Equipment created by or arising out of the Security Agreement.

3. This Termination of Security Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together constituting only one and the same agreement.

IN WITNESS WHEREOF, JAC and Lessee have caused this Termination of Security Agreement to be executed as of the day and year first above written.

JOHNSTOWN AMERICA CORPORATION

By _____
Its Contract Administrator

THE DETROIT EDISON COMPANY

By _____
Its

STATE OF PENNSYLVANIA)
) : SS
COUNTY OF CAMBRIA)

On this, the 30th day of June, 1999, before me, a Notary Public in and for said County and State, personally appeared Michael Pluska Jr of JOHNSTOWN AMERICA CORPORATION who acknowledged himself to be a duly authorized officer of JOHNSTOWN AMERICA CORPORATION, and that, as such officer, being authorized to do so, he executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

NOTARIAL SEAL
CAROLYN A. PHILLIPS, Notary Public
Johnstown, Cambria County, PA
My Commission Expires June 7, 2001

Carolyn A. Phillips
Name:
Notary Public
My Commission Expires:
Residing in _____

STATE OF MICHIGAN)
) : SS
COUNTY OF WAYNE)

On this, the 30 day of June, 1999, before me, a Notary Public in and for said County and State, personally appeared C. C. ARVANI of THE DETROIT EDISON COMPANY, who acknowledged himself to be a duly authorized officer, of THE DETROIT EDISON COMPANY and that, as such officer, being authorized to do so, he executed the foregoing instrument for the purposes therein contained.

Geraldine Green
Name:
Notary Public
My Commission Expires:
Residing in _____

GERALDINE GREEN
Notary Public, Oakland County, MI
My Commission Expires Sept. 22, 2001

SCHEDULE 1
TO TERMINATION OF SECURITY AGREEMENT

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250 new aluminum BethGon cars bearing road marks and numbers DEEX 990625 through DEEX 990874 (both inclusive).