CLEVELAND, WATERS AND BASS, P.A.
ATTORNEYS AT LAW

TWO CAPITAL PLAZA, P. O. BOX 1137
CONCORD, NEW HAMPSHIRE 03302-1137

RECEIVED
JUN 17 1999
MAIL MANAGEMENT
STB

June 14, 1999

RECORDATION NO. 21302-A FILED

JUN 17 '99 3-30PM

Vernon A. Williams, Secretary
Surface Transportation Board
1925 K. Street NW
Suite 700
Washington, D.C. 20423

Re: Certificate of Release of Lien
Recordation No. 21302
Brown Brothers Harriman & Co.

Dear Secretary Williams:

Enclosed for filing is the original Certificate of Release of Lien for the above-referenced matter. Also enclosed is a check in the amount of $26.00 to cover the cost of filing.

Thank you for your assistance.

Very Truly Yours,

CLEVELAND, WATERS and BASS, P.A.

By: Monica E Marcotte
Monica E. Marcotte
Paralegal

Encl.

#19843

TELEPHONE: 603-224-7761 1-800-370-7761 FAX: 603-224-6457 EMAIL: cwb@cwb-pa.com

RECORDATION NO. 21302-A FILED

JUN 17 '99 3-30PM

CERTIFICATE OF RELEASE OF LIEN

BROWN BROTHERS HARRIMAN & CO. hereby certifies that as of June 1, 1999 it has released its security interest and lien under the terms of a Commercial Security Agreement dated April 1, 1998 by and between **GUILFORD TRANSPORTATION INDUSTRIES, INC., BOSTON AND MAINE CORPORATION, MAINE CENTRAL RAILROAD COMPANY, SPRINGFIELD TERMINAL RAILWAY COMPANY** and **BROWN BROTHERS HARRIMAN & CO.** (I.C.C. Recordation No. 21302) on the following equipment:

> The railroad cars, locomotives, and other rolling stock, and accessories used on such railroad cars, locomotives, and other rolling stock (including superstructures and racks), including those items of rolling more particularly described on Schedule A attached hereto.

IN WITNESS WHEREOF, Brown Brothers Harriman & Co., acting by its duly authorized officer and intending to be legally bound, has executed and delivered this Certificate of Release of Lien as of the 4th day of June, 1999.

BROWN BROTHERS HARRIMAN & CO.

By: Jared S. K[illegible]
Its: Manager

ACKNOWLEDGMENT

STATE/COMMONWEALTH OF Massachusetts
COUNTY OF Suffolk

On this 4th day of June, 1999, before me personally appeared Jared S. Keyes, to me personally known, who being duly sworn, says that he/~~she~~ is the Manager of Brown Brothers Harriman & Co., that the foregoing instrument was signed on behalf of Brown Brothers Harriman & Co. by authority of said company, and he/she acknowledges that the execution of the foregoing instrument was the free act and deed of said company.

Lauri Morse Wiper
Notary Public
My Commission Expires: May 13, 2005

SCHEDULE A

Description of Rolling Stock

LOCOMOTIVES

Qty.	Model	Mfr.	Yr.Built	HP	Type	Road #	Owner
17	GP-35	EMD	1963-6	2,500	DC	201-217	STRC
1	GP-38	EMD	1966	2,000	DC	252	B&M
43	GP-40	EMD	1967-6	3,000	DC	300-381	MCRC
17	GP-40	EMD	1967-6	3,000	DC	300-381	B&M
5	SD-26	EMD	1959	2,625	DC	615-643	STRC
3	SD-39	EMD	1969	2,300	DC	690-693	B&M
2	SD-45	EMD	1967-7	3,600	DC	681+689	STRC
4	U18-B	GE	1975	1,800	DC	402-407	MCRC

92 TOTAL LOCOMOTIVES

FREIGHT CARS

Qty.	Style	Tons	Yr.Built	Type	Series	Owner
98	Box Car	70 ton	1979	Cushioned	BM 3200 - 3249	B&M
50	Box Car	70 ton	1979	Cushioned	BM 3300 - 3349	B&M
49	Box Car	70 ton	1979	Cushioned	BM 3350 - 3399	B&M
40	Box Car	70 ton	1974	Cushioned	BM 3500 - 3539	B&M
49	Box Car	70 ton	1979	Rigid	BM 79000 - 79049	B&M
20	Box Car	70 ton	1970	Cushioned	MeC 27100 - 27119	MCRC
4	Box Car	70 ton	1967	Cushioned	MeC 28000 - 28004	MCRC
20	Box Car	70 ton	1964	Cushioned	MeC 28100 - 28119	MCRC
221	Box Car	70 ton	1970	Cushioned	MeC 29000 - 29229	MCRC
99	Gondola	100 ton	1976	2244 Cu Ft	BM 9000 - 9099	B&M
75	Gondola	100 ton	1975	2244 Cu Ft	MeC 1100 - 1174	MCRC
61	Hopper	100 ton	1967	3023 Cu Ft	BM 1001 - 1198	B&M
40	Hopper	70 ton	1968	1844 Cu Ft	BM 1252 - 1364	B&M

826 TOTAL FREIGHT CARS