DCWM

DONELAN CLEARY
WOOD & MASER, P.C.

October 8, 1996

RECORDATION NO. 18858-B FILED

OCT 13 '99 3-30PM

Recordation No. 18858 - B

Dear Mr. Williams:

On behalf of Wells Fargo Bank, as successor by merger to First Interstate Bank of Denver, N.A., 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 Full Release of Security Interest and Lien ("Full Release") executed October 6, 1999.

The party to the enclosed Full Release is:

Wells Fargo Bank (successor by merger to First Interstate Bank of Denver, N.A.) - RELEASING PARTY
3rd Floor, North Tower
633 17th Street
Denver, CO 80202

The said Full Release is a complete release of all interest in and under, including all locomotive and railcar collateral, subject to that certain General Security Agreement recorded under Recordation No. 18858 and should be recorded under the next available letter under Recordation No. 18858, which letter we believe is "B."

The equipment covered by the instant Full Release is as identified in the said General Security Agreement, including all now owned or hereafter acquired locomotives and railcars.

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

"Full and complete release of the security interest in locomotive and railcar collateral, including all now owned or hereafter acquired locomotives and railcars."

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

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

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 Wells Fargo Bank, as successor by merger to First Interstate Bank of Denver, N.A., for the purpose of this filing.

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

Enclosures

BY HAND

8360-020

RECORDATION NO. 18858-B FILED

OCT 13 '99 3-30 PM

FULL RELEASE OF SECURITY INTEREST AND LIEN

The undersigned, Wells Fargo Bank, as successor by merger to First Interstate Bank of Denver, N.A. ("Secured Party"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, releases all right, title and interest (including all security interests) granted under or with respect to a security agreement between Secured Party and OmniTrax Leasing, Ltd. which was filed with the Interstate Commerce Commission or the Surface Transportation Board as Recordation Number 18858.

This instrument is to be filed and recorded with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. 11301 under Recordation Number 18858.

WELLS FARGO BANK, successor by merger to
First Interstate Bank of Denver, N.A.

By: Marc Rosenberg
Name: Marc Rosenberg
Title: AVP

State of Colorado)
)ss:
County of Denver)

On this 6 day of October, 1999, before me personally appeared Marc Rosenberg to me personally known, who being by me duly sworn, says that (s)he is the AVP of Wells Fargo Bank, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Wells Fargo Bank.

(Notarial Seal)

LISA ANN BEHRENDS NOTARY PUBLIC STATE OF COLORADO

My Commission Expires April 30, 2003

Lisa Ann Behrends
Notary Public