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WASHINGTON, D.C. 20005-2001

February 8, 1995

JOHN A. STALFORT
410-385-3424

via FEDERAL EXPRESS

18651-C

Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D.C. 20423
Attention: Ms. Janice Fort

Re: Our File No. 258-1313

Dear Mrs. Fort:

Enclosed for recordation as a secondary document pursuant to the provisions of 49 U.S.C. §11303 are one original and one notarized copy of the following document:

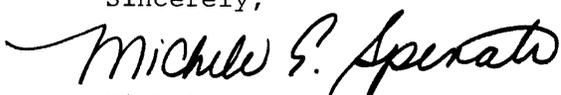
Release of Security Agreement dated as of February 7, 1995 by The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) which relates to the Security Agreement dated as of January 14, 1994 made by Computer Systems of America, Inc. (22 Batterymarch Street, Boston, MA 02109-4812) in favor of The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) recorded with the Interstate Commerce Commission on January 14, 1994 under Recordation No. 18651.

Also enclosed is a check in the amount of \$21.00 to cover the filing fee.

Once this document has been recorded, please return the same to: John A. Stalfort, Esquire, Miles & Stockbridge, A Professional Corporation, 10 Light Street, 9th Floor, Baltimore, Maryland 21202.

Thank you for your prompt attention to this matter. If you have any questions please call me at (410) 385-3425.

Sincerely,



Michele E. Sperato,
Secretary to John A. Stalfort



Interstate Commerce Commission
Washington, D.C. 20423-0001

2/10/95

Office Of The Secretary

John A. Stalfort, Esquire
Miles & Stockbridge
10 Light Street
Baltimore, MD. 21202-1487

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/9/95 at 3:50PM, and assigned recordation number(s). 18651-C.

Sincerely yours,

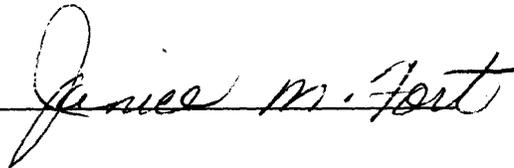

Vernon A. Williams
Secretary

Enclosure(s)

(0100520069)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



18651-c

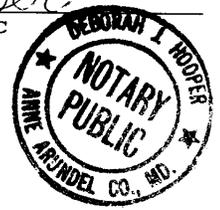
STATE OF MARYLAND, COUNTY OF ANNE ARUNDEL, TO WIT:

I HEREBY CERTIFY that the attached Release of Security Agreement is a true and complete copy of said Release of Security Agreement.

WITNESS my hand and seal this 8th day of February, 1995.

Deborah J. Hooper
Notary Public

My Commission Expires: 7-27-98



18651-C

RELEASE OF SECURITY AGREEMENT

The undersigned, The First National Bank of Maryland, a national banking association (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates and releases its security interest in and to the collateral granted to it pursuant to that certain Security Agreement dated as of January 14, 1994 made by Computer Systems of America, Inc., a Massachusetts corporation, in favor of the Bank (the "Security Agreement"), including without limitation, the twenty (20) locomotives identified with more particularity on attached Exhibit A, together with all accessions, replacements or substitutions to or for such locomotives. The Security Agreement was recorded with the Interstate Commerce Commission on January 14, 1994 under Recordation Number 18651.

Dated as of this 7th day of February, 1995.

THE FIRST NATIONAL BANK OF MARYLAND

By: Richard M. Folio
Its: Assistant Vice President

STATE OF Maryland)
city) ss.
COUNTY OF Baltimore)

I, Deborah J. Hooper, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Richard M. Folio of The First National Bank of Maryland, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of The First National Bank of Maryland for the uses and purposes therein set forth.

Given my hand and notarial seal this 7th day of February, 1995.

Deborah J. Hooper
Notary Public

My Commission expires: 7-27-98



EXHIBIT A

DESCRIPTION OF LOCOMOTIVES

Ten (10) SD-40 Locomotives

Numbers: VMV 8301, VMV 8308, VMV 8327, VMV 8330, VMV 8333,
VMV 8345, VMV 8355, VMV 8358, VMV 8363, FMV 8366

Ten (10) SD-45 Locomotives

Numbers: VMV 8905, VMV 8907, VMV 8910, VMV 8918, VMV 8924,
VMV 8925, VMV 8929, VMV 8936, VMV 8940, FMV 8941