

0100738015

MOYNAHAN & IRVIN
NEWBERRY, HARGROVE & RAMBICURE, P.S.C.

BERNARD T. MOYNAHAN, JR.
DAVID R. IRVIN
JAMES H. NEWBERRY, JR.
JAMES E. HARGROVE
WILLIAM C. RAMBICURE
FORREST W. RAGSDALE, III
BRIAN C. GARDNER
DAVID W. REGAN
S. DIANNE BLANFORD
T. RENEE MONTAGUE
GARRY A. PERRY
DAVID C. TRIMBLE
SARAH CHARLES WRIGHT
TWYLA S. TRUJILLO
SUSAN C. SEARS

ATTORNEYS AT LAW
110 NORTH MAIN STREET
NICHOLASVILLE, KENTUCKY 40356
(606) 887-1200
TELECOPIER (606) 885-2307

NEWBERRY, HARGROVE & RAMBICURE, P.S.C.
2800 LEXINGTON FINANCIAL CENTER
250 WEST MAIN STREET
LEXINGTON, KENTUCKY 40507-1743
(606) 231-3700
TELECOPIER (606) 259-1092

NEWBERRY, HARGROVE & RAMBICURE, P.S.C.
1211 CONNECTICUT AVENUE, N.W., SUITE 300
WASHINGTON, D.C. 20036-2201
(202) 636-3700
TELECOPIER (202) 466-2007

OF COUNSEL
STEPHEN L. MILLER

August 15, 1995

RECEIVED
OFFICE OF THE
SECRETARY
August 10 10 13 AM '95
MEMPHIS BRANCH

18961-A

Vernon A. Williams, Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Secretary:

I have enclosed duplicate originals of the document described below to be recorded pursuant to Section 11303 of Title 49 of the United States Code.

This document is a Partial Release, dated August 15, 1995, of a Security Agreement dated August 26, 1994.

The primary document to which this is connected is recorded under Recordation No. 18961.

The names and addresses of the parties to the documents are as follows:

Debtor: R. J. Corman Railroad Company/Memphis Line, Jessamine Station Pike, P. O. Box 788, Nicholasville, KY 40356.

Secured Party: Central Bank & Trust Co., 300 West Vine Street, Lexington, KY 40507.

A description of the equipment covered by the document follows:

Sixty (60) aluminum can double plug railroad stock box cars, each 60 feet long and manufactured by ACS and manufactured out of Lot Number 11-06657. Said cars are further identified by the following identification or road numbers:

- | | | | |
|-----------|-----------|-----------|-----------|
| RJCM 4001 | RJCM 4016 | RJCM 4217 | RJCM 4404 |
| RJCM 4002 | RJCM 4017 | RJCM 4218 | RJCM 4405 |
| RJCM 4003 | RJCM 4201 | RJCM 4219 | RJCM 4406 |
| RJCM 4004 | RJCM 4202 | RJCM 4220 | RJCM 4407 |
| RJCM 4005 | RJCM 4203 | RJCM 4221 | RJCM 4408 |
| RJCM 4006 | RJCM 4204 | RJCM 4222 | RJCM 4409 |

Vernon A. Williams, Secretary
August 15, 1995
Page 2

RJCM 4007	RJCM 4205	RJCM 4223	RJCM 4502
RJCM 4008	RJCM 4206	RJCM 4224	RJCM 4503
RJCM 4009	RJCM 4207	RJCM 4225	RJCM 4506
RJCM 4010	RJCM 4208	RJCM 4226	RJCM 4507
RJCM 4011	RJCM 4209	RJCM 4227	RJCM 4509
RJCM 4012	RJCM 4210	RJCM 4301	RJCM 4511
RJCM 4013	RJCM 4211	RJCM 4401	RJCM 4512
RJCM 4014	RJCM 4213	RJCM 4402	RJCM 4513
RJCM 4015	RJCM 4214	RJCM 4403	RJCM 4514

Five (5) Seventy (70) ton railroad ballast cars bearing the following identification or road numbers:

RJCW 3101
RJCW 3102
RJCW 3103
RJCW 3104
RJCW 3105

Together with all rolling stock and other equipment of whatever nature hereafter acquired with the proceeds of that certain Loan Agreement between Debtor and First National Bank and Trust Company of Nicholasville, Kentucky, which Loan Agreement is further evidenced by that certain Promissory Note of Debtor dated August 15, 1995, in an amount up to but not exceeding Five Million Five Hundred Thousand Dollars (\$5,500,000.00), together with all replacements, additions, substitutions, attachments, parts, accessories and tools belonging to or used in connection with the foregoing, and all cash or noncash proceeds of the same, including but not limited to, insurance proceeds from damage to or loss of the foregoing.

A fee of \$21.00 is enclosed. Please return one original and any extra copies not needed by the Commission for recordation to David R. Irvin, Esq., Moynahan & Irvin, Newberry, Hargrove & Rambicure, P.S.C., 110 North Main Street, Nicholasville, KY 40356.

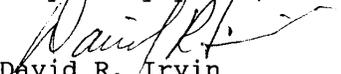
A short summary of the document to appear in the index follows:

A Partial Release dated August 15, 1995, of a Security Agreement between R. J. Corman Railroad Company/Memphis Line, Jessamine Station Pike, P. O. Box 788, Nicholasville, KY 40356, and Central Bank & Trust Co., 300 West Vine Street, Lexington, KY 40507, covering

Vernon A. Williams, Secretary
August 15, 1995
Page 3

sixty (60) aluminum can double plug railroad stock boxcars, five (5) seventy ton railroad ballast cars and all rolling stock and equipment hereafter acquired with the proceeds of a loan agreement between Debtor and First National Bank and Trust Company of Nicholasville, dated August 15, 1995, in an amount up to but not exceeding \$5,500,000.00.

Very truly yours,


David R. Irvin
Attorney for Central Bank & Trust Co.

ICCSec.Lt2:DRI/2:pbs

PARTIAL RELEASE

18961-A
AUG 1 - 1995 2:10 PM

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, Central Bank & Trust Co., a Kentucky Banking corporation, does hereby certify that the equipment described on Exhibit A is hereby fully released from its Security Agreement dated August 26, 1994 which appears as Interstate Commerce Commission's primary document number 18961. However, Central Bank & Trust Co. retains a security interest in all other property described in the aforesaid Security Agreement.

IN WITNESS WHEREOF, the undersigned has hereunto set its hand by and through its duly authorized officer, this the 15th day of August, 1995.

CENTRAL BANK & TRUST CO.

BY: [Signature]

ITS: Sr. VP.

STATE OF KENTUCKY)
COUNTY OF Fayette)

This instrument was acknowledged to before me by Harry A. Hobbs as Sr. VP for Central Bank & Trust Co., a Kentucky banking corporation, for and on behalf of said corporation, on this the 15 day of August, 1995.

My Commission Expires: 4-5-98

[Signature]
NOTARY PUBLIC, KENTUCKY

PREPARED BY:

WILSON, DECAMP & TALBOTT, P.S.C.

[Signature]
Earl S. Wilson, Jr.
155 East Main Street, Suite 200
Lexington, Kentucky 40507
(606) 225-1191
esw/cb&trj/memphis/oc.rel

EXHIBIT A

Sixty (60) aluminum can double plug railroad stock box cars, each 60 feet long and manufactured by ACS and manufactured out of Lot Number 11-06657. Said cars are further identified by the following identification or road numbers:

RJCM 4001	RJCM 4016	RJCM 4217	RJCM 4404
RJCM 4002	RJCM 4017	RJCM 4218	RJCM 4405
RJCM 4003	RJCM 4201	RJCM 4219	RJCM 4406
RJCM 4004	RJCM 4202	RJCM 4220	RJCM 4407
RJCM 4005	RJCM 4203	RJCM 4221	RJCM 4408
RJCM 4006	RJCM 4204	RJCM 4222	RJCM 4409
RJCM 4007	RJCM 4205	RJCM 4223	RJCM 4502
RJCM 4008	RJCM 4206	RJCM 4224	RJCM 4503
RJCM 4009	RJCM 4207	RJCM 4225	RJCM 4506
RJCM 4010	RJCM 4208	RJCM 4226	RJCM 4507
RJCM 4011	RJCM 4209	RJCM 4227	RJCM 4509
RJCM 4012	RJCM 4210	RJCM 4301	RJCM 4511
RJCM 4013	RJCM 4211	RJCM 4401	RJCM 4512
RJCM 4014	RJCM 4213	RJCM 4402	RJCM 4513
RJCM 4015	RJCM 4214	RJCM 4403	RJCM 4514

Five (5) Seventy (70) ton railroad ballast cars bearing the following identification or road numbers:

RJCW 3101
RJCW 3102
RJCW 3103
RJCW 3104
RJCW 3105

Together with all rolling stock and other equipment of whatever nature hereafter acquired with the proceeds of that certain Loan Agreement between Debtor and First National Bank and Trust Company of Nicholasville, Kentucky, which Loan Agreement is further evidenced by that certain Promissory Note of Debtor dated August 15, 1995, in an amount up to but not exceeding Five Million Five Hundred Thousand Dollars (\$5,500,000.00), together with all replacements, additions, substitutions, attachments, parts, accessories and tools belonging to or used in connection with the foregoing, and all cash or noncash proceeds of the same, including but not limited to, insurance proceeds from damage to or loss of the foregoing.