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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESCHER

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

MAY 15  
11 14 AM '96

18976-V

May 15, 1996

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are three (3) copies of a Partial Release, dated as of May 13, 1996, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement which was previously filed with the Commission under Recordation Number 18976.

The name and address of the party to the enclosed document are:

Secured Party: Norwest Bank Minnesota, National Association  
7900 Xerxes Avenue South  
Bloomington, Minnesota 55431

A description of the railroad equipment covered by the enclosed document is set forth on Exhibit A attached to the Partial Release.

*Qtd.*

*Clint Stephens*

Mr. Vernon A. Williams  
May 15, 1996  
Page 2

Also enclosed is a check in the amount of \$21.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return two stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg  
Enclosures

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20425-0001

5/15/96

Robert W. Alvord  
Alvord And Alvord  
918 Sixteenth Street, NW, Ste. 200  
Washington, DC., 20006-2973

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 5/15/96 at 11:15AM, and assigned recordation number(s). 18976-V and 18976-W.

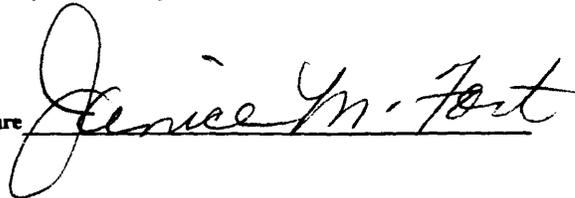
Sincerely yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ ~~42.00~~ 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



18976 -v

PARTIAL RELEASE

This Partial Release is dated as of the 13<sup>th</sup> day of May, 1996, by NORWEST BANK MINNESOTA, NATIONAL ASSOCIATION (the "Secured Party") to and for the benefit of NORRAIL, INC. (the "Owner").

The owner entered into a Security Agreement with the Secured Party dated June 24, 1994 (the "Security Agreement"), which Security Agreement was filed and recorded with the Interstate Commerce Commission pursuant to the provisions of Section 11303 of the Interstate Commerce Act on September 8, 1994 at 3:45 p.m. and was assigned recordation number 18976.

The Security Agreement covers, among other things, each and every railroad car of every type, kind, name or description now owned or hereafter acquired by the Owner.

The Owner has requested that the Secured Party release from the lien and security interest granted pursuant to the Security Agreement certain specified railroad cars and the Secured Party has agreed to do so.

ACCORDINGLY, the Secured Party hereby releases, terminates, discharges and satisfies its security interest in those certain railroad cars identified and described on Exhibit A attached to and made a part of this Partial Release.

The Secured Party's security interest in property of the Owner not described above shall remain in full force and effect.

IN WITNESS WHEREOF, the Secured Party has executed this Partial Release of the day and year first above written.

NORWEST BANK MINNESOTA,  
NATIONAL ASSOCIATION

By [Signature]  
Its SP

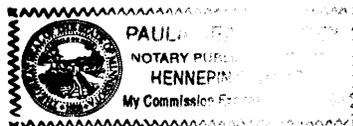
STATE OF MINNESOTA     )  
  ) ss.  
COUNTY OF HENNEPIN    )

On this 13th day of May, 1996, before me personally came Andrew Christensen to me known, who, being by me duly sworn, did depose and say that she/he is the Vice President of Norwest Bank Minnesota, National Association, a national banking association, and she/he acknowledged to me that she/he executed the foregoing Partial Release on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation.

Witness my hand and official seal:

[Signature]  
Notary Public in and for said State

My Commission Expires:  
11/31/2000



**EXHIBIT A**  
**to May 13, 1996 Partial Release**  
**by Norwest Bank Minnesota, National Association**  
**in favor of NorRail, Inc.**

Old Car #	New Car #
CR 887823	DME 44001
CR 887828	DME 44008
CR 890850	DME 46036
CR 888644	DME 46042
CR 888397	DME 46004
CR 888280	DME 46052
CR 888246	DME 46055
CR 886692	DME 46067
CR 887850	DME 46014
CR 888594	DME 46070
CR 887928	DME 47016

Old Car #	New Car #
CR 887940	DME 47017
CR 887952	DME 47025
CR 886146	DME 47026
CR 887923	DME 47027
CR 887935	DME 47028
CR 886179	DME 47033
CR 886832	DME 47165
CR 888347	DME 47166
CR 886905	DME 47167
CR 888385	DME 46007