BOSTON & MAINE CORPORATION
MAINE CENTRAL RAILROAD COMPANY
SPRINGFIELD TERMINAL RAILWAY COMPANY

IRON HORSE PARK
NO. BILLERICA, MASS. 01862

RECORDATION NO. 19720-B FILED

APR 1 '98 4-52PM

LAW DEPARTMENT
(978) 663-1029

Counterparts - TB

April 1, 1998

APR 1 4 52 PM '98

RECEIVED
SURFACE TRANSPORTATION BOARD

Vernon A. Williams, Secretary
Surface Transportation Board
1945 K Street, N.W.
Washington, D.C. 20423

Re: Recordation of Certificate of Release of Lien

Dear Secretary Williams:

I have enclosed an original and one counterpart (with original signatures) of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the United States Code. As an attorney for Guilford Transportation Industries, Inc., one of the parties to the transaction described herein, I have knowledge of the matters set forth in this letter.

This document is a CERTIFICATE OF RELEASE OF LIEN, a secondary document, dated April 1, 1998. The primary document to which this is connected is recorded under Recordation No. 19720-A.

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

Secured (Releasing) Party: Citizens Bank - New Hampshire
(successor in interest by operation of law
to First NH Bank)
875 Elm Street
Manchester, NH 03101

Securing (Released) Parties: Maine Central Railroad Company
Iron Horse Park
N. Billerica, MA 01862

Sincerely,

John R. Nadolny
Vice President and
General Counsel

enc.

Guilford Transportation Industries, Inc.
402 Amherst Street Suite 300
Nashua, NH 03063
(Guarantor)

Springfield Terminal Railway Company
and Boston and Maine Corporation
Iron Horse Park
N. Billerica, MA 01862
(Guarantors)

A description of the equipment covered by the document follows:

Thirty-Five (35) Model GP-40 Diesel Electric Locomotives previously bearing Conrail identification numbers: CR3001 - CR3004, CR3007, CR3050, CR3052, CR3171, CR 3179, CR3188, CR3194, CR3195, CR3201 - CR3203, CR3208 - CR3210, CR3212 - CR3215, CR3219, CR3221, CR3224, CR3226, CR3260, CR3261, CR3264, CR3266 - CR3271.

A check to cover the filing fee of $26.00 is enclosed. Please return one original and any extra copies not needed by the Board for recordation to: John R. Nadolny, Esq. Law Department, Boston and Maine Corporation, Iron Horse Park, N. Billerica, MA 01862.

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

Certificate of Release of Lien granted to First NH Bank under Agreement dated November 14, 1995 with Recordation No.19720-A, dated April 1, 1998 and covering Thirty-Five Model GP-40 Diesel Electric Locomotives previously bearing Conrail identification numbers: CR3001 - CR3004, CR3007, CR3050, CR3052, CR3171, CR3179, CR3188, CR3194, CR3195, CR3201 - CR3201, CR3208 - CR3210, CR3212 - CR3215, CR3219, CR3221, CR3224, CR3226, CR3260, CR3261, CR3264, CR3266 - CR3271.

SURFACE TRANSPORTATION BOARD

WASHINGTON, DC., 20423-0001

OFFICE OF THE SECRETARY
John R. Nadolny
Boston and Maine Corporation
Iron Horse Park
N. Billerica, MA., 01862

Date:4/1/98

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C

11301 and 49 CFR 1177.3 (c), on 4/1/98 at 4:42PM, 4:49PM and 4:52PM

assigned recordation numbers (s). 19181-A, 19337-A, 19706-A, 19720-B, 19731-A and . 19749-B.

Sincerely Yours,

Vernon A. Williams

Vernon A. Williams
Secretary

Enclosure(s)

156.00
$----------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. In the event of an error or any questions concerning this fee you will receive a notification after the Surface Transportation Board has had an opportunity to examine your document.

Signature----------

19720-B

FILED

APR 1 '98 4-52PM

CERTIFICATE OF RELEASE OF LIEN

CITIZENS BANK - NEW HAMPSHIRE (the successor in interest by operation of law to First NH Bank) hereby certifies that as of April 1, 1998 it has released its security interest and lien under the terms of an Agreement dated as of November 14, 1995 by and between **GUILFORD TRANSPORTATION INDUSTRIES, INC., MAINE CENTRAL RAILROAD COMPANY, SPRINGFIELD TERMINAL RAILWAY COMPANY, BOSTON AND MAINE CORPORATION** and **FIRST NH BANK** (I.C.C. Recordation No. 19720-A) on the following equipment:

> Thirty-Five (35) Model GP-40 Diesel Electric Locomotives previously bearing Conrail identification numbers: CR3001 - CR3004, CR3007, CR3050, CR3052, CR3171, CR3179, CR3188, CR3194, CR3195, CR3201 - CR3203, CR3208 - CR3210, CR3212 - CR3215, CR3219, CR3221, CR3224, CR3226, CR3260, CR3261, CR3264, CR3266 - CR3271.

IN WITNESS WHEREOF, CITIZENS BANK - NEW HAMPSHIRE, 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 1st day of April, 1998.

CITIZENS BANK - NEW HAMPSHIRE

By: [signature]
Name: Gary R. Magnuson
Title: Senior V.P.

ACKNOWLEDGEMENT

STATE OF NEW HAMPSHIRE
COUNTY OF Hillsborough ss.

On this 31st day of March, 1998 before me personally appeared Gary B. Magnuson to me personally known, who being by me duly sworn, says that (s)he is the Senior Vice President of Citizens Bank - New Hampshire, that the foregoing instrument was signed on behalf of Citizens Bank - New Hampshire by authority of said corporation, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Deborah Noble (seal)
Notary Public
My commission expires: DEBORAH J. NOBLE, Notary Public My Commission Expires August 25, 1998