



FBS Business Finance Corporation

RECORDATION NO. 19746 FILED - N

OCT 15 '97

10-19 AM

FBS Leasing
MPFP0904
601 Second Avenue South
Minneapolis, MN 55402-4302
612 973-0939

September 29, 1997

Mr. Vernon Williams, Secretary
Surface Transportation Board
12th & Constitution Avenue, N.W.
Washington, D.C. 20423

19746 -- N

OCT 15 10 19 AM '97

RECEIVED
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to provisions of 49 U.S.C. section 11301 are two originals of a Partial Release dated as of September 29, 1997, a secondary document as defined in the Board's Rules for Recordation of Documents.

The names and address of the parties to the enclosed documents are:

Lessor: FBS Business Finance Corporation
601 Second Avenue South, MPFP0904
Minneapolis, MN 55402

Lessee: Dakota, Minnesota & Eastern Railroad Corporation
337 22nd Avenue south
Brookings, SD 57006

The equipment covered by this Partial Release is:

Old Car #CR890909 New Car #DME47126

Also enclosed is our check in the amount of \$24.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one stamped copy of the enclosed Partial Release to the Lessor at the address above. If you have any questions or require any further information in connection with this filing, please contact the undersigned at (612) 973-0639.

Sincerely,

Carol J. Ahlborn
Legal Assistant

enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

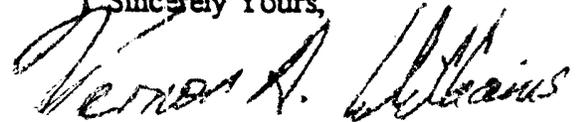
Carol J. Ahlborn
Legal Assistant
FBS Business Finance Corporation
601 Second Avenue South
Minneapolis, MN 55402-4302

DATE: 10/15/97

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3 (c), on 10/15/97 at 10:19AM, and
assigned recordation number(s). 19740 N.

Sincerely Yours,

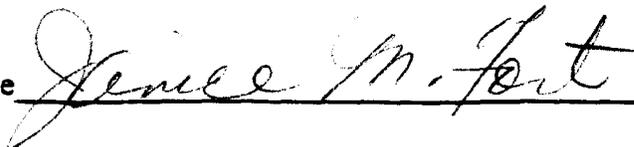


Vernon A. Williams
Secretary

Enclosure(s)

\$ 24.00 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 an opportunity to examine your document.

Signature



OCT 15 '97 10-19 AM

g:\leasing\dm&e\partrel.doc\blb

PARTIAL RELEASE

THIS PARTIAL RELEASE is dated as of the 29th day of September, 1997, by FBS BUSINESS FINANCE CORPORATION (the "Lessor") to and for the benefit of DAKOTA, MINNESOTA & EASTERN RAILROAD CORPORATION ("Lessee").

WHEREAS, pursuant to a Master Lease Agreement dated November 15, 1995 recorded with the Surface Transportation Board ("STB") as Document No. 19740 on December 1, 1995 at 9:55 A.M., Schedule No. 4 to said Master Lease Agreement dated April 22, 1996, recorded with the STB as Document No. 19740-F on May 16, 1996, at 9:20 A.M. and Amendment No. 1 to Schedule No. 4 dated as of October 14, 1996, recorded with the STB as Document No. 19740-L on November 15, 1996, at 12:50 P.M. (collectively, the "Lease"), Lessee leased from NorRail, Inc. ("NorRail") certain items of railroad equipment (the "Equipment"); and

WHEREAS, pursuant to an Assignment and Assumption Agreement dated as of May 8, 1996, between NorRail, as assignor, and Lessor, as assignee, recorded with the STB as Document No. 19740-G on May 13, 1996, at 9:20 A.M. and a Bill of Sale dated as of May 8, 1996, between NorRail, as seller, and Lessor, as purchaser, recorded with the STB as Document No. 19740-H on May 13, 1996 at 9:20 A.M., as amended by Amendment No. 1 to Bill of Sale dated as of October 14, 1996, recorded with the STB as Document No. 19740-M on November 15, 1996, at 12:50 A.M., Lessor became owner of the Equipment and lessor under the Lease; and

WHEREAS, one item of Equipment has been destroyed and Lessor and Lessee have agreed to release it from the Lease,

NOW, THEREFORE, for and in consideration of the foregoing premises, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Lessor hereby releases from the Lease the following railcar:

Old Car #CR890909

New Car #DME47126

Except as otherwise expressly set forth herein, the Lease remains in full force and effect with respect to the remaining Equipment.

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

FBS BUSINESS FINANCE CORPORATION

By: 
Name: MICHAEL CAMPBELL
Title: CREDIT OFFICER

STATE OF MINNESOTA)
)ss:
COUNTY OF Hennepin)

The foregoing Partial Release was acknowledged before me this 7 day of ~~October~~ ~~September~~, 1997, by _____ as _____ of FBS Business Finance Corporation, a Delaware corporation, on behalf of said corporation.

[SEAL]

Linda A. Roehl
Notary Public

