



Norwest Bank Minnesota, N.A.
Norwest Center
Sixth and Marquette
Minneapolis, Minnesota 55479-0001
612/667-1234

RECORDATION NO. 17495-A FILED

August 1, 1997

AUG 6 '97 1-59 PM

Janice Fort
Surface Transportation Board
Attn: Vernon A. Williams
1925 K Street, Suite 700
Washington, D.C. 20423

RECORDATION NO. 17941-B FILED

AUG 6 '97 1-59 PM

AUG 6 1 59 PM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

RE: Release in Full

Dear Ms. Fort:

Please consider this a full release of security interest of recordation numbers: 17495, dated August 26, 1991 and 17941 dated October 5, 1992. I have enclosed a check in the amount of \$48.00 for your filing fee (\$24.00 per file number). Also enclosed is a self-addressed, stamped envelope for return of the file stamped copies.

Thank-you.

Norwest Bank Minnesota, National Association

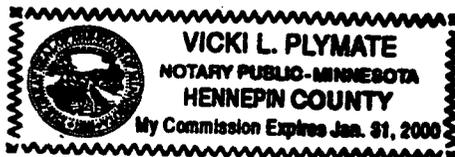
Steven P. Johnson
Vice President

Enclosures

Subscribed and sworn to before me this
1st day of August, 1997.

Notary Public

GP:405288 v1



AUG 6 '97 1-59 PM

TERMINATION AND RELEASE OF LIEN AND SECURITY INTEREST

The undersigned, Bank One, Chicago, N.A. (formerly known as Bank One Evanston, N.A.) (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates, releases and discharges its right, security interest, lien and other interests granted under or with respect to that certain Security Agreement made as of September 22, 1992 by Minnesota Commercial Railway Company for the benefit of the Bank (the "Security Agreement"), including all rights, interests and liens in and to the railroad locomotives described on Exhibit A attached hereto. The Security Agreement was recorded with the Interstate Commerce Commission on October 5, 1992 under ICC Recordation Number 17941. Bank One acknowledges that all obligations of Minnesota Commercial Railway Company under the Security Agreement have been satisfied and that the Security Agreement has been terminated.

Dated as of June 13, 1997.

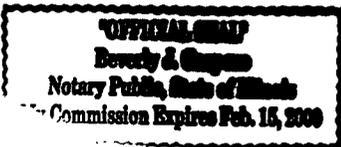
Bank One, Chicago, N.A.
(formerly known as First Illinois Bank of Evanston, N.A.)

By: [Signature]
Its: Sr. Vice President

State of Illinois)
) SS:
County of Cook)

On June 13, 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared Richard J. Wojtich personally known to me (or proved to me on basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that she/he executed the same in his/her authorized capacity, and that by her/his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



[Signature]
Notary Public in and for Said State

My Commission Expires:

EXHIBIT A

<u>Description</u>	<u>Road No.</u>	<u>Serial No.</u>	<u>Date Built</u>
EMD SE1500	MC 303	34724	1964
EMD SE1500	MC 304	34725	1964
EMD SE1500	MC 306	36486	1964
Alco GE C-424*	MC 62	84547	1964
Alco GE C-424*	MC 63	84550	1964

*Rebuilt in 1980 by General Electric-Hornell