

OSTER
Researching Services

12897 Colonial Dr. • Mt. Airy, Md. 21771
301-253-6040

RECORDATION NO. 20052-C FILED

AUG 6 '98 10-51 AM

August 6, 1998

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recording with the Surface Transportation Board is a Termination of Security Interest dated 7/9/98. The equipment included in this transaction is as follows:

Partial

Equipment: 86, 3-Pocket Open-top Hoppers
PSR 1500-1699 series

Please record this agreement as a secondary document to STB Recordation #20052. The filing fee of \$26 is enclosed.

Thank you for your assistance.

Sincerely,

Mary R Oster

Mary Ann Oster
Research Consultant

Enclosures

Countryparts -

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

OFFICE OF THE SECRETARY

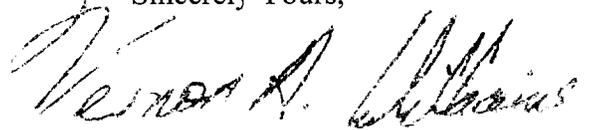
DATE: 8/6/98

Mary Ann Oster
Oster Researching Services
12897 Colonial Dr.
Mt. Airy, MD., 21771

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 8/6/98 at 10:51AM, and
assigned recordation number(s) 8956- B, 18033-B and 20052-C.

Sincerely Yours,



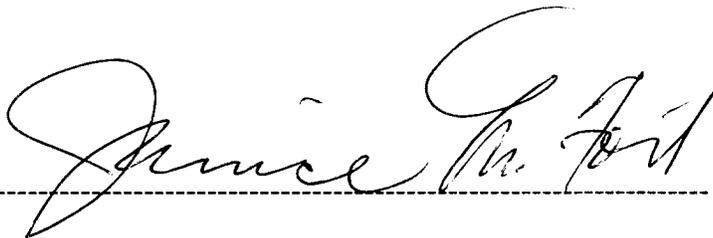
Vernon A. Williams

Enclosure(s)

78.00

\$-----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-----



TERMINATION OF
SECURITY INTEREST

AUG 6 '98

10-51 AM

THIS TERMINATION OF SECURITY INTEREST ("Termination") is dated as of July 9, 1998 and is made by BANKBOSTON, N.A. (f/k/a The First National Bank of Boston) ("BKB") as agent for itself and those banks (the "Banks") which are or may become parties to that certain Amended and Restated Revolving Credit Agreement dated as of February 8, 1996 (the "Credit Agreement") and which are or may become parties to that certain Amended and Restated Security Agreement dated as of February 8, 1996 (the "Security Agreement"), for the benefit of PITTSBURG & SHAWMUT RAILROAD, INC. ("PSR").

RECITALS

WHEREAS, PSR owns eighty-six (86) 100-ton, 3,300 c.f.c., 3-pocket open-top hopper railcars manufactured by Bethlehem Freight Car in 1977 bearing Association of American Railroad designation numbers in the series PSR 1500* 1699 ("Units");

WHEREAS, BKB was granted a security interest in the Units by PSR which has since been terminated;

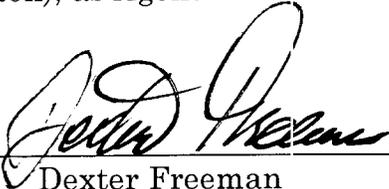
WHEREAS, PSR's security interest was recorded with the Surface Transportation Board ("STB") of the U.S. Department of Transportation (f/k/a. the Interstate Commerce Commission) under recordation number 20052 on April 29, 1996, which recordation has not been formally terminated from the public record.

NOW, THEREFORE:

1. Termination of Security Interest. BKB hereby terminates and releases any and all security interests or other rights in the Units granted to it under the documents recorded with the STB under recordation number 20052.

IN WITNESS WHEREOF, pursuant to due authority BKB has executed this Termination as of the date first above written.

BANKBOSTON
(f/k/a The First National Bank of Boston), as Agent

By: 
Dexter Freeman
Director

STATE OF MASSACHUSETTS)
COUNTY OF Suffolk) s.s.

On July 9th, 1998, before me, Linda J. Colleran,
personally appeared Dexter Freeman, Director of BANKBOSTON, N.A. (f/k/a
The First National Bank of Boston),

X personally known to me -OR-

_____ proved to me on the basis of satisfactory evidence to be the
person whose

name is subscribed to the within instrument and acknowledged to me that he
executed the same in his authorized capacity, and that by 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 of the Notary

[Notarial Seal]

LINDA J. COLLERAN
Notary Public
My Commission Expires Sept. 14, 2001

SCHEDULE A
TO THE BILL OF SALE

Description & Reporting Marks of the Units:

Eighty-six (86), 100-ton, 3,300 c.f.c., 3-pocket open top hopper railcars built by Bethlehem Freight Car in 1977.

| | | | | | |
|----|-----|------|----|-----|------|
| 1 | PSR | 1302 | 44 | PSR | 1401 |
| 2 | PSR | 1303 | 45 | PSR | 1402 |
| 3 | PSR | 1304 | 46 | PSR | 1403 |
| 4 | PSR | 1305 | 47 | PSR | 1405 |
| 5 | PSR | 1307 | 48 | PSR | 1408 |
| 6 | PSR | 1310 | 49 | PSR | 1410 |
| 7 | PSR | 1312 | 50 | PSR | 1419 |
| 8 | PSR | 1315 | 51 | PSR | 1420 |
| 9 | PSR | 1319 | 52 | PSR | 1423 |
| 10 | PSR | 1327 | 53 | PSR | 1424 |
| 11 | PSR | 1332 | 54 | PSR | 1426 |
| 12 | PSR | 1335 | 55 | PSR | 1429 |
| 13 | PSR | 1336 | 56 | PSR | 1431 |
| 14 | PSR | 1339 | 57 | PSR | 1434 |
| 15 | PSR | 1340 | 58 | PSR | 1441 |
| 16 | PSR | 1344 | 59 | PSR | 1448 |
| 17 | PSR | 1350 | 60 | PSR | 1454 |
| 18 | PSR | 1351 | 61 | PSR | 1455 |
| 19 | PSR | 1352 | 62 | PSR | 1457 |
| 20 | PSR | 1353 | 63 | PSR | 1459 |
| 21 | PSR | 1354 | 64 | PSR | 1484 |
| 22 | PSR | 1355 | 65 | PSR | 1491 |
| 23 | PSR | 1356 | 66 | PSR | 1494 |
| 24 | PSR | 1357 | 67 | PSR | 1497 |
| 25 | PSR | 1361 | 68 | PSR | 1517 |
| 26 | PSR | 1363 | 69 | PSR | 1518 |
| 27 | PSR | 1364 | 70 | PSR | 1523 |
| 28 | PSR | 1365 | 71 | PSR | 1563 |
| 29 | PSR | 1369 | 72 | PSR | 1564 |
| 30 | PSR | 1370 | 73 | PSR | 1578 |
| 31 | PSR | 1371 | 74 | PSR | 1591 |
| 32 | PSR | 1374 | 75 | PSR | 1593 |
| 33 | PSR | 1378 | 76 | PSR | 1610 |
| 34 | PSR | 1379 | 77 | PSR | 1621 |
| 35 | PSR | 1382 | 78 | PSR | 1644 |
| 36 | PSR | 1383 | 79 | PSR | 1645 |
| 37 | PSR | 1384 | 80 | PSR | 1656 |
| 38 | PSR | 1387 | 81 | PSR | 1660 |
| 39 | PSR | 1391 | 82 | PSR | 1670 |
| 40 | PSR | 1394 | 83 | PSR | 1685 |
| 41 | PSR | 1396 | 84 | PSR | 1690 |
| 42 | PSR | 1397 | 85 | PSR | 1694 |
| 43 | PSR | 1399 | 86 | PSR | 1698 |