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RECORDATION NO. 11873-TT ✓ FILED 1125
OCT 17 1996 4:32 PM
INTERSTATE COMMERCE COMMISSION

October 17, 1996

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

Dear Secretary Williams:

I have enclosed the original and a certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Termination of Lease of Railroad Equipment ("Termination of Lease"), a secondary document, dated October 16, 1996. The primary document to which this is connected is recorded under Recordation No. 11873. We request that this document be recorded under Recordation No. 11873-TT.

The name and address of the party to the Termination of Lease are:

Lessor/Terminating Party:

Carland, Inc.
Suite 990
1055 Broadway
Kansas City, Missouri 64105

A description of the equipment covered by the Termination of Lease consists of 16 GP-40 locomotives numbered KCS 4780- 4795, inclusive.

A fee of \$22.00 is enclosed. Please return the original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225

McDonald
Carland

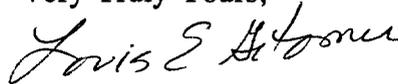
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Honorable Vernon A. Williams
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1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Partial Termination of Lease by Carland, Inc., Suite 990, 1055 Broadway, Kansas City, Missouri 64105, terminating the lease of locomotives KCS 4780-4795.

Very Truly Yours,



Louis E. Gitomer

Enclosures

RECORDATION NO. 11873-77 FILED 1425

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PARTIAL TERMINATION OF LEASE

INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION OF LEASE OF RAILROAD EQUIPMENT ("Termination") is made as of October 16, 1996, by CARLAND, INC., a Delaware corporation ("Lessor").

1. Recitals. Lessor entered into the Lease Agreement made as of December 31, 1983 (the "Lease"), with the UMB Bank, N.A. (the "Agent"), successor in interest to United Missouri City Bank, as agent for itself and for The Northern Trust Company and The First National Bank of Shreveport (collectively, the "Banks"), with respect to locomotives, including KCS 4780 through KCS 4795, described in Schedule A attached hereto (the "Units"). The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB")(formerly known as the Interstate Commerce Commission ("ICC")) under ICC recordation Number 11873, filed on August 3, 1984.

This Lease was terminated as to the Units on October 16, 1996. The purpose of this Termination of Lease is to provide a formal termination document for filing with the STB.

2. Termination. The Lease as to the Units is hereby formally terminated.

IN WITNESS THEREOF, Lessor, pursuant to due corporate authority, has caused these presents to be signed in its corporate name on the date indicated below its signature.

CARLAND, INC.

By: Larry D. Nicotra

Print Name: Larry D. Nicotra

Title: President

EXHIBIT A

Description of Equipment:

Sixteen GP40 EMD Locomotives

Unit Numbers:

KCS 4780	KCS 4789
KCS 4781	KCS 4790
KCS 4782	KCS 4791
KCS 4783	KCS 4792
KCS 4784	KCS 4793
KCS 4785	KCS 4794
KCS 4786	KCS 4795
KCS 4787	
KCS 4788	

CERTIFICATION

I, LOUIS E. GITOMER, have compared this copy to the original Partial Termination of Lease of Railroad Equipment, dated October 16, 1996, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

Louis E. Gitomer

Louis E. Gitomer

October 17, 1996