



RECORDATION NO. 6688-C FILED 1425

JUL 20 1994 - 2 15 PM

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INTERSTATE COMMERCE COMMISSION

LOUIS G. RECHER
Assistant General Counsel

July 19, 1994

Sidney L. Strickland, Jr., Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

0100314015

Dear Mr. Strickland:

On behalf of Fruit Growers Express Company ("FGE"), enclosed for filing and recordation under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder are four (4) counterparts of a Release and Satisfaction and Bill of Sale, dated as of June 24, 1994, executed by The Riggs National Bank of Washington, D.C., as Trustee under a certain Equipment Trust Agreement, dated as of August 15, 1972, between the Trustee and FGE, establishing Fruit Growers Express Company Equipment Trust of 1972, Series VV. The Equipment Trust Agreement was filed with the Interstate Commerce Commission on August 10, 1972, and assigned Recordation No. 6688.

The names and addresses of the parties are as follows:

Trustee: The Riggs National Bank of Washington, D.C.
Corporate Trust Administration
808 17th Street, N.W.
Washington, D.C. 20006

FGE: Fruit Growers Express Company
1650 King Street, Suite 401
Alexandria, Virginia 22314-2747

Enclosed is a check in the amount of \$18.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the Release not needed for your files, together with a time-stamped copy of this letter of transmittal (which is attached for your convenience), the fee receipt and a copy of the letter from the Interstate Commerce Commission acknowledging the filing.

Thanking you in advance for your assistance, I am

Very truly yours,

LGR/dlf

Copy - John C. Eccleston

Edward M. Lewis
Counterparts

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INTERSTATE COMMERCE COMMISSION

RELEASE AND SATISFACTION AND BILL OF SALE

FRUIT GROWERS EXPRESS COMPANY EQUIPMENT TRUST OF 1972

SERIES VV DATED AS OF AUGUST 15, 1972

KNOW ALL MEN BY THESE PRESENTS that The Riggs National Bank of Washington, D. C., Trustee under a certain Equipment Trust Agreement dated as of August 15, 1972, between the Trustee, and Fruit Growers Express Company, said Agreement establishing Fruit Growers Express Company Equipment Trust of 1972, Series VV, hereby certifies that all of the Equipment Trust Certificates and dividend warrants appertaining thereto issued under said Equipment Trust have been fully paid or payment duly provided for, and all of the obligations under said Equipment Trust have been fully complied with and performed.

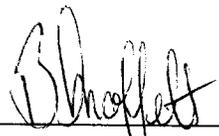
WHEREFORE, in consideration of One Dollar (\$1.00) and other valuable consideration:

The Riggs National Bank of Washington, D. C., Trustee, does hereby declare said Equipment Trust Agreement dated as of August 15, 1972 to be satisfied and cancelled and does consent that the same be discharged of record, and further The Riggs National Bank of Washington, D. C., Trustee, does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto Fruit Growers Express Company, all of its rights, title and interest in and to all of the railroad equipment of every character included in the Equipment Trust Agreement dated as of August 15, 1972 and now held by The Riggs National Bank of Washington, D. C., Trustee.

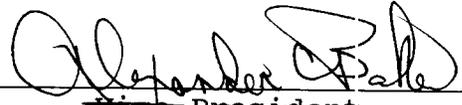
IN WITNESS WHEREOF, The Riggs National Bank of Washington, D. C., Trustee, has caused these presents to be executed in its name by one of its Sr. Vice Pres. & Trust Officer thereunto duly authorized and its corporate seal to be hereunto affixed and attested by one of its Sr. Vice Pres. & Trust Officer as of this 24th day of June, 1994.

ATTEST:

THE RIGGS NATIONAL BANK OF WASHINGTON, D. C., as Trustee



BEVERLY MOFFETT
SENIOR CORPORATE TRUST OFFICER

By: 
Vice President

ALEXANDER C. BAKER
SENIOR VICE PRESIDENT & TRUST OFFICER

DISTRICT OF COLUMBIA) SS.

On this 24th day of June 1994, before me personally appeared ALEXANDER C. BAKER, to me personally known who, being by me duly sworn, says that he is a Sr. Vice Pres. & Trust Officer of The Riggs National Bank of Washington, D. C., that the seal affixed to the foregoing instrument is the seal of said corporation, that said instrument was signed and sealed on behalf of the corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Martha S. Norman
Notary Public

MARTHA S. NORMAN
My Commission Expires May 31, 1996

RELSALM