

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

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MARY P. SCLAWY
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May 25, 1999

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

RECORDATION NO. 10297-L FILED

JUN 3 '99

12-00PM

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Release of a Conditional Sale Agreement and the Equipment covered thereby dated as of April 1, 1999, and executed by First Security Bank, N.A. The Release pertains to a Conditional Sale Agreement (CSA), dated as of January 2, 1979. The units covered by the Conditional Sale Agreement and this Release are 191 50' 6" 70-ton XF boxcars, bearing road numbers GTW 598200-598390, both inclusive.

The CSA was recorded with the ICC under primary recordation number 10297.

The parties to the CSA are:

Vendor: Constructura Nacional De Carros De Ferrocarril,
predecessor in interest to

First Security Bank, N.A., formerly known as

First Security Bank of Utah, N.A.

Vendee/
Owner Trustee: First Security Sate Bank, predecessor in interest to

First Security Bank, N.A.

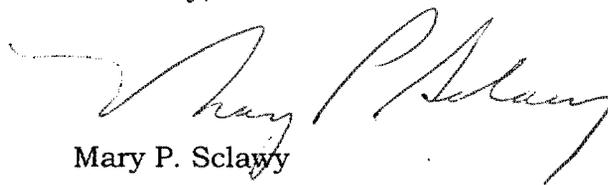
Enclosed is our check in the amount of \$26.

Secretary
May 25, 1999
Page 2

Please accept one counterpart of this document for filing, stamp the remaining counterpart with your recordation number and return it and the fee receipt to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1240

Sincerely,



Mary P. Sclawy

Enclosure

cc: John A.N. Lamont: Re CA 4592

RELEASE dated as of April 1, 1999

JUN 3 '99

12:00PM

WHEREAS *Constructura Nacional De Carros De Ferrocarril* (predecessor-in-interest to *First Security Bank, N.A.* [formerly known as *First Security Bank of Utah, N.A.*] (the "Agent) pursuant to an Agreement and Assignment dated as of January 2, 1979) as vendor and *First Security State Bank* (predecessor-in-interest to *First Security Bank, N.A.* [pursuant to a merger with *First Security Bank of Idaho, N.A.*]) as vendee ("Owner Trustee") entered into a conditional sale agreement (the "CSA") whereby the Owner Trustee purchased the boxcars described in Schedule A hereto (the "Equipment");

WHEREAS *GAMS Transportation, Inc.* (predecessor-in-interest to *Great American Management Services, Inc.*) ("GAMS") as lessee entered into a Lease of Railroad Equipment dated as of January 2, 1979 (the "Lease"), with the Owner Trustee as lessor (and trustee pursuant to a Trust Agreement dated as of May 1, 1978 with *Westinghouse Credit Corporation* (predecessor-in-interest to *Mellon Leasing Corporation*) and *General Electric Credit Corporation* as trustees), covering the Equipment;

WHEREAS the CSA and the Lease were filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to 49 U.S.C. Section 11303 (now Section 11301) under primary Recordation No. 10297;

WHEREAS GAMS as sublessor entered into a Sublease of Railroad Equipment dated as of January 2, 1979, as amended, (the "Sublease"), with *Grand Trunk Western Railroad Company* (predecessor-in-interest to *Grand Trunk Western Railroad Incorporated*) as sublessee, covering the Equipment [Recordation No. 10297-H];

WHEREAS GAMS assigned all of its rights in, to and under the Sublease, to the Owner Trustee, pursuant to an Assignment of Sublease and Agreement dated as of January 2, 1979 [Recordation No. 10297-I];

WHEREAS the Owner Trustee and the Agent entered into an Assignment of Lease, Reassignment of Sublease, Assignment of Surety Bond and Agreement dated as of January 2, 1979 (the "Assignment") whereby, the Owner Trustee assigned certain of its rights, as collateral security for the performance of its obligations under the CSA, to the Agent [Recordation No. 10297-J]; and

WHEREAS the Owner Trustee has heretofore fully discharged and satisfied all of its obligations under the CSA including, but without limitation, the payment of all amounts of principal and interest contemplated therein.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Agent hereby (a) releases its security interest, granted pursuant to the CSA, in the Equipment and (b) acknowledges and agrees

that the Assignment has been terminated and all rights, assigned pursuant thereto, revert to the assigning party.

IN WITNESS WHEREOF, the Agent has caused these presents to be executed in its name by its officer thereunto duly authorized as of the year and day first above written.

FIRST SECURITY BANK, N.A.,
as Agent

By:
Its:


Trust Officer

GTW File References: CA 4592 Boxcar Lease

STATE OF UTAH)
)
CITY OF SALT LAKE)

ss: *In the matter of a Release.*

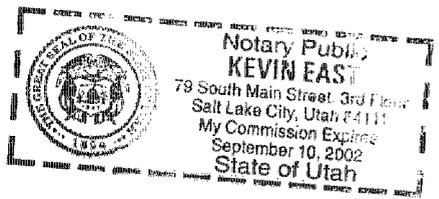
On this _____ day of April 1999 before me personally appeared _____ **Janeen R. Higgs** _____, to me personally known, who, being by me duly sworn, say that he / she is **Trust Officer** _____ of First Security Bank, N.A., that said instrument was signed on behalf of said national association by authority of its Board of Directors, and he / she acknowledged that the execution of said instrument was the free act and deed of said national association.

Kevin East

Notary Public

My Commission expires: _____

[Notarial Seal]



Schedule A to Release

BOXCARS

191 50' 6" 70-ton Class XF Boxcars built by Constructura Nacional De Carros De Ferrocarril in Sahagun, Mexico bearing the following marks and numbers:

GTW 598200 to 598390 inclusive.

Note: The 4 Boxcars marked GTW 598232, GTW 598300, GTW 598346 and GTW 598360 were destroyed on or before the date hereof.