



One James Center
Richmond, Virginia 23219
Telephone: (804) 782-1593

LOUIS G. RECHER
Assistant General Counsel

June 11, 1996

RECORDATION NO. 13079- C FILED 1403

JUN 13 1996 -11 06 AM

INTERSTATE COMMERCE COMMISSION

RECEIVED
SURFACE TRANSPORTATION
BOARD
JUN 13 11 06 AM '96

Vernon A. Williams, Secretary
Surface Transportation Board
12th Street and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mr. Williams:

On behalf of CSX Transportation, Inc. ("CSXT"), successor by merger to Louisville and Nashville Railroad Company, 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 May 6, 1996, executed by The Bank of New York, as successor trustee to Mercantile-Safe Deposit and Trustee Company, as trustee under the Louisville and Nashville Railroad Equipment Trust of 1981. The Equipment Trust Agreement, dated as of May 1, 1981, was recorded with the Interstate Commerce Commission on May 1, 1981, and assigned Recordation No. 13079.

The names and addresses of the parties are as follows:

Trustee: The Bank of New York
Trust Company of Florida, N. A.
Towermarc Plaza
10161 Centurion Parkway
Jacksonville, FL 32256

CSXT: CSX Transportation, Inc.
500 Water Street
Jacksonville, FL 32202

Enclosed is a check in the amount of \$21.00 in payment of the filing fee.

Once this filing has been made, please return to the undersigned time-stamped copies of the enclosed 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 Board acknowledging the filing.

Mr. Vernon A. Williams
June 11, 1996
Page 2

Thanking you in advance for your assistance, I am

Very truly yours,

A handwritten signature in cursive script, reading "James H. Reeder". The signature is written in black ink and is positioned to the right of the typed name "James H. Reeder".

Enclosures

LGR/skb

cc: John C. Eccleston - fax

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

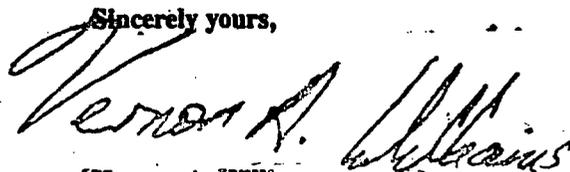
6/13/96

Louis G. Recher
X CSX Corp
OneJames Center
Richmond, VA., 23219

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/13/96 at 11:10AM, and assigned recordation number(s). 13079-C and 14852-A.

Sincerely yours,



Vernon A. Williams
Secretary

Enclosure(s)

\$ 42.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature



13079-C
JUN 13 1996 - 11 29 AM

Counterpart No. 4
Of 4 Counterparts

RELEASE AND SATISFACTION AND BILL OF SALE

LOUISVILLE AND NASHVILLE RAILROAD EQUIPMENT TRUST OF 1981

SERIES 12 DATED AS OF MAY 1, 1981

KNOW ALL MEN BY THESE PRESENTS that The Bank of New York, as Successor Trustee to Mercantile-Safe Deposit and Trust Company, Trustee, under a certain Equipment Trust Agreement dated as of May 1, 1981 between Mercantile-Safe Deposit and Trust Company, Trustee, and the Louisville and Nashville Railroad, said Agreement establishing Louisville and Nashville Railroad Equipment Trust of 1981, hereby certifies that all of the \$17,250,000.00 principal amount of 14.00 % 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 Bank of New York, as Successor Trustee to Mercantile Safe Deposit and Trust Company, does hereby declare said Equipment Trust Agreement dated as of May 1, 1981 to be satisfied and canceled and does consent that the same be discharged of record, and further The Bank of New York does hereby sell, assign, convey, transfer, set over, release and quitclaim without warranty or guaranty of any kind, express or implied, unto CSX Transportation, Inc. (successor by merger to the Louisville and Nashville Railroad) 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 May 1, 1981 and now held by The Bank of New York.

IN WITNESS WHEREOF, The Bank of New York has caused these presents to be executed in its name by one of its Authorized Signatory thereunto duly authorized and its corporate seal to be hereunto affixed and attested by its Authorized Signatory this 13th day of May, 1996.

ATTEST:

THE BANK OF NEW YORK,
as Successor Trustee to
MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, as Trustee

By: [Signature]

By: [Signature]
Authorized Signatory

Florida
STATE OF ~~NEW YORK~~)
 Doral) SS.:
COUNTY OF ~~NEW YORK~~)

On this 6th day of May 1996,
before me personally appeared SHARON L. ATKINSON, to me
personally known, who, being by me duly sworn, says that
he/she is a ^{Authorized Signatory} ~~Authorized Signatory~~ of The Bank of New York, 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/she acknowledged that the execution of the
foregoing instrument was the free act and deed of said
corporation.

Linda Marie Simon
Notary Public

RELSALEF

