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RECORDATION NO. 14837-C
FILED

FEB 18 '99

2-10PM

February 18, 1999

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

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is an Instrument of Lease Termination, a secondary document, dated as of October 30, 1998. The primary document to which this is connected is recorded under Recordation No. 14837. We request that this document be recorded under Recordation No. 14837-C.

The name and address of the party to the Instrument of Lease Termination is:

Lessor:

Inman Service Company, Inc.
1230 South Walnut Street
Coffeerville, KS 67337

A description of the equipment covered by the Instrument of Lease Termination consists of two SW-9 locomotives, one numbered 146.

Counterparts

BALL JANIK LLP

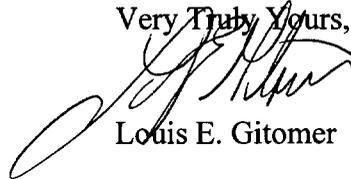
Honorable Vernon A. Williams
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A fee of \$26.00 is enclosed. Please return one original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: an Instrument of Lease Termination by Inman Service Company, Inc., 1230 South Walnut Street, Coffeerville, KS 67337, covering two SW-9 locomotives, one numbered 146.

Very Truly Yours,



Louis E. Gitomer

Enclosures

INSTRUMENT OF LEASE TERMINATION FEB 18 '99 2-10PM

INMAN SERVICE COMPANY, INC. ("INMAN"), this 30 day of October, 1998, provides notice of the termination of the lease of two SW-9 locomotives, one numbered 146 (the "Locomotives") under the Locomotive Lease, dated June 5, 1984, between INMAN, as lessor, and PHILLIPS CHEMICAL COMPANY ("PHILLIPS"), as lessee, which was recorded at the Interstate Commerce Commission (the "ICC") on November 15, 1985 in Recordation Number 14837-A, as amended by the Contract dated August 6, 1985 between INMAN and PHILLIPS, which was recorded at the ICC on November 15, 1985 in Recordation Number 14837 (collectively referred to as the "Lease").

WHEREAS, INMAN desires to execute this Instrument to evidence for the public record the termination of the lease and of all the rights and obligations of PHILLIPS with respect to the Locomotives.

NOW, THEREFORE, in consideration of the premises, INMAN does hereby acknowledge and confirm for the public record the termination of the Lease, and all rights and obligations arising under the Lease with respect to the Locomotives.

IN WITNESS WHEREOF, INMAN has executed or caused this Instrument to be executed as of the date first above written.

INMAN SERVICE COMPANY, INC.
By: [Signature]
Name: Donald D. Orender
Its: CFO

State of Kansas)
County of Crawford) ss.

On this 30 day of October, 1998, before me personally appeared Donald D. Orender, to me personally known, who, being by me duly sworn, says that (s)he is CFO of Inman Service Company, Inc., and that (s)he is duly authorized to sign the foregoing instrument on behalf of Inman Service Company, Inc., and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of Inman Service Company, Inc.

[Signature]
Notary Public

My commission expires:
Nov 12, 2000
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