

RECORDATION NO. 10534 FILED X

AUG 13 '99

11-00AM

ALVORD AND ALVORD  
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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

*Kim Bartman*

August 13, 1999

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

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are five (5) copies of a Partial Release of Security Interest, dated August 6, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Rent and Residual Sharing Agreement filed with the Commission under Recordation Number 10534.

The name and address of the party to the enclosed document are:

Secured Party: Momentum Leasing Advisors, LLC  
120 Green Street, 2<sup>nd</sup> Floor  
San Francisco, California 94111

A description of the railroad equipment covered by the enclosed document is:

Five (5) locomotives: BN 5025, BN 5037, BN 5038, BN 5042 and BN 5044

Mr. Vernon A. Williams  
August 13, 1999  
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

  
for Robert W. Alvord

RWA/bg  
Enclosures

AUG 15 1999

11-00AM

**PARTIAL RELEASE OF SECURITY INTEREST**

The undersigned, MOMENTUM LEASING ADVISORS, LLC, Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge a security interest held by it insofar as the same encumbers that certain railroad equipment identified as follows:

Five (5) General Electric C30-7 locomotives bearing BN reporting marks and road numbers 5025, 5037, 5038, 5042 and 5044

Such security interest was granted pursuant to that certain Rent and Residual Sharing Agreement with Locomotive Leasing Associates, LLC, a Memorandum of which, dated November 25, 1997, was filed with the Surface Transportation Board on December 17, 1997 at 12:11 p.m. under Recordation Number 10534-N.

Nothing herein contain shall be deemed to discharge, terminate or release any other collateral held by the Secured Party or any other assets or property encumbered by said Agreement in favor of Secured Party.

MOMENTUM LEASING ADVISORS, LLC

By: Richard L. Rockhold

Name: RICHARD L. ROCKHOLD  
Title: MANAGER

STATE OF California )  
COUNTY OF San Francisco )

ss.

On this 6th day of August, 1999, before me appeared Richard L. Rockhold to me personally known, who, being by me duly sworn did say that he is the Manager of Momentum Leasing Advisors, LLC, and that said instrument was signed on behalf of said corporation by authority of its board of directors and said managers acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

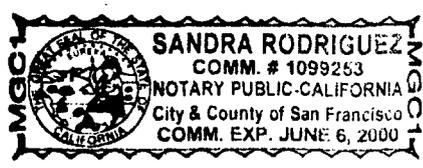


Sandra Rodriguez  
Notary Public

State of California  
County of San Francisco

On 8/6/99 before me, Sandra Rodriguez  
(DATE) (NAME/TITLE OF OFFICER; i.e. "JANE DOE (NOTARY PUBLIC)")  
personally appeared Richard L. Rockhold  
(NAME(S) OF SIGNER(S))

personally known to me -OR-  proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

(SEAL)

Sandra Rodriguez  
(SIGNATURE OF NOTARY)

ATTENTION NOTARY

The information requested below and in the column to the right is OPTIONAL. Recording of this document is not required by law and is also optional. It could, however, prevent fraudulent attachment of this certificate to any unauthorized document.

THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:  
Title or Type of Document Partial Release of Security Interest  
Number of Pages 3 Date of Document 8-6-99  
Signer(s) Other Than Named Above Richard L. Rockhold

RIGHT THUMBPRINT (Optional)  
TOP OF THUMB HERE

CAPACITY CLAIMED BY SIGNER(S)  
 INDIVIDUAL(S)  
 CORPORATE \_\_\_\_\_  
OFFICER(S) \_\_\_\_\_ (TITLES)  
 PARTNER(S)  LIMITED  GENERAL  
 ATTORNEY IN FACT  
 TRUSTEE(S)  
 GUARDIAN/CONSERVATOR  
 OTHER: \_\_\_\_\_

SIGNER IS REPRESENTING:  
(Name of Person(s) or Entity(ies))  
\_\_\_\_\_  
\_\_\_\_\_

RIGHT THUMBPRINT (Optional)  
TOP OF THUMB HERE

CAPACITY CLAIMED BY SIGNER(S)  
 INDIVIDUAL(S)  
 CORPORATE \_\_\_\_\_  
OFFICER(S) \_\_\_\_\_ (TITLES)  
 PARTNER(S)  LIMITED  GENERAL  
 ATTORNEY IN FACT  
 TRUSTEE(S)  
 GUARDIAN/CONSERVATOR  
 OTHER: \_\_\_\_\_

SIGNER IS REPRESENTING:  
(Name of Person(s) or Entity(ies))  
\_\_\_\_\_  
\_\_\_\_\_

