

us bancorp
**Republic Commercial
Finance, Inc.**

601 Second Avenue South
Fifth Floor
Minneapolis, MN 55402
612 973-1133
fax 612 973-0829

RECORDATION NO 20170-A FILED

DEC 28 '99 19-41 AM

SURFACE TRANSPORTATION BOARD
12

November 12, 1999



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

Dear Mr. Williams:

I have enclosed an original and one certified copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code. This document is an Assignment of Recorded Security Interest, a secondary document, dated November 12, 1999. The Security Agreement dated June 28, 1996 being the primary document to which this Assignment is connected was recorded on July 3, 1996 at 2:10 p.m. with Recordation No. 20170 of the Surface Transportation Board. We request that this Assignment be cross-indexed

The names and addresses of the parties to the document are as follows:

Assignor:

U.S. Bancorp Republic Commercial Finance, Inc.
2338 Central Avenue NE, Suite 200
Minneapolis, Minnesota 55418

Assignee:

U.S. Bank National Association
U.S. Bank Place
601 Second Avenue South
Minneapolis, Minnesota 55402-4302

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

set forth on Exhibit A to the Assignment

A fee of \$26 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to Gordon I. Gendler, Dorsey & Whitney LLP, 220 South Sixth Street, Minneapolis, Minnesota 55402.

A short summary of the document to appear in the index follows:

Assignment by U.S. Bancorp Republic Commercial Finance, Inc. to U.S. BankNational Association dated November 12, 1999 of all its right, title and interest granted under that certain Security Agreement by Northern Rail Car Leasing, Inc., with Recordation No. 21770, covering the rolling stock owned by Northern Rail Car Leasing, Inc.

Very truly yours,



U.S. Bancorp Republic Commercial
Finance, Inc.

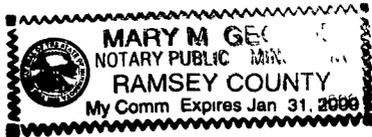
DEC 28 '99 19-41 AM

CERTIFICATE OF NOTARY PUBLIC
SURFACE TRANSPORTATION BOARD

The undersigned, being a notary public in and for the State of Minnesota, do hereby certify that I have compared the copy of the Assignment of Recorded Security Interest attached hereto with the fully executed original document and have found it to be true, complete and identical in all respects to the original Assignment of Recorded Security Interest by U.S. Bancorp Republic Commercial Finance, Inc. dated as of November 12, 1999.

Dated as of this 14th day of December, 1999.

(Seal)



Mary M. George
Mary M. George, Notary Public
My Commission expires:
January 31, 2000

Exhibit A to Assignment of Recorded Security Interest
between U.S. Bancorp Republic Commercial Finance, Inc.
and U.S. Bank National Association

73 - 50'6" 70 TON BOX CARS @ \$25,299 each
GNWR 7112 FORMERLY WSOR 101515
GNWR 7113 FORMERLY WSOR 101516
GNWR 7114 FORMERLY WSOR 101517
GNWR 7115 FORMERLY WSOR 101518
GNWR 7116 FORMERLY WSOR 101519
GNWR 7117 FORMERLY WSOR 101520
GNWR 7118 FORMERLY WSOR 101521
GNWR 7119 FORMERLY WSOR 101522
GNWR 7120 FORMERLY WSOR 101523
GNWR 7122 FORMERLY WSOR 101525
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DESTROYED 01-06-96

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