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AREA CODE 412

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OF COUNSEL

FACSIMILE:
(412) 566-1817

December 1, 1992

2-338A051

RECORDATION NO 16761-2
FILED 12/3/92

Interstate Commerce Commission
12th and Constitution Avenue N.W.
Washington, D.C. 20423

DEC 3 1992 -2 55 PM

INTERSTATE COMMERCE COMMISSION

ATTN: Mildred Lee

Dear Ms. Lee:

Enclosed for recordation pursuant to the provisions of Section §11303(a) of Title 49 of the United States Code and the rules and regulations thereunder is one (1) original executed and two (2) photocopies of an Agreement of Termination, Release and Satisfaction by and between Westinghouse Credit Corporation, as Lessor and Maersk, Inc., as agents to and on behalf of Aktieselskabet Dampskibsselskabet Svendborg and Dampskibsselskabet af 1912 Aktieselskab, trading under the name of Maersk Line, as Lessee dated the 24th day of November, 1992 for the purpose of terminating a Lease Agreement dated December 12, 1989 as further described therein. The Lease Agreement was recorded at the Interstate Commerce Commission at Recordation Number 16761.

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

<u>DESIGNATION</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>CAR NUMBERS</u>
	Five-platform Maxi- Stack IBC container stack cars having 125- ton intermediate trucks	59	MAEX 100000-100014, inclusive, and MAEX 100016-100059, inclusive

The names and addresses of the parties to the enclosed document are:

Agreement of Termination, Release and Satisfaction
dated the 24th day of November, 1992

LESSOR: Westinghouse Credit Corporation
One Oxford Centre
Pittsburgh, PA 15219

LESSEE: Maersk Inc.
Giralda Farms
Madison Avenue
P.O. Box 880
Madison, NJ 07940

Also enclosed, please find a check in the amount of \$16.00 made payable to the Interstate Commerce Commission for filing fees. Please return the original and any copies not needed by the Commission for recordation to me.

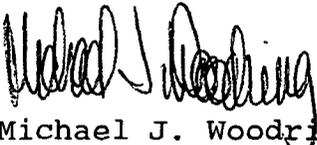
A short summary of the document to appear in the Index follows:

Agreement of Termination, Release and Satisfaction dated the 24th day of November, 1992, between Westinghouse Credit Corporation, Lessor, One Oxford Centre, Pittsburgh, PA 15219, and Maersk, Inc., as agents to and on behalf of Aktieselskabet Dampskibsselskabet Svendborg and Dampskibsselskabet af 1912 Aktieselskab, trading under the name of Maersk Line, as Lessee, Giralda Farms, Madison Avenue, P.O. Box 880, Madison, NJ 07940, regarding car numbers MAEX 100000-100014, inclusive and MAEX 100016-100059, inclusive.

Very truly yours,

MCCANN, GARLAND, RIDALL & BURKE

By

 (ccf)
Michael J. Woodring

Enclosure

14LT2/7

Interstate Commerce Commission
Washington, D.C. 20423

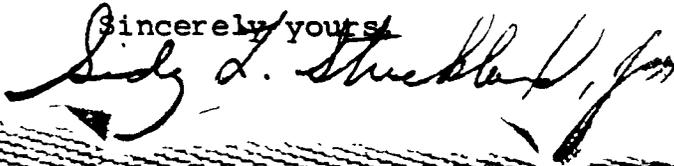
2/4/92

OFFICE OF THE SECRETARY

Michael J. Woodring
McCann Garland Ridall & Burke
309 Smithfield Street Suite 4000
Pittsburgh, PA. 15222

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 12/3/92 at 2:55pm, and assigned re-
recording number(s). 16761-C

Sincerely yours

Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

MAERSK INC.



RECORDATION NO. 16761-C FILED 11/23

DEC 3 1992 - 2 55 PM

INTERSTATE COMMERCE COMMISSION

November 23, 1992

Mr. Rob Blankemeyer
Westinghouse Credit
Transportation Finance Division
One Oxford Centre
Pittsburgh, PA 15219

Dear Rob:

Enclosed is the signed and notarized Agreement of
Termination, Release and Satisfaction.

Sincerely,

MAERSK INC.

J. Russell Bruner
General Manager Intermodal

JRB/mn
enclosure

RECORDATION NO. 18761-C FILED 1425

AGREEMENT OF TERMINATION,
RELEASE AND SATISFACTION

DEC 3 1992 2 55 PM

INTERSTATE COMMERCE COMMISSION

This Agreement of Termination, Release and Satisfaction is entered into this 24th day of November, 1992, by and between Maersk, Inc., as agents to and on behalf of Aktieselskabet Dampskibsselskabet Svendborg and Dampskibsselskabet af 1912 Aktieselskab, trading under the name of Maersk Line ("Lessee") and Westinghouse Credit Corporation ("Lessor").

WHEREAS, the Lessee entered into a Lease Agreement dated December 12, 1989 (the "Lease") with Greenbrier Leasing Corporation ("Assignor") as lessor for the lease of certain railroad cars as described therein (the "Cars");

WHEREAS, the Assignor assigned its right, title and interest in and to the Lease to Lessor pursuant to a Memorandum of Assignment Agreement dated December 12, 1989;

WHEREAS, the parties hereto desire to hereby terminate the Lease and all riders and amendments thereto as to each particular Car, said termination to be effective upon the acceptance of each Car by The Atchison, Topeka and Santa Fe Railway Company ("Santa Fe") pursuant to a lease agreement dated August 20, 1992 between Santa Fe as lessee and Lessor as lessor (the "Santa Fe Lease");

NOW, THEREFORE, the parties hereto, intending to be legally bound hereby, do hereby agree that the Lease and all riders and amendments thereto shall terminate as to each Car upon the acceptance of said Car by Santa Fe pursuant to the Santa Fe Lease, and hereby release each other from all terms and conditions thereof with respect to each Car, said release to become effective upon said termination; however, as to any Car not so accepted by Santa Fe, the Lease and all applicable riders and amendments shall continue in full force and effect, unmodified by the terms of this Agreement.

In addition, each of the undersigned agrees that this Agreement of Termination, Release and Satisfaction may be executed in one or more counterparts and such counterparts together shall be one and the same agreement.

ATTEST:

MAERSK, INC., AS AGENTS TO AND ON BEHALF OF AKTIESELSKABET DAMPSKIBSSELSKABET SVENDBORG AND DAMPSKIBSSELSKABET AF 1912 AKTIESELSKAB:

By: J. Russell Bruney

By: Clark E. Brown

Title General Manager Intermodal

Title Senior Vice President

ATTEST:

By Steph R. U. iel
Title V.P. Credit

WESTINGHOUSE CREDIT CORPORATION

By Robert J. Blarke
Title V.P. ASSET MANAGEMENT

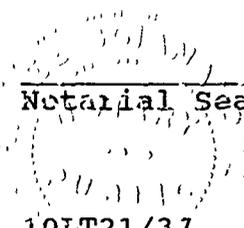
10LT21/37

STATE OF New Jersey)
)
COUNTY OF Morris)

On this 23rd day of November, 1992, before me personally came Clark E. Brown, to me known, who, being by me duly sworn, did depose and say that he is Senior Vice President of Maersk, Inc., as agents to and on behalf of Aktieselskabet Dampskibsselskabet Svendborg and Dampskibsselskabet af 1912 Aktieselskab, the corporation described in and which executed the foregoing Agreement of Termination, Release and Satisfaction its capacity, and he acknowledged to me that he executed the same by order of the Board of Directors of said corporation and that such Agreement of Termination, Release and Satisfaction was the free act and deed of said corporation in its capacity aforesaid.

R. Lee Serraniche
Notary Public

My commission expires: May 27, 1993



Notarial Seal

10LT21/37

STATE OF

Pennsylvania

COUNTY OF

Allegheny

On this 30th day of November, 1992, before me personally came Robert J. Slankovic, to me known, who, being by me duly sworn, did depose and say that he is Vice President Asset Management of Westinghouse Credit Corporation the corporation described in and which executed the foregoing Agreement of Termination, Release and Satisfaction its capacity, and he acknowledged to me that he executed the same by order of the Board of Directors of said corporation and that such Agreement of Termination, Release and Satisfaction was the free act and deed of said corporation in its capacity aforesaid.

[Signature]
Notary Public

My commission expires:

July 26, 1993
Notarial Seal

Notary Public
Allegheny County
My Commission Expires July 26, 1993

Member, Pennsylvania Association of Notaries

10LT21/37