

*Counterparts - Betty & Don*

RECORDATION NO. 16872-A FILED  
APR 3 '98 1-25 PM

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ELIAS C ALVORD (1942)  
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OF COUNSEL  
URBAN A LESTER

April 3, 1998

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 two (2) copies of a Release of Security Interest and Lien, dated March 30, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Security Agreement previously filed with the Commission under Recordation Number 16872.

The names and addresses of the party to the enclosed document are

Secured Party. Bank of America National Trust and  
Savings Association  
407 SW Broadway  
Portland, Oregon 97205

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

Fourteen (14) locomotives bearing reporting marks and road numbers set forth on Schedule A attached to the Release

Mr Vernon A Williams  
April 3, 1998  
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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 one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "R. Alvord", written in a cursive style.

Robert W Alvord

RWA/bg  
Enclosures

# SURFACE TRANSPORTATION BOARD

WASHINGTON, DC., 20423-0001

## OFFICE OF THE SECRETARY

Robert W. Alvord

Alvord and Alvord

918 Sixteenth Street, NW., Ste. 200

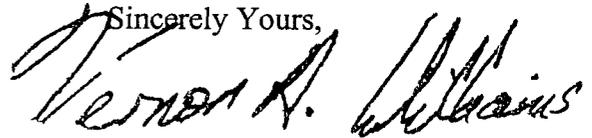
Washington, DC., 20006-2973

DATE:4/3/98

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C  
11301 and 49 CFR 1177.3 (c), on 4/3/98 at 1:25 PM  
assigned recordation numbers (s). 21312, 16872-A, 20646-P, 20646-Q, 20646-R, .  
20646-S and 20800-C.

Sincerely Yours,



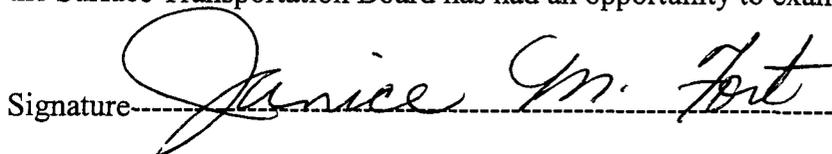
Vernon A. Williams  
Secretary

Enclosure(s)

182.00

\$-----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. In the event of an error or any questions concerning this fee you will receive a notification after the Surface Transportation Board has had an opportunity to examine your document.

Signature-----



APR 3 '98 1-25 PM

RELEASE OF SECURITY INTEREST AND LIEN

The undersigned, Bank of America National Trust and Savings Association, as Agent (the "Agent"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, releases all rights, obligations and security interests granted under or with respect to that certain Collateral Assignment Of Equipment Lease And Rolling Stock Security Agreement dated as of May 17, 1980 made by Wheeling & Lake Erie Railway Company, a Delaware corporation, in favor of the Agent, which was filed with the Interstate Commerce Commission on May 18, 1990 as Recordation Number 16872 and any amendments thereto, with respect to the 14 locomotives more fully described on the attached Exhibit A

This instrument is to be filed and recorded with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. 11301 under Recordation Number 16872

BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION, as Agent

By David Price  
Name DAVID PRICE  
Title Vice President

State of California )  
County of San Francisco )ss

On this 30<sup>th</sup> day of MARCH, 1998, before me personally appeared DAVID PRICE, to me personally known, who being by me duly sworn, says that (s)he is the VICE PRESIDENT of Bank of America National Trust and Savings Association and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank of America National Trust and Savings Association

[Signature]  
Notary Public

(Notarial Seal)



Schedule A  
LOCOMOTIVES

UNIT *	MFR.	MDL#	HRSPWR	YR BLT
2016	EMD	SD-40	3000	1966
3034	EMD	SD-40	3000	1966
3046	EMD	SD-40	3000	1966
3048	EMD	SD-40	3000	1966
3049	EMD	SD-40	3000	1966
3067	EMD	SD-40	3000	1966
3068	EMD	SD-40	3000	1966
3073	EMD	SD-40	3000	1966
3102	EMD	SD-40	3000	1971
4001	EMD	SD-40	3000	1967
4003	EMD	SD-40	3000	1966
4016	EMD	SD-40	3000	1967
4018	EMD	SD-40	3000	1967
4025	EMD	SD-40	3000	1968

\* All unit numbers bear the pre-fix "WE".