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March 23, 1992

2-083A078

16922-A  
RECORDATION NO. FILED 1423

PATRICIA L PAYNE  
JAY A STEPHENS  
ANDREA LEE NEGRONI  
OF COUNSEL

MAR 23 1992 - 3 15 PM

\*NOT ADMITTED IN D C

**BY HAND DELIVERY**

INTERSTATE COMMERCE COMMISSION

The Hon. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
12th Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

Re: Recordation No. 16922

Dear Mr. Strickland:

Enclosed please find an original and one true 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 a Partial Release of liens, a secondary document, dated March 13, 1992.

The primary document to which this is connected is recorded under Recordation No. 16922.

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

Vendee

Mississippi Delta Equipment Co., Inc.  
401 Henley Street  
Suite 5  
Knoxville, TN 37902

MAR 23 3 08 PM '92  
MOTOR OPERATING UNIT

*Handwritten signatures and initials on the left margin, including a large signature that appears to be 'C. ...' and another that says 'A. T. ...'.*

Hon. Sidney L. Strickland, Jr.      -2-

March 23, 1992

Secured Party

Key Bank Utah  
50 South Main  
Suite 1013  
Salt Lake City, Utah 84130

The equipment covered by this document is a locomotive identified as WRC 121, GP-7, 1500 HP, 120 ton, EMD, builder number 5150-2.

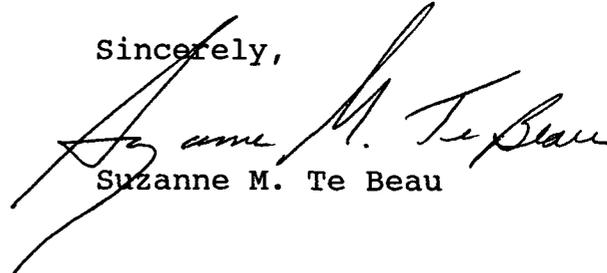
A filing fee of \$16.00 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the representative of this firm submitting this document.

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

Partial Release of Liens from the Security Agreement with Recordation No. 116922, between Mississippi Delta Equipment Co., Inc. and Key Bank of Utah, dated March 13, 1992, and covering one EMD locomotive with recording mark WRC and numbered 121.

Thank you for your attention to this matter. Please call me if you have any questions.

Sincerely,



Suzanne M. Te Beau

Enclosure

Interstate Commerce Commission  
Washington, D.C. 20423

3/23/92

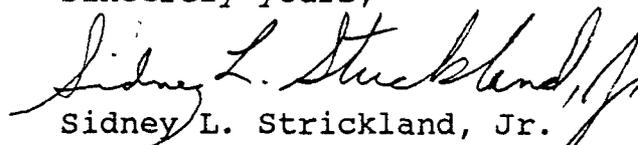
OFFICE OF THE SECRETARY

Suzanne M. Te. Beau  
Weiner, McCaffrey, Brodsky & Kaplan  
1350 New York Avenue N.W.  
Suite 800  
Washington, D.C. 20005

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 3/23/92 at 3:15pm, and assigned recordation number(s). 16922-A

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

RECORDATION NO. 16922-A FILED 1405

MAR 23 1992 -3 15 PM

**PARTIAL RELEASE** INTERSTATE COMMERCE COMMISSION

THIS PARTIAL RELEASE dated this 15<sup>th</sup> day of March, 1992, between Key Bank of Utah, 50 South Main, Suite 2011, Salt Lake City, Utah 84130 ("Bank") and Mississippi Delta Equipment Co., Inc., 401 Henley Street, Suite 5, Knoxville, Tennessee 37902 ("MDE").

**WITNESSETH:**

WHEREAS, Bank and Wilson Railway Corporation ("Debtor") are parties to a Security Agreement dated July 3, 1990 (the "Security Agreement"), recorded with the Interstate Commerce Commission (the "Commission") under Recordation No. 16922, whereby Debtor granted to Bank a security interest (the "Security Interest") in several locomotives including the locomotive identified as WRC 121, GP-7, 1500 HP, 120 ton, EMD locomotive, builder number 5150-2 (the "Locomotive"); and

WHEREAS, MDE purchased the Locomotive, subject to the Security Interest, from Debtor on or about October 29, 1990; and

WHEREAS, Bank and MDE desire to release the Locomotive from the Security Interest;

NOW, THEREFORE, in consideration of the premises and the sum of ten thousand dollars (\$10,000) receipt of which is hereby acknowledged, the undersigned Bank does hereby remise, release and quitclaim unto MDE, its successor and assigns, all right, title and interest of said Bank in and to the Locomotive, free, clear and discharged from the Security Interest, without, however, releasing from the Security Interest any other property subject thereto.

IN WITNESS WHEREOF, Key Bank of Utah, as Bank under the Security Agreement, has caused this instrument to be signed on its behalf, in its corporate name,



C E R T I F I C A T E

I, Lisa Z. Burriss, have compared the foregoing copy of the Partial Release of Liens between Key Bank of Utah and Mississippi Delta Equipment Co., Inc. with the original Partial Release of Liens and found the copy to be complete and identical in all respects to the original document.

Date: March 23, 1992

District of Columbia )  
                                  ) ss  
                                  )

Lisa Burriss  
Notary Public

My Commission Expires:

My Commission Expires September 14, 1995