



Mail Code:
P.O. Box 1596
Baltimore, MD 21203

Tel:

May 7, 1996

RECORDATION NO. 17095-F FILED 142

MAY 13 1996 -2 40 PM

STATE COMMENCE COMMISSION

via FEDERAL EXPRESS

Surface Transportation Board
12th and Constitution Avenue, N.W.
Washington, D.C. 20423
Attention: Mrs. Janice Fort

Re: Railcar, Ltd.

Dear Mrs. Fort:

Enclosed for recordation as a secondary document pursuant to the provisions of 49 U.S.C. 11301(a) are one original and one notarized copy of the following document:

Release of First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement dated May 7, 1996 by The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) which relates to the First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement dated December 28, 1990 between The First National Bank of Maryland (25 South Charles Street, Baltimore, Maryland 21201) and Railcar, Ltd. (1819 Peachtree Road, N.W., Suite 303, Atlanta, Georgia 30309-1847) which was recorded with the Surface Transportation Board on January 17, 1991 at 3:50 p.m., under Recordation No. 17095-B.

Also enclosed is a check in the amount of \$21.00 to cover the costs of recordation.

Once this document has been recorded, please return the same to: Whitney H. Kerridge, The First National Bank of Maryland, 25 South Charles Street, Baltimore, Maryland 21201.

Thank you for your prompt attention to this matter. Please call me at (410) 244-3829 if you have any questions.

Very truly your,

Whitney H. Kerridge

Enclosures

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RELEASE OF FIRST AMENDMENT TO LOAN AGREEMENT, CHATTEL MORTGAGE AND SECURITY AGREEMENT

The undersigned, The First National Bank of Maryland, a national banking association (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates and releases its security interest in and to the boxcars and flatcars, together with all parts, accessories, repairs, improvements, accessions, substitutions and replacements thereof (as defined in the Uniform Commercial Code), granted pursuant to that certain First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement made by Railcar, Ltd. in favor of the Bank (the "First Amendment"). The First Amendment was recorded with the Surface Transportation Board on January 17, 1991 at 3:50 p.m., under Recordation No. 17095-B.

Dated as of this 7th day of May, 1996.

THE FIRST NATIONAL BANK OF MARYLAND

By: Whitney H. Kerridge

Its: Leasing Officer

STATE OF MARYLAND
County OF Howard ss:

I, Roger Weaver, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Whitney H. Kerridge of The First National, personally known to me to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of The First National Bank of Maryland for the uses and purposes therein set forth.

Given my hand and notarial seal this 7th day of May, 1996.

Roger Weaver
Notary Public

(SEAL)

My Commission Expires:

Roger Weaver, Notary Public
State of Maryland
Commission expires Jan. 10, 1999

STATE OF MARYLAND, County OF Howard, TO WIT:

I HEREBY CERTIFY that the attached Release of First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement is a true and complete copy of said Release of First Amendment to Loan Agreement, Chattel Mortgage and Security Agreement.

WITNESS my hand and seal this 7th day of May, 1996.



Notary Public

Roger Weaver, Notary Public
State of Maryland
Commission expires Jan. 10, 1999

My Commission Expires: