

1-206A028

LAW OFFICES

ALVORD AND ALVORD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD*
CHARLES T. KAPPLER
JOHN H. DOYLE*
JAMES C. MARTIN, JR.*

*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN MARYLAND

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2266

RECORDATION NO. 17096-A FILED 1425

OF COUNSEL
URBAN A. LESTER

TELEX
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TELEFAX
(202) 393-2156

JUL 25 1991 -2 15 PM

July 25, 1991

INTERSTATE COMMERCE COMMISSION

\$15
17096-A

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) fully executed and acknowledged copies of a Partial Release of Chattel Mortgage dated July 22, 1991, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Chattel Mortgage and Security Agreement dated as of November 19, 1991 between Residual Based Finance Corporation and Old Kent Bank - Chicago, which was filed and recorded on November 30, 1990 under Recordation Number 17096.

The name and address of the party executing the enclosed document are:

Old Kent Bank - Chicago
Sears Tower
Chicago, Illinois 60606

A description of the railroad equipment and leases covered by the enclosed document is set forth in Schedules 1 and 2 respectively attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Counter Parts -

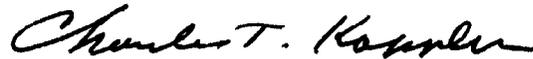
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Mr. Sidney L. Strickland, Jr.
July 25, 1991
Page Two

A short summary of the enclosed secondary document to appear
in the Commission's Index is:

Partial Release of Chattel Mortgage dated July 22, 1991
executed by Old Kent Bank - Chicago covering cars bearing
DEEX reporting marks and leases.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

<u>Description</u>	<u>No. of Cars</u>	<u>Car Markings</u>
125 Ton 5160 cubic foot, aluminum bodied, steel underframe high side rotary dump gondola cars	98	DEEX 1081 2142 1083 2146 1086 2148-49 1088 2153 1091-94 3076 1096-98 3078 1100-02 3081-83 1109-10 3085-90 1112 3093 1116 3096-98 1118-19 3104 1121 3107-09 1126-27 3111-12 1130-32 3117 1135-37 3120 1142-43 3123 1145 3125-26 1148-49 3128 1151 3130 1153 3134 2084 3135 2087 - 3136 2089 3139 2092-93 2095 2097 2100 2105 2107-08 2110-13 2118-19 2125-27 2133 2135-37 2139-40

<u>DESCRIPTION</u>	<u>NO. OF CARS</u>	<u>CAR MARKINGS</u>	
125 Ton Aluminum bodied, steel underframe high side underframe high side rotary dump gondola cars (double rotary couplers)	35	DEEX 4009	DEEX 4107
		4011	4109
		4013	4111
		4021	4113
		4035	4115
		4049	4117
		4071	4119
		4073	4121
		4079	4123
		4083	4125
		4085	4127
		4095	4129
		4099	4131
		4101	4133
		4103	4135
		4105	4137
			4139
	4141		
	4143		
125 Ton aluminum bodied, steel underframe high side roatary dump gondola cars (double fixed couplers)	33	DEEX 4102	DEEX 4004
		4104	4008
		4106	4012
		4108	4018
		4110	4022
		4112	4028
		4114	4036
		4116	4044
		4120	4060
		4122	4062
		4126	4064
		4128	4080
		4130	4084
		4132	4090
4134	4096		
4136			
4138			
4140			

SCHEDULE 2

1. Railroad Lease Agreement dated as of January 1, 1989 between Chemical Bank, a New York Banking corporation, and The Detroit Edison Company, a Michigan corporation, as amended, modified or supplemented from time to time,
2. Lease of Railroad Equipment dated as of July 1, 1975 between First National Bank of Louisville, as Trustee, and The Detroit Edison Company, as amended, modified or supplemented from time to time;
3. Railcar Lease Agreement dated as of December 31, 1990 between Residual Based Finance Corporation and The Detroit Edison Company, as amended, modified or supplemented from time to time,

REGISTRATION NO 17096-A FILED 1425

JUL 25 1991 - 2 15 PM

INTERSTATE COMMERCE COMMISSION

PARTIAL RELEASE OF
CHattel MORTGAGE

The undersigned, Old Kent Bank - Chicago, an Illinois banking corporation formerly known as UnibancTrust Company ("Bank"), hereby releases and terminates its mortgage in and lien on (a) the equipment described on Schedule 1 hereto and (b) the leases described on Schedule 2 hereto, in each case arising under that certain Chattel Mortgage and Security Agreement dated as of November 19, 1990 between Bank and Residual Based Finance Corporation, an Illinois corporation ("RBF"), recorded with the Interstate Commerce Commission on November 30, 1990 and receiving Recordation Number 17096. Except as to the collateral released hereby such Chattel Mortgage and Security Agreement continues in full force and effect.

Date: July 22, 1991

OLD KENT BANK - CHICAGO,
formerly known as UnibancTrust
Company

By: [Signature]
Title: ASSISTANT VICE PRESIDENT

The undersigned hereby acknowledges and agrees to the foregoing this 22 day of July, 1991.

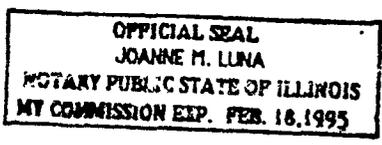
RESIDUAL BASED FINANCE CORPORATION
By: [Signature]
Title: President

State of Illinois)
) ss:
County of Cook)

On this ___ day of July, 1991, before me, personally appeared Christine M. Olbry, to me personally known, who being by me duly sworn, says that (s)he is the Assistant Vice-President of Old Kent Bank-Chicago, an Illinois banking corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Seal]

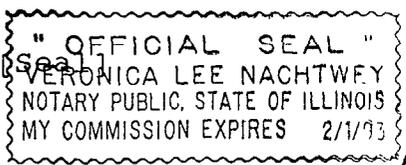
Joanne M. Luna
Signature of Notary Public
My commission expires 2/18/95.



Subscribed and sworn to before me this 26th day of July, 1991.

State of Illinois)
) ss:
County of Cook)

On this ___ day of July, 1991, before me, personally appeared Vincent A. Kolber, to me personally known, who being by me duly sworn, says that he is the President of Residual Based Finance Corporation, an Illinois corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Veronica L. Nachtwey
Signature of Notary Public
My commission expires 2/1/93.

Subscribed and sworn to before me this 22 day of July, 1991.

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