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RECORDATION NO. 17114 - B FILED 1425

LAW OFFICES

JAN 4 1996 -12 15 PM

JENNER & BLOCK

601 THIRTEENTH STREET, N. W.
TWELFTH FLOOR
WASHINGTON, D. C. 20005

RECORDATION NO. 17116 - C FILED 1425

CHICAGO OFFICE
ONE IBM PLAZA
CHICAGO, IL 60611
(312) 222-9350
(312) 527-0484 FAX

RECORDATION NO. 17115 - B FILED 1425

JAN 4 1996 -12 15 PM

(202) 639-6000
(202) 639-6066 FAX

RECORDATION NO. 17117 - B FILED 1425

JAN 4 1996 -12 15 PM

202/639-6010

January 4, 1996

MIAMI OFFICE
ONE BISCAYNE TOWER
MIAMI, FL 33131
(305) 530-3535
(305) 530-0008 FAX

LAKE FOREST OFFICE
ONE WESTMINSTER PLACE
LAKE FOREST, IL 60045
(708) 295-8200
(708) 295-7810-FAX

LICENSING BRANCH

RECEIVED
OFFICE OF THE
SECRETARY
JAN 4 12 07 PM '96

County Parts - Rebecca L. Andrus

COMMERCIAL COMMERCE COMMISSION
JOHN H. BROADLEY

BY HAND

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
U.S. Department of Transportation
Room 2215
12th & Constitution Avenue NW
Washington, D.C. 20423

Dear Mr. Williams:

I have enclosed an original and one copy of each of the four documents described below, to be recorded pursuant to 49 U.S.C. § 11301.

1. The first document is a Certificate of Satisfaction and Release of Lien executed by Mellon Bank, N.A. and dated January 2, 1996. This is a secondary document. The primary document to which this is connected was recorded under Recordation No. 17114 and an amendment thereto recorded under Recordation No. 17114-A.

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

Releasing party:

MELLON BANK, N.A.
One Mellon Bank Center
Pittsburgh, PA 15258

Released party:

BOSTON AND MAINE CORPORATION
Iron Horse Park
North Billerica, MA 01862

Mr. Vernon A. Williams
January 4, 1996
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The equipment covered by this release consists of all equipment covered by the primary document and the amendment thereto recorded under Recordation Nos. 17114 and 17114-A respectively.

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

A Certificate of Satisfaction and Release of Lien certifying to the satisfaction of obligations secured by the liens, and releasing the liens imposed by the documents recorded at Recordation Nos. 17114 and 17114-A.

2. The second document is a Certificate of Satisfaction and Release of Lien executed by Mellon Bank, N.A. and dated January 2, 1996. This is a secondary document. The primary document to which this is connected was recorded under Recordation No. 17115 and an amendment thereto recorded under Recordation No. 17115-A.

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

Releasing party:

MELLON BANK, N.A.
One Mellon Bank Center
Pittsburgh, PA 15258

Released party:

SPRINGFIELD TERMINAL RAILWAY COMPANY
Iron Horse Park
North Billerica, MA 01862

The equipment covered by this release consists of all equipment covered by the primary document and the amendment thereto recorded under Recordation Nos. 17115 and 17115-A respectively.

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

A Certificate of Satisfaction and Release of Lien certifying to the satisfaction of obligations secured by the liens, and releasing the liens imposed by the docu-

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ments recorded at Recordation Nos. 17115
and 17115-A.

3. The third document is a Certificate of Satisfaction and Release of Lien executed by Mellon Bank, N.A. and dated January 2, 1996. This is a secondary document. The primary document to which this is connected was recorded under Recordation No. 17116 and amendments thereto recorded under Recordation Nos. 17116-A and 17116-B.

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

Releasing party:

MELLON BANK, N.A.
One Mellon Bank Center
Pittsburgh, PA 15258

Released party:

MAINE CENTRAL RAILROAD COMPANY
Iron Horse Park
North Billerica, MA 01862

The equipment covered by this release consists of all equipment covered by the primary document and the amendment thereto recorded under Recordation Nos. 17116, 17116-A, and 17116-B respectively.

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

A Certificate of Satisfaction and Release of Lien certifying to the satisfaction of obligations secured by the liens, and releasing the liens imposed by the documents recorded at Recordation Nos. 17116, 17116-A and 17116-B.

4. The fourth document is a Certificate of Satisfaction and Release of Lien executed by Mellon Bank, N.A. and dated January 2, 1996. This is a secondary document. The primary document to which this is connected was recorded under Recordation No. 17117 and an amendment thereto recorded under Recordation No. 17117-A.

Mr. Vernon A. Williams

January 4, 1996

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

Releasing party:

MELLON BANK, N.A.
One Mellon Bank Center
Pittsburgh, PA 15258

Released party:

PORTLAND TERMINAL COMPANY
Iron Horse Park
North Billerica, MA 01862

The equipment covered by this release consists of all equipment covered by the primary document and the amendment thereto recorded under Recordation Nos. 17117, and 17117-A respectively.

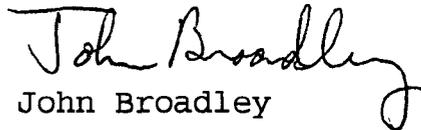
A short summary of the document to appear in the index follows:

A Certificate of Satisfaction and Release of Lien certifying to the satisfaction of obligations secured by the liens, and releasing the liens imposed by the documents recorded at Recordation Nos. 17117 and 17117-A.

A fee of \$84 is enclosed. Please return the originals and any extra copies not needed by the Board for recordation to:

John Broadley
JENNER & BLOCK
12th Floor
601 13th Street NW
Washington, D.C. 20005

Yours very truly,


John Broadley

JAN 4 1996 - 12 15 PM

CERTIFICATE OF SATISFACTION AND RELEASE OF LIEN

MELLON BANK, N.A. hereby certifies that as of December 31, 1995 the obligations of MAINE CENTRAL RAILROAD COMPANY secured by the following identified security interests have been satisfied in full (except for indemnity and other contingent obligations that survive payment of the indebtedness secured), and MELLON BANK, N.A. hereby releases the following identified security interests and liens:

1. SECURITY AGREEMENT dated as of November 15, 1990 between MAINE CENTRAL RAILROAD COMPANY and MELLON BANK, N.A., recorded at the Interstate Commerce Commission pursuant to 49 U.S.C. 11303 at 3:45 PM on December 13, 1990 under recordation number 17116.

2. FIRST AMENDMENT TO SECURITY AGREEMENT dated as of March 20, 1991 between MAINE CENTRAL RAILROAD COMPANY and MELLON BANK, N.A., recorded at the Interstate Commerce Commission pursuant to 49 U.S.C. 11303 at 9:40 AM on May 7, 1991 under recordation number 17116-A.

3. SECOND AMENDMENT TO SECURITY AGREEMENT dated as of December 31, 1991 between MAINE CENTRAL RAILROAD COMPANY and MELLON BANK, N.A., recorded at the Interstate Commerce Commission pursuant to 49 U.S.C. 11303 at 10:25 AM on May 11, 1992 under recordation number 17116-B.

IN WITNESS WHEREOF, MELLON BANK, N.A., acting by its duly authorized officer and intending to be legally bound, has executed and delivered this CERTIFICATE OF SATISFACTION AND RELEASE OF LIEN as of the day and year first above written.

[Corporate Seal]

MELLON BANK, N.A.

Attest: *Dary L. Paul*
Title: *Vice President*

By: *John H. Albrey*
Title: *Vice President*

