

OTTEN, JOHNSON, ROBINSON, NEFF & RAGONETTI, P.C.
ATTORNEYS AND COUNSELORS AT LAW

1600 COLORADO NATIONAL BUILDING

950 SEVENTEENTH STREET
DENVER COLORADO 80202

TELEPHONE 303-825-8400
TELECOPIER 303-825-6525

November 25, 1992

ARTHUR E. OTTEN, JR.
FRANK L. ROBINSON
BRUCE B. JOHNSON
A. BRUCE CAMPBELL
WILLIAM R. NEFF
THOMAS J. RAGONETTI
DAVID W. STARK
BETTY CARTER ARKELL
DARRELL G. WAAS
ROBERT C. FISHER JR.
NEIL M. GOFF
BLAIR L. LOCKWOOD

HUGH O. GOTTSCHALK
J. THOMAS MACDONALD
JOHN D. STERNBERG
MICHAEL WESTOVER
EDWARD P. TIMMINS
DANIEL M. MINZER
KEVIN A. GLIWA
HENRY I. LOWE
DAVID T. BRENNAN
CATHERINE N. LONG
KATHLEEN M. BOTTAGARO
TERENCE M. RIDLEY

KAREN L. BARSCH
KENNETH K. SKOGG
DAVID W. FELL
J. BRADLEY OLSEN
BRAD W. SCHACHT
ROBERT W. HATCH, II
R. MICHAEL SHOMO
DAVID P. HUTCHINSON
MARGUERITE L. SADLER

REBECCA HALL
ELIZABETH SAVAGE
MARIAN L. CARLSON
MICHAEL C. VILLANO
JULIE L. SPIEGLEMAN*
MARY C. HOAK
PATRICIA W. GILBERT
*ADMITTED IN WASHINGTON ONLY

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

RECORDATION NO. 17292-A FILED 1125
NOV 30 1992 - 1 40 PM
INTERSTATE COMMERCE COMMISSION

Dear Secretary:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Release of Security Interest, a secondary document, dated October 29, 1992.

The primary document to which this is connected is recorded under Recordation No. 17292.

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

Manufacturers' Junction Railway Company
("Debtor" and Assignor)
2738 East 104th Street
Chicago, Illinois 60617

Heritage Pullman Bank and Trust Company
("Bank" and Assignee)
1000 East 111th Street
Chicago, Illinois 60628

A description of the equipment covered by the document follows:

One (1) General Motors EMD Division, general purpose Model GP-9 locomotive, with insignia "GTW 4436", built in 1954 (former Grand Trunk Western Unit 4436); and

One (1) General Motors EMD Division, general purpose Model GP-9 locomotive, with insignia "GTW 4542", built in 1957 (former Grand Trunk Western Unit 4542); and

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One (1) General Motors EMD Division, general purpose Model GP-9 locomotive, with insignia "GTW 4544", built in 1957 (former Grand Trunk Western Unit 4544); and

One (1) General Motors EMD Division, general purpose Model GP-9 locomotive, with insignia "GTW 4557", built in 1957 (former Grand Trunk Western Unit 4557); and

One (1) General Motors EMD Division, general purpose Model GP-9 locomotive, with insignia "GTW 4912", built in 1957 (former Grand Trunk Western Unit 4912); and

One (1) General Motors EMD Division, general purpose Model GP-9 locomotive, with insignia "GTW 4916", built in 1957 (former Grand Trunk Western Unit 4916).

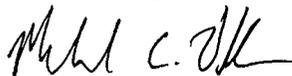
A fee of \$16.00 is enclosed. Please return the original and any extra copies not needed by the Commission for the recordation to:

Michael C. Villano, Esq.
Otten, Johnson, Robinson, Neff & Ragonetti, P.C.
950 17th Street, Suite 1600
Denver, Colorado 80202

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

Release of Security Interest to Security Agreement with Recordation No. 17292, dated October 29, 1992, and covering six (6) General Motors EMD Division locomotives, Model GP-9.

Sincerely,



Michael C. Villano
for
OTTEN, JOHNSON, ROBINSON,
NEFF & RAGONETTI, P.C.

MCV/gm
Enclosures

RELEASE OF SECURITY INTEREST

NOV 30 1992 - 1 40 PM

KNOW ALL MEN BY THESE PRESENTS:

INTERSTATE COMMERCE COMMISSION

That certain note dated April 11, 1991 executed by Manufacturers' Junction Railway Company, an Illinois corporation, to Heritage Pullman Bank and Trust Company, secured by a Security Agreement of even date recorded on April 30, 1991, with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the U.S. Code and UCC-1 Financing Statement 2840740 filed April 17, 1991, with the Cook County, Illinois Recorder has been fully satisfied, and said Security Agreement is hereby released effective as of the 29th day of October, 1992.

HERITAGE PULLMAN BANK AND TRUST COMPANY

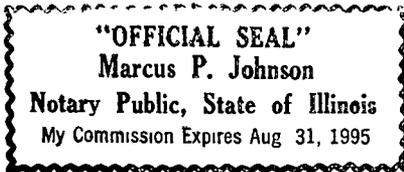
By: [Signature]
Title: Senior Vice President

State of Illinois

County of Cook, ss:

On this 17th day of November, 1992, before me personally appeared Donald Krueger, to me personally known, who being by me duly sworn, says that he is the Sr. Vice President of Heritage Pullman Bank and Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed 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.

[SEAL]



[Signature]
Signature of Notary Public

My Commission Expires: 8/31/95