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November 25, 1992

RECORDATION NO. 17293 A FILED 11/25

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INTERSTATE COMMERCE COMMISSION

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

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. 17293.

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-7 locomotive, with insignia "NTC 613", built in 1949 (former New York, Central Unit 613); and

One (1) General Motors EMD Division, general purpose Model GP-7 locomotive, with insignia "NTC 614", built in 1949 (former New York, Central Unit 614); and

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November 25, 1992  
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One (1) General Motors EMD Division, general purpose Model GP-7 locomotive, with insignia "NTC 615", built in 1949 (former New York, Central Unit 615); and

One (1) General Motors EMD Division, general purpose Model GP-7 locomotive, with insignia "NTC 616", built in 1949 (former New York, Central Unit 616); and

One (1) General Motors EMD Division, general purpose Model GP-7 locomotive, with insignia "NTC 617", built in 1949 (former New York, Central Unit 617).

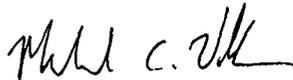
A fee of \$16.00 is enclosed. Please return the original and any extra copies not needed by the Commission for the recordation to:

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. 17293, dated October 29, 1992, and covering five (5) General Motors EMD Division locomotives, Model GP-7.

Sincerely,



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

MCV/gm  
Enclosures

RELEASE OF SECURITY INTEREST

RECORDATION NO 17293-A FILED 1425

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INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS:

That certain note dated April 17, 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 2844740 filed April 29, 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

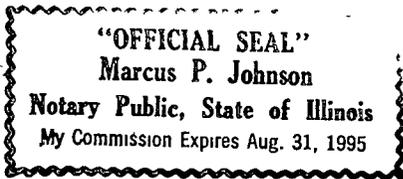
By: [Signature]  
Title: Senior Vice President

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