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RECORDATION NO. 17716-B FILED 1425

JUL 21 1994 11:20 AM

INTERSTATE COMMERCE COMMISSION

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July 21, 1994

Recordation No. 17716-B

Dear Mr. Strickland:

On behalf of State Street Bank & Trust Company of Connecticut, National Association, I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Partial Release ("Release"), dated as of July 14, 1994 which is a partial release covering only specifically designated locomotives in which Releasing Party relinquishes a security interest.

The party executing the enclosed Release is:

State Street Bank & Trust Company of Connecticut
Suite 1114
750 Main Street
Hartford, CT 06103

RELEASING PARTY

The said Release is a release of the security interest of the Releasing Party only as to those eight (8) locomotives covered in the Release which security interest was created by the filing made under Recordation No. 17716, and the Release should be recorded under the next available letter under Recordation No. 17716, which we believe is "-B."

The eight locomotives covered by the enclosed Release are identified as SP 7489 - SP 7492, both inclusive, and SP 7495 - SP 7498, both inclusive.

A short summary of the Release to appear in the ICC Index is as follows:

"Release as to eight locomotives."

Enclosed is a check in the amount of eighteen dollars (\$18.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.

Allen H. Harrison, Jr.
Attorney for State Street Bank & Trust Company of Connecticut for the purpose of this filing.

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423
Enclosures
BY HAND

8307-020

A. H. Harrison

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

JULY 21, 1994

ALLEN H. HARRISON, JR.
DONELAN, CLEARY, WOOD & MASER
1275 K ST., NW SUITE 850
WASHINGTON DC 20005-4078

Dear MR. HARRISON:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/21/94 at 11:25AM, and assigned recordation number(s). 17716-B and 17717-B.

Sincerely yours,

Sidney L. Strickland, Jr.
Secretary

Enclosure(s)

\$ 36/00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one stamped on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine you document.

Signature

Jalidia M. Stokes

17716-B

RECORDATION NO. 17716-B FILED 1994

JUL 21 1994 - 11:20 AM

INTERSTATE COMMERCE COMMISSION

PARTIAL RELEASE

KNOW ALL PERSONS BY THESE PRESENTS THAT

WHEREAS, First Security Bank of Utah, National Association, as Owner-Trustee under Cypress Equipment Fund, Ltd. Trust No. 92-1, ("Debtor") and State Street Bank & Trust Company of Connecticut, National Association, as Security-Trustee ("Secured Party") entered into a Security Agreement-Trust Deed dated as of February 1, 1992, securing certain obligations of the Debtor to the Secured Party, and

WHEREAS, the aforesaid Security Agreement-Trust Deed was filed and recorded with the Interstate Commerce Commission on February 27, 1992 and has been assigned Recordation No. 17716, and

WHEREAS, a related Security Agreement-Trust Deed Supplement No. 1 dated as of February 25, 1992 was filed and recorded with the Interstate Commerce Commission on February 27, 1992 and has been assigned Recordation No. 17716-A, and

WHEREAS, the said Security Agreement-Trust Deed, as supplemented, created a lien and encumbrance against certain designated locomotives, and

WHEREAS, as to eight (8) of the said designated locomotives, namely SP 7489 - SP 7492, both inclusive and SP 7495 - SP 7498, both inclusive, the parties wish to release the aforesaid lien and encumbrance;

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, and intending to be legally bound, the Secured Party does hereby terminate the security interest created by the aforesaid Security Agreement-Trust Deed, as supplemented, only as to the aforesaid eight (8) locomotives, namely SP 7489 - SP 7492, both inclusive and SP 7495 - SP 7498, both inclusive, and releases and discharges the said eight (8) locomotives from and under the lien and encumbrance created by the said Security Agreement-Trust Deed, as supplemented.

IN WITNESS WHEREOF, State Street Bank & Trust Company of Connecticut, National Association has duly executed this Release as of this 14th day of July, 1994.

By: 
Name: V. Glunt
Title: ASSISTANT VICE PRESIDENT

STATE OF CONNECTICUT)
COUNTY OF HARTFORD)

SS:

On this 14th day of July, 1994 before me personally appeared V. Glunt, to me personally known, who being by me duly sworn, says that he/she is the ASSISTANT VICE PRESIDENT of State Street Bank & Trust Company of Connecticut, National Association ("Bank"), that the foregoing instrument was signed on behalf of said Bank by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

[SEAL]

My Commission expires:

Maryanne Y. Dufresne
Notary Public

MARYANNE Y. DUFRESNE
NOTARY PUBLIC
MY COMMISSION EXPIRES JUL 31, 1997