

CONRAIL®



0100095025

RECORDATION NO. 17760-A FILED 1425

JAN 27 1994 -11 15 AM

INTERSTATE COMMERCE COMMISSION

**VIA HAND DELIVERY**

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Twelfth Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

**Re: Release of Liens by The Provident Bank**

Dear Mr. Strickland:

Enclosed are an original and three originally executed counterparts of the secondary document described below. The secondary document described below is related to the primary document Loan and Security Agreement, dated as of March 31, 1992, by and among The Provident Bank, as Lender, State Street Bank and Trust Company (successor to The Connecticut Bank and Trust Company), as Owner Trustee, and Compass Rail Corporation, as Owner Participant, which was recorded with the Interstate Commerce Commission on March 31, 1992 under Recordation No. 17760. The secondary document, Release of Liens, was executed by The Provident Bank in favor of Consolidated Rail Corporation and is to be recorded pursuant to Section 11303, Title 49, of the United States Code.

The enclosed secondary document is:

Release of Liens, dated as of January 3, 1994, by The Provident Bank.

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

LICENSING BRANCH  
JAN 27 11 03 AM '94  
OFFICE OF THE  
SECRETARY

*Edward M. Linn*

*Conroy*

Release of Liens

Debtor:

Consolidated Rail Corporation  
2001 Market Street  
P. Box 41425  
Philadelphia, PA 19101-1425

Secured Party:

The Provident Bank  
One East Fourth Street  
Cincinnati, OH 45202

The aforesaid Release of Liens covers 1,960 railcars are described more completely therein.

A fee of eighteen dollars (\$18.00) is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to:

Cheryl A. Cook, Esquire  
Consolidated Rail Corporation  
2001 Market Street  
P.O. Box 41416  
Philadelphia, PA 19101-1416

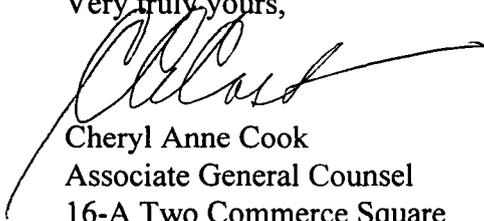
A short summary of the document to appear in the index follows:

**Release of Liens:** Release of Liens, dated as of January 3, 1994, by The Provident Bank, One East Fourth Street, Cincinnati Ohio, 45202, under a Loan and Security Agreement, dated as of March 31, 1992, among The Provident Bank, as Lender, State Street Bank and Trust Company (successor to the Connecticut Bank), as Owner Trustee, and Compass Rail Corporation, as Owner Participant, (filed March 31, 1992 under Recordation No. 17760) in favor of Consolidated Rail Corporation, 2001 Market Street, P.O. Box 41425, Philadelphia, Pennsylvania 19101-1425), covering 1,960 railcars as more completely described therein.

Mr. Sidney L. Strickland, Jr.  
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If you have any questions, please call the undersigned at the number set forth below

Very truly yours,

A handwritten signature in black ink, appearing to read 'Cheryl Anne Cook', with a long horizontal flourish extending to the right.

Cheryl Anne Cook  
Associate General Counsel  
16-A Two Commerce Square  
Phila., PA 19101-1416  
(215) 209-5042  
(215) 209-4819 (Fax)

/dr  
Enclosure

**Interstate Commerce Commission**  
Washington, D.C. 20423

1/27/94

OFFICE OF THE SECRETARY

Cherl A. Cook, Esq.  
Consolidated Rail Corp.  
2001 Market Street  
P.O. Box 41416  
Phila. PA. 19101-1416

Dear

Sir:

The enclosed document(s) was recorded pursuant to the provisions  
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,

on 1/27/94 at 11:15am, and assigned  
recording number(s). 17760-A

Sincerely yours,

Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RELEASE

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 17760-A FILED 1425  
JAN 27 1994 -11 15 AM  
INTERSTATE COMMERCE COMMISSION

This Release dated as of January 3, 1994 is made by The Provident Bank.

1. Reference is made to the equipment listed on the attached Railcar Schedule which is subject to the following Documentation and Recordation.
  - A. Recordation No. 17760 filed and recorded March 31, 1992 - 2:30 P.M. for Loan and Security Agreement dated as of March 31, 1992, by and among The Provident Bank, as Lender, State Street Bank and Trust Company (successor to The Connecticut Bank and Trust Company), as Owner Trustee, and Compass Rail Corporation, as Owner Participant.

Hereinafter referred to collectively as the Agreement which was duly filed in accordance with the Interstate Commerce Act.

2. The Provident Bank hereby releases any and all liens, claims or other encumbrances on the Equipment as granted to it pursuant to said Agreement.

IN WITNESS WHEREOF, The Provident Bank has caused this release to be duly executed by its authorized officer as of the day and year first written above.

By:   
Title: V.P.

State of Ohio                    )  
  )  
County of Hamilton            )

On this 3 day of January 1994 before me personally appeared Forest C. Frank to me known to be the individual described in who executed the foregoing instrument and acknowledged and that he executed the same as V. P. of The Provident Bank.

Sworn to and subscribed before me this 3 day of January 1994.

Brenda L. Jones  
Notary Public

BRENDA L. JONES  
Notary Public, State of Ohio  
My Commission Expires October 15, 1996

## RAILCAR SCHEDULE

### CAR NUMBERS

CR487301 TO CR487364  
CR487366 TO CR487407  
CR487409 TO CR487453  
CR487455 TO CR487471  
CR487473 TO CR487583  
CR487585 TO CR487608  
CR487610 TO CR487634  
CR487636 TO CR487643  
CR487645 TO CR487672  
CR487674 TO CR487731  
CR487733 TO CR487757  
CR487759 TO CR487824

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CR488166 TO CR488168  
CR488170 TO CR488180  
CR488182 TO CR488185  
CR488218  
CR488251 TO CR488254  
CR488260  
CR488264 TO CR488268  
CR488272 TO CR488284  
CR488286 TO CR488347  
CR488349 TO CR488353  
CR488355 TO CR488435  
CR488437 TO CR488463  
CR490801 TO CR490804  
CR490806 TO CR490835  
CR490837 TO CR490875

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CR488464 TO CR488502  
CR488504 TO CR488517  
CR488519 TO CR488531  
CR488533 TO CR488554  
CR488556 TO CR488606  
CR488608 TO CR488655  
CR488657 TO CR488760  
CR488762 TO CR488853  
CR488855 TO CR488938  
CR488940 TO CR488941  
CR488943 TO CR488952  
CR488954 TO CR489020

CR489022  
CR489024 TO CR489057  
CR489059 TO CR489193  
CR489195 TO CR489256  
CR489258 TO CR489332  
CR489334 TO CR489347  
CR489349 TO CR489423  
CR489425 TO CR489490  
CR489492 TO CR489541  
CR489543 TO CR489641

TOTAL NUMBER OF CARS 1,960

a:\CRC-RSchedule