



The David J. Joseph Company

October 12, 1995

RECORDATION NO. 17803-D FILED 10/25

OCT 13 1995 -10 05 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee
Interstate Commerce Commission
12th & Constitution Ave., N.W.
Room 2303
Washington, DC 20423

Dear Ms. Lee:

Enclosed is an original and one copy of the Release of Lien of Assignment and Assumption Agreement dated as of October 6, 1995, between the following parties:

Assignor: The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

Assignee: The Fifth Third Leasing Company
38 Fountain Square Plaza
Cincinnati, OH 45263

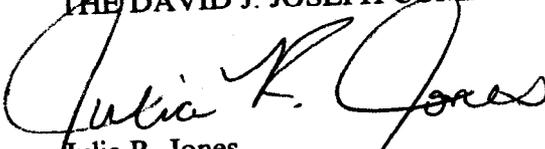
The lease to which this document is connected to is recorded under Recordation No. 17803 and the Assignment and Assumption Agreement is recorded under Recordation No. 17803-A.

The Equipment involved in this transaction is as follows: FLIX 2000-FLIX 2499, sporadic.

Please file this agreement as a secondary document. The amount of \$21.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY


Julia R. Jones
Documentation Assistant

Enclosures

Railroad Equipment Leasing
and Marketing Division

300 Pike Street
Cincinnati, Ohio 45202-4214
(513) 621-8770
FAX (513) 345-4433

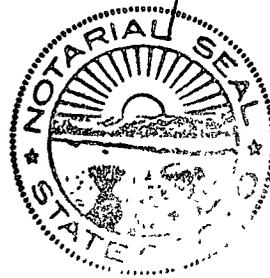
Mail Address:
P.O. Box 1078
Cincinnati, Ohio 45201-1078

Counterparts - 2

CERTIFICATE

The undersigned, Julia Jones, a notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document


Notary Public



JULIA R. JONES
Notary Public, State of Ohio
My Commission Expires Feb. 27, 2000

RELEASE OF LIEN
OF
ASSIGNMENT AND ASSUMPTION AGREEMENT

RECORDATION NO. 17803-D
FILED 1895
JUN 13 1995 - 10 05 AM

This Release of Lien of Assignment and Assumption Agreement (the "Release") releases that certain Assignment and Assumption Agreement dated as of April 24, 1991 (the "Agreement"), bearing Recordation No. 17803-A, between The David J. Joseph Company, as assignor ("Assignor") and The Fifth Third Leasing Company, as assignee ("Assignee"), with respect to 479 Covered Hoppers, FLIX 2000-2499, sporadic, as the same have been reduced from time to time ("Equipment").

WHEREAS, Assignor and Assignee executed the Agreement relating to the Equipment; and

WHEREAS, Assignor and Assignee desire to cancel the Agreement and to record such cancellation with the Interstate Commerce Commission ("ICC"),

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor and Assignee agree as follows

1. Assignor and Assignee have, as of the date hereof cancelled the Agreement.
2. The parties agree to record this Release with the ICC so as to release any lien created by or arising out of the Agreement
3. This Release may be executed in any number of counterparts (or upon separate signature pages bound together in one or more counterparts) which shall together constitute one and the same instrument.

In witness whereof, the Assignor and Assignee have each caused this Release to be duly executed by their authorized officers as of the 6th day of October, 1995.

WITNESS:

Linda M Baughman
Lyntha Wehner

THE DAVID J. JOSEPH COMPANY
(ASSIGNOR)

By: DJ. McMillan

Name: Douglas F McMillan

Title: Vice President

WITNESS:

Ann M Norton
Carrie Marton

THE FIFTH THIRD LEASING COMPANY
(ASSIGNEE)

By: David J DeBrunner

Name: David J. DeBrunner

Title: Assistant Vice President

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

On this 6th day of October, 1995, before the undersigned, Julia R. Jones, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Douglas F. McMillan to me personally known, who stated and acknowledged that he is the Vice President of The David J. Joseph Company, a Delaware corporation, and duly authorized by authority of the Board of Directors or by-laws of said corporation in his capacity as such officer to execute and acknowledge the foregoing instrument for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 6th day of October, 1995.

Julia R. Jones

Notary Public



JULIA R. JONES
Notary Public, State of Ohio
My Commission Expires Feb. 27, 2000

STATE OF OHIO)
) SS
COUNTY OF HAMILTON)

D On this 10 day of October, 1995, before the undersigned, Thomas J. Merkle, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named David J. DeBrunner to me personally known, who stated and acknowledged that he is the Assistant Vice President of The Fifth Third Leasing Company, an Ohio corporation, and duly authorized by authority of the Board of Directors or by-laws of said corporation in his capacity as such officer to execute and acknowledge the foregoing instrument for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such

10 IN WITNESS WHEREOF, I have hereunto set my hand and official seal this day of October, 1995.

Thomas J. Merkle

Notary Public

THOMAS J. MERKLE
Notary Public, State of Ohio
My Commission Expires Dec. 30, 1995