

Surface Transportation Board
1201 Constitution Avenue, N.W., Room 2311
Washington, D.C. 20423

RECORDATION NO. 18446-A FILED
DEC 28 '98 12-15 PM

Ladies and Gentlemen

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

This document is a Release of Lien, a secondary document dated December 10, 1998. It relates to a Commercial Security Agreement dated May 8, 1982, filed under number 17817 and an Amended and Restated Commercial Security Agreement dated July 29, 1993, filed under number 18446.

We request that this Release be cross-indexed.

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

Grantor: Railtex, Inc.
4040 Broadway, Suite 200
San Antonio, Texas 78209

Secured Party: Wells Fargo Bank (Texas), National Association, formerly First Interstate Bank of Texas, N.A.,
1000 Louisiana, Third Floor
Houston, Texas 77002

A description of the equipment covered by the document follows:

Various locomotives more completely described in such documents

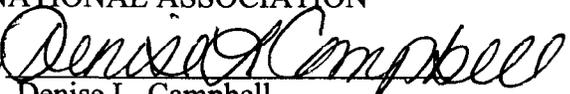
A fee of \$25.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to:

WELLS FARGO BANK (TEXAS),
NATIONAL ASSOCIATION
201 3rd Street, 8th Floor
San Francisco, California 94163
Attn: Loan Documentation #05395

A short summary of the document to appear in the index follows: Release of Lien from Wells Fargo Bank (Texas), National Association, formerly First Interstate Bank of Texas, N.A., dated December 10, 1998 covering various locomotives.

Very truly yours,

WELLS FARGO BANK (TEXAS),
NATIONAL ASSOCIATION

By 
Denise L. Campbell
Assistant Vice President

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Date: 12/28/98

Denise L. Campbell
Wells Fargo Bank (Texas), NA
201 3rd Street, 8th Floor
San Francisco, CA., 94163

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 12/28/98 at 12:15PM , and

assigned recordation number(s). 18446- A.

Sincerely Yours,



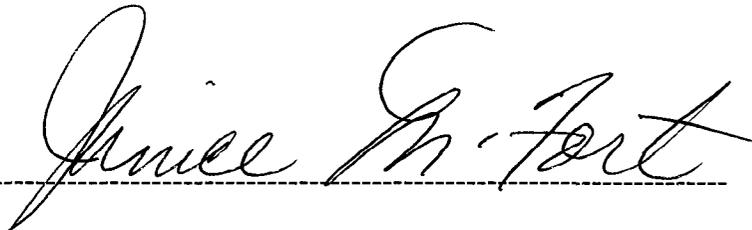
Vernon A. Williams

Enclosure(s) (1)

26.00

\$_____ 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. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



DEC 28 '98 12-15 PM

RELEASE OF LIEN

The undersigned, Wells Fargo Bank (Texas), National Association, formerly First Interstate Bank of Texas, N.A. ("Bank"), is the Secured Party described in that certain Commercial Security Agreement dated May 8, 1982, executed by Railtex, Inc., a Texas corporation (the "Company") and filed for record in the Official Public Records of the Interstate Commerce Commission, now known as the Surface Transportation Board under number 17817 of said Records, covering the property described therein and that certain Amended and Restated Commercial Security Agreement dated July 29, 1993, filed for under number 18446 of said Records, covering the property described therein.

For good and valuable consideration, the receipt of which is hereby acknowledged, the undersigned has released and discharged, and by these presents hereby terminates said Commercial Security Agreement and said Amended and Restated Commercial Security Agreement, and releases and discharges all the property described therein from all liens held by the undersigned created or described in said agreements and any renewals or extensions of either of them.

EXECUTED as of the 10th day of December, 1998.

WELLS FARGO BANK (TEXAS),
NATIONAL ASSOCIATION,
FORMERLY FIRST INTERSTATE
BANK OF TEXAS, N.A.

By: Denise L. Campbell
Denise L. Campbell
Assistant Vice President

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

This instrument was acknowledged before me on this the ___ day of December __, 1998, by _____ of WELLS FARGO BANK (TEXAS), NATIONAL ASSOCIATION, a national banking association, on behalf of said association.

SEAL

Notary Public in and for The State of Texas

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of SANTA CLARA } SS

On 12/10/98, before me, Douglas R. Jones, Notary Public,
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")

personally appeared Denise L. Campbell,
Name(s) of Signer(s)

- personally known to me
- proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/his/their authorized capacity(ies), and that by his/his/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

Douglas R. Jones
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document

Description of Attached Document

Title or Type of Document Release of Lien

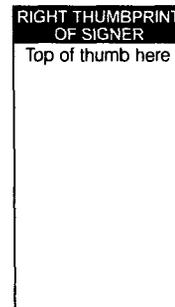
Document Date 12/10/98 Number of Pages 1

Signer(s) Other Than Named Above None

Capacity(ies) Claimed by Signer

Signer's Name Denise L. Campbell

- Individual
- Corporate Officer — Title(s) Assistant Vice President
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other _____



Signer Is Representing WELLS FARGO BANK, NATIONAL ASSOCIATION