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July 20, 1994

Recordation No. 18473-B

RECORDATION NO. 18473-B FILED 1425

JUL 20 1994 - 2 55 PM

INTERSTATE COMMERCE COMMISSION

RECEIVED THE OFFICE OF THE SECRETARY JUL 20 2 55 PM '94 LICENSING BRANCH

Dear Mr. Strickland:

On behalf of Rail Wagons, Inc., 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 Release and Termination of Security Interest in Lease ("Release"), executed July 18, 1994.

The party executing the enclosed Release is:

Rail Wagons, Inc.
c/o CSX Transportation, Inc.
500 Water Street SCJ 220
Jacksonville, FL 32202

RELEASING PARTY

The said Release is a full release and termination of all security interest of the Releasing Party covered by that certain Memorandum of Lease Assignment recorded under Recordation No. 18473-A and a full release and discharge of all collateral thereunder, and the Release should be recorded under the next available letter under Recordation No. 18473, which we believe is "-B."

The equipment covered by the enclosed Release is the equipment covered in and by the documents under ICC Recordation No. 18473.

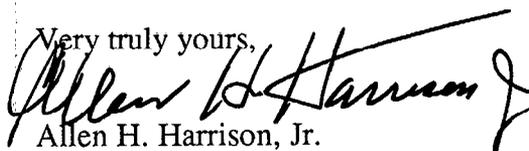
A short summary of the Release to appear in the ICC Index is as follows:

"Full Release and Termination of all Security Interest."

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.

Attorney for Rail Wagons, Inc. for the purpose of this filing.

Honorable Sidney L. Strickland, Jr.
Secretary

Interstate Commerce Commission
Washington, D.C. 20423

Enclosures
BY HAND

8308-020

Handwritten signature/initials on the left margin.

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

JULY 20, 1994

ALLEN H. HARRISON, JR.
DONELAN, CLEARY, WOOD & MASER
1275 K STREET, 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 7/20/94 at 2:55PM, and assigned recordation number(s). 18473-B, 18628-C, 18629-E, 18675-B, 18746-A, 18774-A.

Sincerely yours,

Sidney L. Strickland, Jr.
Secretary

Enclosure(s)

\$ 108.00 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 your document.

Signature

Taledia M. Stokes

18473-B

RECORDATION NO. 18473-B FILED 1426

JUL 20 1994 -2 55 PM

INTERSTATE COMMERCE COMMISSION

RELEASE AND TERMINATION
OF
SECURITY INTEREST IN LEASE

KNOW ALL PERSONS BY THESE PRESENTS THAT

WHEREAS, Helm-Atlantic Associates Limited Partnership, (also known as Helm-Atlantic Associates), a Delaware limited partnership, as Lessor, and Indiana Harbor Belt Railroad Company, as Lessee, did enter into that certain Memorandum of Lease of Railroad Equipment made as of October 1, 1993 which was filed and recorded with the Interstate Commerce Commission ("ICC") on November 15, 1993 under Recordation No. 18473, and

WHEREAS, Helm-Atlantic Associates Limited Partnership, as Assignor, and Rail Wagons, Inc., as Assignee, did enter into that certain Memorandum of Lease Assignment ("Assignment") dated as of December 23, 1993 whereby the Assignor assigned to the Assignee a security interest in the above-mentioned Memorandum of Lease of Railroad Equipment and related Lease, the said Assignment being filed and recorded with the ICC on February 14, 1994 under Recordation No. 18473-A, and

WHEREAS, the obligations secured by the Assignment have been satisfied and discharged;

NOW THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is acknowledged, and intending to be legally bound, Rail Wagons, Inc. does hereby release and terminate in toto the security interest created by the aforesaid Assignment and fully releases and discharges all the collateral described and covered therein and thereby.

IN WITNESS WHEREOF, Rail Wagons, Inc., has duly executed this RELEASE AND TERMINATION OF SECURITY INTEREST IN LEASE as of this 18th day of July 1994.

RAIL WAGONS, INC.

By: A. B. Afolora
Name: A. B. Afolora
Title: V.P. and Treasurer

STATE OF FLORIDA)
COUNTY OF DUVAL) SS:

On this 18th day of July, 1994 before me personally appeared A.B. AFTOORA, to me personally known, who being by me duly sworn, says that he/she is the Vice President and TREASURER of Rail Wagons, Inc., that the foregoing instrument was signed on behalf of Rail Wagons, Inc. 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 Rail Wagons, Inc.

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

DALE M TRENT
NOTARY PUBLIC STATE OF FLORIDA
My Comm Exp 3/12/96
COMM NBR CC186154

Dale M. Trent
Notary Public

[SEAL]

My Commission expires: