

0100725028

HARTER, SECRET & EMERY

431 East Fayette Street
Syracuse, New York 13202-1919
315 • 474-4000
FAX 315 • 474-7789

ATTORNEYS AT LAW
A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS
700 MIDTOWN TOWER
ROCHESTER, NEW YORK 14604-2070

800 Laurel Oak Drive
Suite 400
Naples, Florida 33963-2738
941 • 598-4444
FAX 941 • 598-2781

111 Washington Avenue, Suite 206
Albany, New York 12210-2206
518 • 434-4377
FAX 518 • 449-4025

716 • 232-6500
FAX 716 • 232-2152
E-MAIL harter%hs&e@mcimail.com

Please Reply To:
Rochester

August 7, 1995

RECORDATION NO. 15370-A FILED 1/25

AUG 8 1995 10 36 AM

INTERSTATE COMMERCE COMMISSION

UNITED PARCEL SERVICE

Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Re: Document for Recordation

Dear Mr. Williams:

On behalf of Louisiana & Delta Railroad, Inc., we have enclosed one original and one counterpart of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Discharge and Satisfaction of Act of Collateral Chattel Mortgage, a secondary document dated July 31, 1995. The primary document to which this document is related is recorded under Recordation No. 15370.

The name and address of the party to this document are as follows:

SECURED PARTY: High-Yield Rail Investments I, L.P.
Six W. Hubbard, Suite 500
Chicago, Illinois 60610

A description of the equipment covered by the document follows:

1. Locomotive, Model No. EMDGP9, Unit No. 3434.
2. Locomotive, Model No. EMDGP9, Unit No. 3433.
3. Locomotive, Model No. EMDGP9, Unit No. 3790.
4. Locomotive, Model No. SW1200, Unit No. 2263.
5. Locomotive, Model No. SW1200, Unit No. 2250.

RECEIVED
OFFICE OF THE
SECRETARY
Aug 8 10 27 AM '95
LICENSING BRANCH



Vernon A. Williams
August 7, 1995
Page 2

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

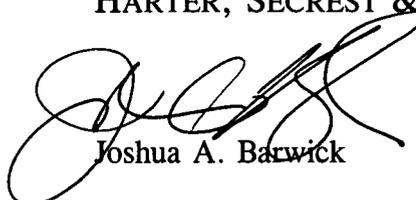
"Discharge and Satisfaction of Act of Collateral Chattel Mortgage with Recordation No. 15370, dated July 31, 1995 and covering 3 Model No. EMDGP9 locomotives bearing Unit Nos. 3434, 3433 and 3790 and 2 Model No. SW1200 locomotives bearing Unit Nos. 2263 and 2250."

Enclosed is a check in the amount of twenty-one dollars (\$21.00) in payment of the filing fee. Please return to us the original document showing recordation and any copies not needed by the Commission.

Thank you for your cooperation in this matter.

Very truly yours,

HARTER, SECREST & EMERY



Joshua A. Barwick

JAB:jab
Enclosures

cc: James B. Gray, Jr., Esq.
Barry S. Wisset, Esq.

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DISCHARGE AND SATISFACTION
OF
ACT OF COLLATERAL CHATTEL MORTGAGE

15370-A
1995

KNOW ALL MEN BY THESE PRESENTS, that High-Yield Rail Investments I, L.P., an Illinois limited partnership, does hereby certify that a certain Act of Collateral Chattel Mortgage dated as of October 24, 1987 and recorded under Interstate Commerce Commission Recordation No. 15370, from Louisiana & Delta Railroad, Inc., a Delaware corporation, to General Electric Capital Corporation, a New York corporation formerly known as General Electric Credit Corporation, and subsequently assigned to High-Yield Rail Investments I, L.P., is discharged and all security interests created thereunder released, and does hereby consent that the same be discharged and released of record.

IN WITNESS WHEREOF, High-Yield Rail Investments I, L.P. has caused these presents to be signed this 31st day of July, 1995.

High-Yield Rail Investments I, L.P.

By: John W. Miller, V.P. J.G.P.

State of Illinois)
County of Cook)

On this 31st day of July, 1995 before me personally appeared John W. Miller, to me personally known, who being by me duly sworn, says that (s)he is a* general partner of High-Yield Rail Investments I, L.P., that (s)he signed the above instrument by authority of the Partnership Agreement of said limited partnership, and that the execution of the foregoing instrument was the free act and deed of said limited partnership.

* vice-president of the

Michele M. Alessi
Notary Public

My commission expires 2/26/96.

