

2-260A041

BUTLER & BINION

A REGISTERED LIMITED LIABILITY PARTNERSHIP

ATTORNEYS AT LAW

SUITE 1600
1000 LOUISIANA
HOUSTON, TEXAS 77002-5093
(713) 237-3111
TELECOPIER (713) 237-3202

WASHINGTON, D.C.
(202) 466-6900
DALLAS
(214) 220-3100
SAN ANTONIO
(512) 227-2200

September 3, 1992

RECORDATION NO. 13861-D

SEP 10 1992-8 50 PM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue N.W.
Washington, D.C. 20243

Dear Secretary:

Enclosed for recordation pursuant to Section 11303 of Title 49 of the U.S. Code are an original and one additional counterpart of a Release of Indenture (the "Release"), a secondary document dated as of August 31, 1992, executed by Wilmington Trust Company, as Loan Trustee, and State Street Bank and Trust Company, as Owner Trustee. The primary document to which this Termination is connected is recorded under Recordation No. 13861-A.

A description of the railroad cars covered by the documents is as follows:

300 Units consisting of 400-100 Ton Roller Bearing CF 5701 Center Flow covered hopper cars, equipped with 20" hatches and #5131 Pneumatic outlets, built generally to specification no. SCL-CF-SS1 Rev. 4/77, for the transportation of PVC Resin and lined with two coat 6 mil Double Cover Polyclutch interior lining. The Units have road numbers FPAX 820001 to 820300.

Also, enclosed is a check in the amount of \$16.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Please return the stamped original and any copies of the enclosed document not needed by the Commission to Nancy A. Talavera, Butler & Binion, 1000 Louisiana, First Interstate Bank Plaza, Houston, Texas 77002, in the enclosed stamped, self-addressed envelope.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

SEP 10 1992

Secretary
Interstate Commerce Commission
Page 2

Release of Indenture, dated August 31, 1992, executed by Wilmington Trust Company, Loan Trustee, and by State Street Bank and Trust Company, Owner Trustee, covering 300 Units consisting of 400-100 Ton Roller Bearing CF 5701 Center Flow covered hopper cars, equipped with 20" hatches and #5131 Pneumatic outlets, built generally to specification no. SCL-CF-SS1 Rev. 4/77, for the transportation of PVC Resin and lined with two coat 6 mil Double Cover Polyclutch interior lining. The Units have road numbers FPAX 820001 to 820300 and are connected to the Indenture of Trust, Security Agreement and Chattel Mortgage with Recordation No. 13861-A.

If you have any questions concerning any of the foregoing or the enclosed, please call me collect at (713) 237-3109.

Very truly yours,



Nancy A. Talavera

Enclosures

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Interstate Commerce Commission
Washington, D.C. 20423

9/16/92

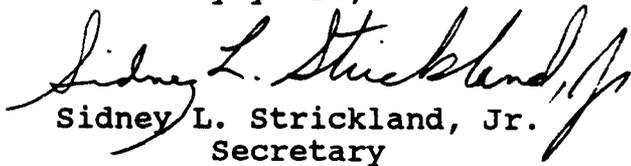
OFFICE OF THE SECRETARY

Nancy A. Talavera
Butler & Binion
1000 Louisiana Ste. 1000
Houston, Texas 77002

Dear Sirs:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9:16/92 at 3:50PM, and assigned recordation number(s). 13861-C and 13861-D

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

13861-D

SEP 16 1992-3 59 PM

RELEASE OF INDENTURE INTERSTATE COMMERCE COMMISSION

WILMINGTON TRUST COMPANY, as Loan Trustee ("Loan Trustee"), hereby releases, discharges and quitclaims all of its right, title and interest to all the railroad cars listed and identified in that certain Indenture of Trust, Security Agreement and Chattel Mortgage dated as of September 15, 1982 between Loan Trustee and STATE STREET BANK AND TRUST COMPANY, a Massachusetts corporation (as successor to the Connecticut Bank and Trust Company, National Association), not in its individual capacity but solely as Owner Trustee, under the Trust Agreement dated as of September 15, 1982, as supplemented by a first Supplemental Trust Agreement dated as of January 4, 1987 as supplemented by a Second Supplemental Trust Agreement dated as of April 4, 1992 (the "Trust Agreement") between it and First Interstate Bank of Texas, N.A. ("First Interstate") (successor by merger to Allied Bank of Texas) (herein called "Owner Trustee" filed with the Interstate Commerce Commission on December 7, 1982, under Recordation No. 13861-A, as supplemented and amended by a first Supplemental Indenture of Trust, Security Agreement and Chattel Mortgage dated as of January 4, 1987, and as further supplemented and amended by a Second Supplemental Indenture of Trust, Security Agreement and Chattel Mortgage dated April 4, 1992.

[SIGNATURES ON FOLLOWING PAGE]

