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* ALSO ADMITTED IN NEW YORK
* ALSO ADMITTED IN MARYLAND

RECORDATION CO 11632-11
AUG 14 1991 2:00 PM

INTERSTATE COMMERCE COMMISSION

\$15

11632-11

August 14, 1991

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) original copies of a Release of Agency and Pooling Agreement dated January 10, 1991, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to an Agency and Pooling Agreement dated as of March 25, 1980, which was filed and recorded on April 8, 1980 and assigned Recordation number 11632.

The names and addresses of the parties to the enclosed document are:

Railway Freight Car Services, Inc.
North Shore Towers
260-10C Grand Central Parkway
Floral Park, New York 11005

B & R Company
By Forest C. Frank, Attorney in Fact
The Provident Bank
One East Forth Street
Cincinnati, Ohio 45202

A description of the railroad equipment covered by the enclosed document is set forth in Exhibit A attached hereto and made a part hereof.

Also enclosed is a check in the amount of \$15 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Counterparts - C.F. Koppala

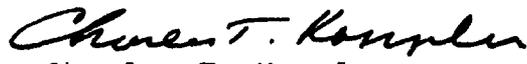
Mr. Sidney L. Strickland, Jr.
August 14, 1991
Page Two

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

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

Release of Agency and Pooling Agreement dated January 10, 1991 between Railway Freight Car Services, Inc. and B&R Company covering 18 gondola railcars, CAGY 13031 -CAGY 13048.

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

EXHIBIT A

Equipment Description

Eighteen (18) 52' 6" 100 Ton gondola railcars manufactured by Thrall Car Manufacturing Company in 1980 and bearing the following registration numbers:

CAGY 13031 through CAGY 13048 (inclusive)

RELEASE
OF
AGENCY AND POOLING AGREEMENT

11632-46

AUG 14 1991 2:00 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, by an Agency and Pooling Agreement ("Agreement") dated as of March 25, 1980 between the Owners listed in Schedule I to the Agreement ("Owners") and Railway Freight Car Services, Inc. ("Agent"), the Owners engaged the Agent to manage the use and operation of fifty (50) 52' 6" 100-ton gondola cars with the Columbus and Greenville Railway Company's Road Numbers 13000-13049 (inclusive); and

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission on April 8, 1980 and assigned ICC recordation number 11632; and

WHEREAS, the Owners desire to terminate the Agreement in accordance with the terms thereof as to eighteen (18) of the gondola cars;

NOW, THEREFORE, Owners and Agent hereby acknowledge and agree:

That Agent to date has fulfilled the terms and conditions of the Agreement to be kept by Agent, and further, Owners and Agent, effective June 30, 1991, hereby release the parties from any obligations relating to eighteen (18) 52' 6" 100-ton gondola cars listed on Exhibit A attached hereto accruing or arising on or after such effective date under the Agreement.

IN WITNESS WHEREOF, the parties have executed this instrument on January 10, 1991.

ATTEST:

RAILWAY FREIGHT CAR SERVICES

By: *Martin J. Nall*
Its: *V. Paves*

By: *[Signature]*
Its: *[Signature]*

B & R COMPANY

By: *[Signature]*
FOREST C. FRANK, ATTORNEY IN FACT

EXHIBIT A

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CAGY 13031 through CAGY 13048 (inclusive)