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OF COUNSEL
URBAN A. LESTER

RECORDATION NO. 12242-C FILED

FEB 26 '99 12-45 PM

February 26, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Release of Security Interest, dated as of February 25, 1999, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement which was previously filed with the Commission under Recordation Number 12242.

The name and address of the party to the enclosed document are:

Secured Party : First Security Bank, N.A.
(successor to First Security Bank
of Idaho, N.A.)
79 South Main Street
Salt Lake City, Utah 84111

A description of the railroad equipment covered by the enclosed document is:

Seven (7) General Motors locomotives bearing road numbers 705 through 711, inclusive.

Also enclosed is a check in the amount of $26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/bg
Enclosures

RELEASE OF SECURITY INTEREST

RECORDATION NO. 12242-C FILED

FEB 26 '99 12-45 PM

The undersigned, FIRST SECURITY BANK, N.A. (successor to First Security Bank of Idaho, N.A.) (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by the Bank in that certain railroad equipment identified as follows:

Seven (7) General Motors EMD Model GP 39-2
locomotives bearing road numbers 705 through 711, inclusive

Such security interest was granted pursuant to the following Financing Statements and Security Agreement in favor of the Bank, all of which were filed with the Surface Transportation Board (formerly the Interstate Commerce Commission) on September 30, 1980 at 10:55 a.m.:

	Debtor	Document	Recording Number
1.	Kennecott Corporation	Financing Statement	12240
2.	First Security Leasing Company	Security Agreement	12242
3.	First Security Leasing Company	Financing Statement	12243

Date: February 25th, 1999.

FIRST SECURITY BANK, N.A.
(successor to First Security Bank of Idaho, N.A.)

By: _____

Name: James S. Peters
Title: Vice President

STB COPY

STATE OF UTAH)
) ss.
COUNTY OF SALT LAKE)

On this 25th day of February, 1999, before me appeared James S. Peters, to me personally known, who, being by me duly sworn, did say that he is a Vice President of First Security Bank, N.A. (successor to First Security Bank of Idaho, N.A.), and that said instrument was signed on behalf of said corporation by authority of its board of directors and he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Carol Lynn Nenow
Notary Public
Residing in 381 E. Broadway

My Commission Expires:

Nov. 15, 2002

NOTARY PUBLIC
CAROL LYNN NENOW
381 EAST BROADWAY
SALT LAKE CITY, UT 84111
COMMISSION EXPIRES
NOV. 15, 2002
STATE OF UTAH

455695 v1/ejt

District of Columbia)
) ss:
City of Washington)

I, KIM L. BARTMAN, Notary for the District of Columbia, hereby certify that the attached "Release of Security Interest", dated February 25, 1999, by First Security Bank, N.A., is a true and complete copy of the original thereof.

Certified this 26th day of February, 1999.

Kim L. Bartman
NOTARY PUBLIC

My commission expires: 3-31-2000