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**NY & IL BARS ONLY

PLEASE REPLY TO NEWARK

October 29, 1991

REGISTRATION NO 161631/A FILED 10/29/91

OCT 31 1991 - 2 55 PM

INTERSTATE COMMERCE COMMISSION

NOT OPERATING UNIT
OCT 31 2 49 PM '91

VIA FEDERAL EXPRESS

Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitution Avenues
Washington, DC 20423

Re: Documents for Recordation

Dear Mr. Strickland:

I have enclosed an original and two copies of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a Termination and Release of Lien, a secondary document, dated October 28, 1991.

The primary document to which this is connected is recorded under Recordation No. 16163.

The names and address of the parties to the documents are as follows:

Mortgagor:

MLB Consulting Corp.
99 Cambridge Street
Burlington, MA 01803

WASA 116

Sidney L. Strickland, Jr.
October 29, 1991
Page 2

Secured Party/Mortgagee:

Wilson Railway Corporation
901 Thomas Beck Road
PO Box 697
Des Moines, Iowa 50303-0697

A description of the equipment covered by the document follows:

Five (5) SW-1200, 1200 HP 120-ton, EMD Locomotives, bearing identification unit numbers 106, 108, 112, 113 and 115, bearing Builder Serial Numbers 4329-1, 4329-3, 4329-7, 4329-8, and 43290-10, respectively.

A fee of \$16.00 is enclosed. Please return in the enclosed reply envelope the original and any extra copies not needed by the Commission for recordation to:

Robert M. Becker, Esq.
Sills Cummis Zuckerman Radin
Tischman Epstein & Gross, P.A.
The Legal Center
One Riverfront Plaza
Newark, New Jersey 07102-5400

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

Termination and Release of Lien by Wilson Railway Corporation in favor of MLB Consulting Corp., dated October 28, 1991, to Security Agreement with Recordation No. 16163, covering five 1200 HP, 120-ton EMD locomotives.

Very truly yours,



ROBERT M. BECKER

RMB:pn

Enclosures

cc: Paul L. Kalos, Esq. w/enc.
Eric M. Hocky, Esq. w/enc.
Douglas A. Wilson, President w/enc.

Interstate Commerce Commission
Washington, D.C. 20423

11/1/91

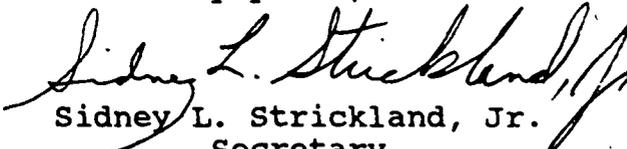
OFFICE OF THE SECRETARY

Robert M. Becker
Sills Cunnis Zuckerman Radin
Tischman Epstein & Gross
One Riverfront Plaza
Newark, New Jersey 07102-5400

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/21/91 at 2:55pm, and assigned recordation number(s). 16163-A

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RECORDATION NO 16163-A
FILED 163

OCT 31 1991 -2 55 PM

TERMINATION AND RELEASE OF LIEN

October 28, 1991

INTERSTATE COMMERCE COMMISSION

WHEREAS, MLB Consulting Corp. ("Mortgagor") granted a security interest to Wilson Railway Corporation ("Secured Party") in the equipment described on the attached Exhibit A, pursuant to a Security Agreement dated November 30, 1988, and recorded at the Interstate Commerce Commission ("ICC") on January 11, 1989 under Recordation No. 16163; and

WHEREAS, the obligations secured by the above-referenced Security Agreement have been satisfied.

NOW, THEREFORE, FOR VALUE RECEIVED, the undersigned Secured Party hereby certifies that the obligations secured by the above-referenced Security Agreement have been fully paid or otherwise discharged, and the liens granted thereby are hereby forever terminated and released.

IN WITNESS WHEREOF, the said Secured Party has caused this Termination and Release of Lien to be duly executed on the day and year first above written.

ATTEST:

WILSON RAILWAY CORPORATION

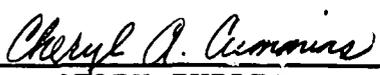
By: 
Douglas A. Wilson, President

[Corporate Seal]

CORPORATE FORM OF ACKNOWLEDGMENT

STATE OF IOWA)
) ss.
COUNTY OF POLK)

On this 28th day of October , 1991, before me personally appeared DOUGLAS A. WILSON, to me personally known, who being by me duly sworn, says that he is the President of Wilson Railway Corporation, that the seal affixed to the foregoing instrument is the corporate seal of said Corporation, that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.



NOTARY PUBLIC

MY COMMISSION EXPIRES: June 11, 1994

**EXHIBIT A
TO
TERMINATION AND RELEASE OF LIEN**

Property described as (5) SW-1200, 1200 HP, 120 ton, EMD Locomotives, bearing identification unit numbers 106, 108, 112, 113 and 115; bearing Builder Serial Numbers 4329-1, 4329-3, 4329-7, 4329-8 and 4329-10, respectively.