

SULLIVAN & WORCESTER

1025 CONNECTICUT AVENUE, N. W.
WASHINGTON, D. C. 20036

(202) 775-8190

TELECOPIER NO. 202-293-2275

IN BOSTON, MASSACHUSETTS
ONE POST OFFICE SQUARE
BOSTON, MASSACHUSETTS 02109
(617) 338-2800
TELECOPIER NO. 617-338-2880
TWX: 710-321-1976

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NEW YORK, NEW YORK 10017
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February 16, 1990

RECORDATION NO. 16134 FILED 1425

Noreta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

FEB 16 1990 -1 05 PM
INTERSTATE COMMERCE COMMISSION

Re: Release of Chattel Mortgage/Security Lien
filed December 30, 1988 and assigned
Recordation No. 16134

Dear Ms. McGee:

Transmitted herewith for recordation are an original and four counterparts of a release of a chattel mortgage/security lien filed December 30, 1988 between The Merchants Bank (Secured Party), The Kansas City Southern Railway Company and Louisiana & Arkansas Railway Company (Debtors), and Kansas City Southern Industries, Inc. (Guarantor), which chattel mortgage/security lien was assigned Recordation No. 16134.

A check for the appropriate filing fee is enclosed.

Please return the extra receipted and recorded versions of this document to the undersigned.

Yours truly,

David M. Schwartz

David M. Schwartz
Attorney for
The Kansas City Southern Railway
Company and
Louisiana & Arkansas Railway
Company, Debtors

Enclosures

David M. Schwartz
C. [Signature]

Interstate Commerce Commission
Washington, D.C. 20423

2/16/90

OFFICE OF THE SECRETARY

David M. Schwartz, Atty.
Sullivan & Worcester
1025 Connecticut Avenue N.W.
Washington, D.C. 20036

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 2/16/90 at 1:05pm, and assigned recordation number(s). 16133-A 16134-A, 16135-A & 16136-A

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

RELEASE OF CHATTEL MORTGAGE/SECURITY LIEN

RECORDATION NO. 16134-A FILED 143

KNOW ALL MEN BY THESE PRESENTS:

FEB 16 1990 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

THE MERCHANTS BANK, a Missouri trust corporation, as LENDER and SECURED PARTY, does hereby acknowledge and declare that:

(1) Pursuant to that certain CHATTEL MORTGAGE/LOAN AND SECURITY AGREEMENT (the "AGREEMENT") between The MERCHANTS BANK, a Missouri trust corporation, ("SECURED PARTY"), The Kansas City Southern Railway Company and Louisiana & Arkansas Railway Company ("DEBTORS"), and Kansas City Southern Industries, Inc., ("GUARANTOR"), dated December 30, 1988, SECURED PARTY was granted a security interest in and a lien upon certain rolling stock and equipment owned by DEBTORS, which AGREEMENT, together with a description of the equipment secured thereby, in Schedules 1, 2 and 3 attached to and a part of said AGREEMENT, pursuant to 49 U.S.C. 11303, was filed and recorded with the Interstate Commission on December 30, 1988, and assigned Recordation No. 16134 and also assigned Recordation No. 16133.

(2) All and singular the terms and conditions of said CHATTEL MORTGAGE/LOAN AND SECURITY AGREEMENT to be by the DEBTORS done, carried out, complied with, and performed, including the repayment of the debt with interest thereon, have been duly done, carried out, complied with and performed; and

(3) The MERCHANTS BANK, SECURED PARTY, hereby releases the above-described railroad equipment and rolling stock from any and all liens and encumbrances created or retained in or by said CHATTEL MORTGAGE/LOAN AND SECURITY AGREEMENT.

The MERCHANTS BANK, SECURED PARTY, in consideration of the sum of ONE DOLLAR (\$1.00) and other good and valuable consideration paid by DEBTORS at or before the execution and delivery of these presents, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, transfer and set-over unto DEBTORS, The Kansas City Southern Railway Company and Louisiana & Arkansas Railway Company, their successors and assigns, the above-described railroad equipment and rolling stock, without warranty of title, it being the intent of SECURED PARTY herein, to release, remise, forever discharge, and totally release any and all claims, liens or charges whatsoever relating to the rolling stock and equipment described in the schedules attached to and covered by the AGREEMENT, whether recorded under Interstate Commerce Commission Recordation Nos. 16134, 16133 or otherwise.

To have and to hold all and singular the above described railroad equipment to DEBTORS, their successors and assigns, for their and their own use and behoof forever.

IN WITNESS WHEREOF, The MERCHANTS BANK has caused this instrument to be executed by its undersigned officers, and its corporate seal to be hereunto affixed, duly attested, this 14th day of Feb, 1990.

THE MERCHANTS BANK

By [Signature]

Title 1st VP

ATTEST:

[Signature]
Asst. Secretary
Title

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 14th day of February, 1990, before me personally appeared Mark C. Carman, to me personally known, who, being duly sworn, says that he is a First Vice President of THE MERCHANTS BANK, 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.

[Signature]
Notary Public

My Commission Expires:

PEGGY STORRS
Notary Public - State of Missouri
Commissioned in Clay County
My commission expires 8-29-91