

SULLIVAN & WORCESTER
1025 CONNECTICUT AVENUE, N. W.
WASHINGTON, D. C. 20036

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

(202) 775-8190
TELECOPIER NO. 202-293-2275

IN NEW YORK CITY
767 THIRD AVENUE
NEW YORK, NEW YORK 10017
(212) 486-8200
TELECOPIER NO. 212-758-2151

February 16, 1990

RECORDATION NO. 16135 A
FILED 1425

FEB 16 1990 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

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

Re: Release of Chattel Mortgage/Security Lien
filed December 30, 1988 and assigned
Recordation No. 16135

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 Home Savings Association of Kansas City, F.A. (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. 16135.

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
Clarence

RELEASE OF CHATTEL MORTGAGE/SECURITY LIEN

RECORDATION NO. 16135-A FILED 1483

FEB 16 1990 -1 05 PM

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS:

HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A.; a federally chartered savings and loan association, 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 HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A., ("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. 16135 and also assigned Recordation No. 16136.

(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) HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A., 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.

HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A., 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. 16135, 16136 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, HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A. has caused this instrument to be executed by its undersigned officers, and its corporate seal to be hereunto affixed, duly attested, this 15th day of February, 1990.

HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A.

By *Deland R. Gerhart*
Title *President*

ATTEST:

Miana B. Burke
Asst. Secretary
Title

STATE OF MISSOURI)
) ss.
COUNTY OF JACKSON)

On this 15th day of February, 1990, before me personally appeared *Deland R. Gerhart*, to me personally known, who, being duly sworn, says that he is *President* of HOME SAVINGS ASSOCIATION OF KANSAS CITY, F.A., 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.

Misty D. Schrader
Notary Public

My Commission Expires:
MISTY D. SCHRADER
Notary Public - State of Missouri
Commissioned in Clay County
My Commission Expires Oct. 11, 1992