

**OSTER**  
**Researching Services**

12897 Colonial Dr. • Mt. Airy, Md. 21771  
301-253-6040

RECORDATION NO. 16172-A FILED 1425

APR 11 1994 -9 40 AM

INTERSTATE COMMERCE COMMISSION

0100178010

April 11, 1994

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th & Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed is a Release of Security Interest dated as of  
4/7/94 which is a complete termination of a Memorandum of Security  
Agreement dated 1/4/89.

Please file this agreement as a supplement to ICC Recordation  
#16172. The filing fee of \$18 is enclosed.

Thank you for your assistance.

Sincerely,

*Mary Ann Oster*

Mary Ann Oster  
Research Consultant

Enclosures

APR 11 9 32 AM '94  
OFFICE OF THE  
SECRETARY

*Counterparts Mary Ann Oster*

APR 11 1994 - 9 40 AM

RELEASE OF SECURITY INTEREST

INTERSTATE COMMERCE COMMISSION

This Release of Security Interest (this "Release") is dated as of this 7th day of April, 1994 by NBD Bank, N.A. (formerly National Bank of Detroit), a national banking association (the "Agent"), as agent for NBD Bank, N.A., The Northern Trust Company and The Bank of Nova Scotia (collectively, the "Banks").

RECITALS

A. Helm Locomotive Leasing ("Helm") executed a Memorandum of Security Interest dated as of January 4, 1989 ("Memorandum") wherein Helm acknowledged that it granted to the Agent, for the benefit of the Banks, a security interest in certain collateral described in a Security Agreement dated as of December 22, 1988 (the "Security Agreement") executed by Helm in favor of the Agent, for the benefit of the Banks, to secure the obligations of Helm to the Agent and the Banks under a Credit Agreement dated as of December 22, 1989 (the "Credit Agreement").

B. The Memorandum was recorded with the United States Interstate Commerce Commission pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 United States Code 11303, on January 25, 1989 bearing recordation number 16172.

C. Helm has fulfilled all of its obligations to the Agent and the Banks under the Credit Agreement, including without limitation, repayment of all indebtedness thereunder and, accordingly, the Agent is obligated to release the security interest granted by Helm to it for the benefit of the Banks pursuant to the Security Agreement and evidenced by the Memorandum.

AGREEMENT

Based upon the foregoing recitals, the Agent, for and on behalf of the Banks, hereby releases, terminates and discharges all of its right, title and interest in, to and under the Memorandum and the collateral covered thereby.

IN WITNESS WHEREOF, the Agent has caused this Release of Security Interest to be executed and delivered as of the day and year first above written.

NBD BANK, N.A. (formerly National  
Bank of Detroit), as agent for the  
Banks

By: Carl A. Rasmussen  
Its: Vice President

State of Michigan )  
                          ) ss:  
County of Wayne    )

The foregoing Release of Security Interest was acknowledged before me on this 7th day of April, 1994, by Clark A. Rasmussen, a Vice President of NBD Bank, N.A. (formerly National Bank of Detroit), a national banking association, on behalf of said banking association.



Notary **HELGA B. PRESHER**  
**NOTARY PUBLIC - WAYNE COUNTY, MICHIGAN**  
My Commission Expires **04-30-98**