

DELAWARE OTSEGO CORPORATION

1 Railroad Ave.
Cooperstown, New York 13326
Ph. 607 547-2555

RECORDATION NO. 16191-A FILED 1426

MAR 4 - 1996 - 10 05 AM

February 16, 1996

INTERSTATE COMMERCE COMMISSION

Vernon Williams
Secretary
Surface Transportation Board
Attn. Ms. Fott, Room 2311
12th and Constitution Ave, N.W.
Washington, DC 20423

INTERSTATE COMMERCE
COMMISSION
RECEIVED
MAR 4 10 00 AM '96

Dear Secretary,

Enclosed herewith is an original and one copy of the document(s) described below, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

The document is a Release of Mortgage, a secondary document, dated January 31, 1996. The primary document to which this is related is recorded under Recordation Number 16191. The names and addresses of the parties to the documents are as follows:

Mortgagor: Toledo, Peoria & Western Railway Corporation
1661 Route 22 West
Bound Brook, NJ 08805

Mortgagee: The Toronto-Dominion Bank, Cayman Islands Branch
c/o The Toronto-Dominion Bank, New York Branch
31 West 52nd Street
New-York, NY 10019-6101

Included in the property covered by the aforesaid Security Agreement and Chattel Mortgage are all railroad cars, locomotives and other rolling stock intended for use related to interstate commerce, or interests therein, owned by Toledo, Peoria & Western Railway Corporation.

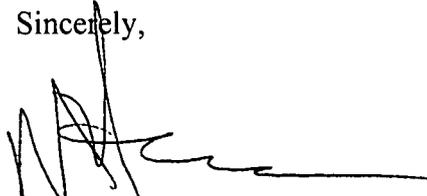
A fee of \$21.00 is enclosed. Please return the original and any extra copies not needed by the Board, together with your fee receipt, to the undersigned.

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

Release of Mortgage between The Toronto-Dominion Bank,
Cayman Islands Branch as Mortgagee and Toledo, Peoria &

Western Railway Corporation as Mortgagor covering all railroad cars, locomotives and other railroad rolling stock owned by the Mortgagor.

Sincerely,

A handwritten signature in black ink, appearing to read 'Nathan R. Fenno', with a long horizontal flourish extending to the right.

Nathan R. Fenno
Vice President - Law

copy

**SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001**

3/4/96

Nathan R. Fenno
Vice President-Law
Delaware Otsego Corporation
1 Railroad Avenue
Cooperstown, NY 13326

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 3/4/96 at 10:05AM, and assigned recordation number(s). 16191- A

Sincerely yours,

Vernon A. Williams
Vernon A. Williams
Secretary

Enclosure(s)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

Jessie M. Fort

