

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

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RECORDATION NO. 8638-E FILED

APR 22 '99

2-45 PM

MARY P. SCLAWY
(248) 740-6602
Direct Fax: (248) 740-6613
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April 21, 1999

Barbara C. McAnnis

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Discharge and Reconveyance of a Trust Indenture, dated as of March 23, 1999, and executed by the Royal Trust Company. The Trust Indenture is dated as of December 1, 1976. The units covered by the Trust Indenture are 144 flatcars, as more specifically described on Exhibit A, attached to this letter.

The Trust Indenture was recorded with the ICC on December 29, 1976 and assigned recordation number 8638-B. The last document recorded on this number is believed to be a Lease, assigned number 8638-D.

The parties to the Trust Indenture are:

Borrower: Ford Motor Credit Company of Canada, Limited,
nka Ford Credit Canada Limited

Trustee/
Lender: The Royal Trust Company

Enclosed is our check in the amount of \$26.

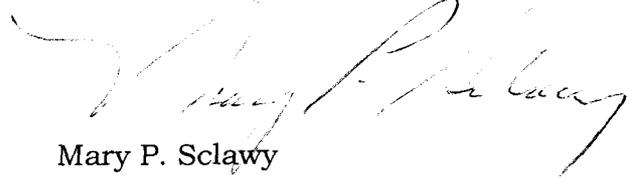
Please accept one counterpart of this document for filing, stamp the remaining counterpart with your recordation number and return it and the fee receipt to the

Secretary
April 21, 1999
Page 2

courier presenting this document for recordation or to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1240

Sincerely,

A handwritten signature in cursive script, appearing to read "Mary P. Sclawy", written in black ink.

Mary P. Sclawy

Enclosure

cc: John A.N. Lamont: Re CN File Reference 2042-51

Exhibit A

Equipment Schedule

<u>Type</u>	<u>Quantity</u>	<u>Serial Numbers (inclusive)</u>
100-ton, 89' 4" flatcars built by Hawker Siddeley Canada Ltd.	77	CN639850-639882 639884-639899 639900-639927
100-ton, 89' 4" flatcars built by Hawker Siddeley Canada Ltd.	67	CN668000-668066
 Total	 144	

2

RECORDATION NO. 8638-E FILED

Discharge and Reconveyance

APR 22 '99

2-45 PM

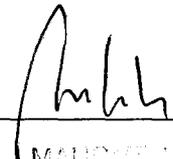
The Royal Trust Company (the "Trustee") does hereby certify that Ford Motor Credit Company of Canada, Limited [now known as *Ford Credit Canada Limited*] (the "Company") has fully paid, satisfied and discharged the principal amount and all interest owing on all of its "8.5 % Secured Equipment Notes", terminating December 29, 1991, issued pursuant to the provisions of a Trust Indenture, dated as at December 1, 1976 entered into between the Trustee and the Company and has faithfully performed, carried out and satisfied all of its other obligations thereunder and is entitled to receive from the Trustee an instrument in writing re-vesting in it title to the railroad equipment described in Exhibit "A" annexed hereto.

NOW THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, The Royal Trust Company, by these presents, does hereby bargain, sell, assign, transfer and set over unto the Company, its successors and assigns, the railroad equipment, to have and to hold the said railroad equipment unto the Company, its successors and assigns, absolutely and forever, free of limitation, restriction or trust.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be duly executed this 23rd day of March 1999.

THE ROYAL TRUST COMPANY,
as Trustee

By:
Its:



MAHOVEI LTD/INC
AUTHORIZED SIGNATORY

Note: On December 29, 1976 at 12:40 P.M., the Trust Indenture was filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to Section 20c of the Interstate Commerce Act (now 49 U.S.C. 511301) and assigned recordation number 8638-B.

CN File Reference: 2042-51

PROVINCE OF ONTARIO

)

In the matter of a Release & Discharge

)

dated as of March 15, 1999.

CITY OF TORONTO

)

On this 23rd day of March, 1999, before me personally appeared MAHAMED LIMBAREN, to me personally known, who, being by me duly sworn, says that he ~~she~~ is An Authorized Signatory of The Royal Trust Company, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

My commission expires: _____

[Notarial Seal]

Exhibit A

Equipment Schedule

<u>Type</u>	<u>Quantity</u>	<u>Serial Numbers (inclusive)</u>
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