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February 26, 1999

RECORDATION NO. 20439-A FILED

FEB 26 '99

2-40 PM



Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is an Instrument of Satisfaction and Release, a secondary document, dated as of February 22, 1999. The primary document to which this is connected is recorded under Recordation No. 20439. We request that this document be recorded under Recordation No. 20439-A.

The name and address of the party to the Instrument of Satisfaction and Release is:

Secured Party:

Keycorp Leasing, a Division of Key Corporation Capital, Inc., successor by merger to
Keycorp Leasing Ltd.
54 State Street
Albany, NY 12201

A description of the equipment covered by the Instrument of Satisfaction and Release consists of six locomotives numbered 3845, 6514, 6570, 207, CV-1212, and SL-2121.

RECORD 20439-A

BALL JANIK LLP

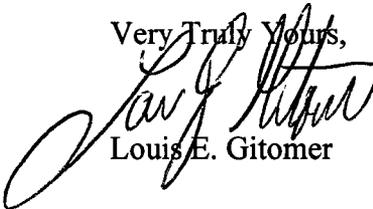
Honorable Vernon A. Williams
February 26, 1999
Page 2

A fee of \$26.00 is enclosed. Please return one original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: an Instrument of Satisfaction and Release by Keycorp Leasing, a Division of Key Corporation Capital, Inc., successor by merger to Keycorp Leasing Ltd., 54 State Street, Albany, NY 12201, covering six locomotives numbered 3845, 6514, 6570, 207, CV-1212, and SL-2121.

Very Truly Yours,



Louis E. Gitomer

Enclosures

Surface Transportation Board
Washington, D.C. 20423-0001

February 26, 1999

Louis E. Gitomer
Ball Janik LLP
1455 F Street NW Suite 225
Washington DC 20005

Dear Mr. Gitomer:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301 and
and 49 CFR 1177.3 (c), on February 26, 1999 at 2:40 PM, and assigned
recording number(s) 20439-A.

Sincerely Yours,



Vernon A. Williams
Secretary

Enclosure(s)

\$ 26.00 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. In the event of an error or any questions concerning this fee, you will receive a
notification after the Surface Transportation Board has an opportunity to examine your
document.

Signature: _____



