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BUSINESS MANAGER

Also licensed to practice
in Minnesota and Iowa
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in Minnesota

RECORDATION NO. 20591 FILED

October 19, 1998

OCT 21 '98

2-38 PM

VIA UPS OVERNIGHT DELIVERY

Honorable Linda Morgan
Secretary
Surface Transportation Board
1925 K Street NW
Washington, DC 20423

OCT 21 2 38 PM '98

RECEIVED
SURFACE TRANSPORTATION
BOARD

RE: Partial Release of Security Interest - Recordation No. 20591
(Our File No. DM-100-01.X)

Dear Secretary Morgan:

Enclosed herewith, in compliance with 49 CFR § 1177.3, please find an original and three counterparts of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Partial Release of Security Interest, a secondary document, dated December 22, 1997. The primary document to which this is connected is recorded under Recordation Number 20591, recordation date March 21, 1997.

The names and addresses of the parties to the documents are as follows:

- Lessor: Comerica Leasing, a Division of Comerica Bank
29201 Telegraph Road, 2nd Floor
Southfield, MI 48034
- Lessee: Dakota, Minnesota & Eastern Railroad Corp.
PO Box 178
Brookings, SD 57006-0178

A description of the equipment covered by the document follows:

- Two (2) SD-9 model locomotives with the reporting marks:
DME 6617
DME 6620

*Surface Transportation Board
Filing - Partial Release of Security Interest
Recordation No. 20591
2 SD-9 locomotives - DME 6617, 6620
October 19, 1998 - Page 2*

A fee of \$26.00 is enclosed. Please return any copies not needed for recordation to me with a notation of the recordation number, date and time of filing for our records.

A short summary of the document to appear in the index as described in 49 CFR § 1177.4(a) follows:

Other secondary documents - Partial Release of Security Interest to Memorandum of Lease with Recordation No. 20591, dated December 22, 1997 and covering 2 SD-9 locomotives.

Should you have any questions or require additional information with respect hereto, please do not hesitate to contact me.

Sincerely,

CUTLER, DONAHOE & MICKELSON, LLP



Brian J. Donahoe
For the Firm
Attorneys for Dakota, Minnesota & Eastern Railroad
Corp.

BJD:rkk

Enclosures

cc: Kristi Stein
Michael MacMichael

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

OFFICE OF THE SECRETARY

DATE: 10/21/98

Brian J. Donahoe
Cutler, Donahoe & Mickelson, LLP
100 North Phillips Avenue, Ste. 901
Sioux Falls, South Dakota 57104-6725

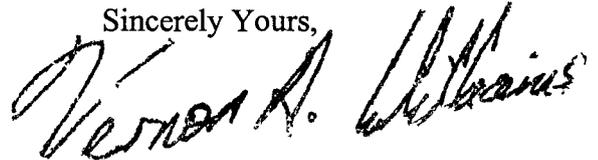
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 10/21/98 at 2:38PM, and

assigned recordation number(s). 20591-C.

Sincerely Yours,



Vernon A. Williams

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



EXHIBIT A

Number of Items: 2

Description of Units: Used Model SD-9 Locomotives with the following current railroad reporting marks:

DME 6617

DME 6620