



Norfolk Southern Corporation  
Law Department  
Three Commercial Place  
Norfolk, Virginia 23510-2191

J. Gary Lane  
General Solicitor

Writer's Direct Dial Number  
(804) 629-2818  
Telecopier: (804) 533-4872

0100347032  
\$18.00

August 18, 1994

Ms. Su-Jin Lee  
Legal Assistant  
Sidley & Austin  
1722 Eye Street, N.W.  
Washington, D.C. 20006

RECORDATION NO. 15637 - E FILED 1425

AUG 25 1994 - 1 15 PM

Re: Release and Bill of Sale

Dear Ms. Lee:

Enclosed for filing with the Interstate Commerce Commission pursuant to 49 U.S.C. § 11303 are three counterparts of a Release and Bill of Sale, together with the original of my transmittal letter to the ICC. Will you please arrange to have these filed with the ICC and return to me two counterparts stamped with the Commission's recordation data. The filing fee for this will be \$18.00. Thanks.

Very truly yours,

J. Gary Lane

jgl  
encl.

cc: G. P. Moates

*Counterparts*

RECEIVED  
OFFICE OF THE  
SECRETARY  
Aug 25 1 12 PM '94  
LICENSING BRANCH



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August 18, 1994

RECORDATION NO. **15637-E** FILED 1425

AUG 25 1994 - 1 15 PM

Mr. Sidney L. Strickland, Jr.  
 Secretary  
 Interstate Commerce Commission  
 12th and Constitution Avenue, N.W.  
 Washington, D. C. 20423

RECEIVED SEP 1 1994

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission three (3) counterparts, properly executed and acknowledged, of the document described below.

This document is a Release and Bill of Sale, a secondary document, dated as of August 17, 1994. The primary document to which this is connected is recorded under Recordation No. 15637.

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

LESSOR/TRUSTEE: Mercantile-Safe Deposit and Trust Company  
 Two Hopkins Plaza  
 Baltimore, Maryland 23201

LESSEE/GUARANTOR: TCS Leasing, Inc.  
 (formerly Triple Crown Services, Inc.)  
 Three Commercial Place  
 Norfolk, VA 23510

The equipment covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Identifying Numbers (both inclusive)</u>
85	Mark IV Rail/Highway Trailers (RoadRailers®)	---	from the series TCSZ 911000-911374 and 210000-210624

A fee of \$18.00 is enclosed. Please return two of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

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

Release and Bill of Sale dated as of August 17, 1994, with respect to equipment subject to Equipment Trust Agreement with Recordation No. 15637, dated April 1, 1988, and covering 85 Mark IV rail/highway trailers from the series numbered TCSZ 911000-911374 and 210000-210624.

Very truly yours,



J. Gary Lane

jgl  
Enclosures

**Interstate Commerce Commission**  
Washington, D.C. 20423

9/6/94

OFFICE OF THE SECRETARY

J. Gary Lane  
Norfolk Southern Corporation  
Three Commercial Place  
Norfolk, Virginia 23510-2191

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 August 25, 1994 at 1:15PM, and assigned  
recording number(s). 15637-E.

Sincerely yours,

Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

TRIPLE CROWN SERVICES EQUIPMENT TRUST  
SERIES A

AUG 25 1994 - 1 15 PM

IN A STATE COURT OF RECORDS COMMISSION

RELEASE AND BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS, that Mercantile-Safe Deposit and Trust Company (the "Trustee"), Trustee under an Equipment Trust Agreement dated as of April 1, 1988, as amended and supplemented (the "Agreement"), between the Trustee and TCS Leasing, Inc. (formerly named Triple Crown Services, Inc.) (the "Company"), providing for the formation of Triple Crown Services Equipment Trust, Series A (the "Equipment Trust"), hereby certifies that it has been paid under Section 4.7 of the Agreement the Fair Value of the units of equipment described on Exhibit A attached hereto (the "Equipment"), which Equipment was subject to the Agreement.

WHEREFORE, in consideration of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and upon the request of the Company under the Agreement, the Trustee hereby sells, assigns, conveys, transfers, sets over, releases and quitclaims unto the Company, as its absolute property, all of the Trustee's right, title and interest in and to the Equipment and releases the Company from any and all obligations of the Agreement with respect to the Equipment.

IN WITNESS WHEREOF, the Trustee has caused its name to be signed hereto by its duly authorized officers and its corporate seal to be hereunto affixed, this 17 day of August, 1994.

MERCANTILE-SAFE DEPOSIT AND TRUST  
COMPANY, as Trustee

By: Robert D. Brown  
Title: Corporate Trust Officer

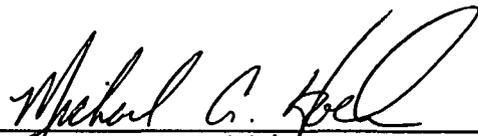
ATTEST:

Marian D. Allen  
Assistant Secretary  
Marian D. Allen  
Corporate Trust Officer

State ~~COMMONWEALTH~~ OF Maryland  
City COUNTY OF Baltimore

)  
) ss.:  
)

On this 17 day of August, 1994, before me,  
a Notary Public, personally appeared Robert Brown  
to me personally known, who, being by me duly sworn, says he is a  
Corporate Trust Officer of Mercantile-Safe Deposit and Trust  
Company, that the seal affixed to the foregoing instrument is the  
corporate seal of said corporation, that said instrument was  
signed and sealed on behalf of said corporation by authority of  
its Board of Directors, and he acknowledged that the execution of  
the foregoing instrument was the free act and deed of said  
corporation.

  
\_\_\_\_\_  
Notary Public

My commission expires: 9/25/94

EXHIBIT A

Eighty-five (85) Mark IV Highway/Rail Trailers (RoadRailers®), bearing the identifying initials TCSZ and the following identifying unit numbers:

210003	210259	210473	911114
210027	210271	210495	911116
210028	210280	210502	911117
210039	210297	210503	911134
210057	210300	210515	911136
210066	210318	210522	911145
210073	210321	210537	911161
210074	210326	210547	911166
210106	210332	210551	911170
210113	210335	210580	911182
210120	210339	210593	911191
210134	210354	210594	911200
210152	210356	210599	911205
210155	210367	210608	911212
210160	210392	210610	911219
210163	210414	911028	911222
210200	210422	911039	911240
210203	210425	911040	911244
210211	210432	911048	911250
210228	210456	911053	911252
210251	210469	911076	911340
210254			