

RECORDATION NO. 18311-A

OCT 17 1994 - 3 30 PM

0100404067

INTERSTATE COMMERCE COMMISSION DONELAN, CLEARY, WOOD & MASER, P.C.

ATTORNEYS AND COUNSELORS AT LAW  
SUITE 750  
1100 NEW YORK AVENUE, N.W.  
WASHINGTON, D.C. 20005-3934

OFFICE: (202) 371-9500

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October 17, 1994

Recordation No. 18311-A

11.00 per page

Dear Mr. Williams:

On behalf of Greyhound Financial Corporation, I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Release of Part of Security from and under Chattel Mortgage and Security Agreement ("Release") and dated as of October 14, 1994.

The Release acts to release only those 114 open-top hopper cars as identified in Exhibit A thereto from and under the Chattel Mortgage and Security Agreement recorded with the Interstate Commerce Commission ("ICC") under Recordation No. 18311 and should be assigned the next available letter under Recordation No. 18311 which we believe to be -A.

The party to the above-mentioned Release is:

Greyhound Financial Corporation	-	Mortgagee/Releasing Party.
Dial Corporate Center		
Dial Tower		
Phoenix, Arizona 85077		

The units of equipment covered by the enclosed Release is as mentioned above.

A short summary to be put in the ICC Index Book as to the Release, is as follows:

"Release only of 114 open-top hopper cars as listed in Exhibit A"

Enclosed is a check in the amount of twenty one dollars (\$21.00) in payment of the filing fees.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,  
*Allen H. Harrison, Jr.*  
Allen H. Harrison, Jr.  
Attorney for Greyhound Financial Corporation for the purpose of this filing.

Honorable Vernon A. Williams  
Acting Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423  
Enclosures  
BY HAND

8324-020

*Counterparts - A/H/H*

RECEIVED  
OCT 17 3 25 PM '94  
LICENSING BRANCH

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

10/17/94

OFFICE OF THE SECRETARY

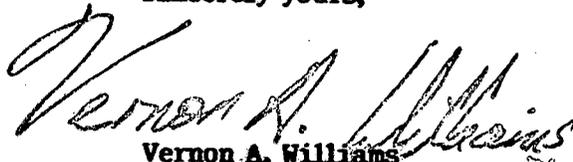
Allen H. Harrison, Jr.  
Donelan, Cleary, Wood & Maser, PC  
1100 New York Avenue, NW., Ste. 750  
Washington, DC. 20005-3934

Sir:

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of  
the Interstate Commerce Act, 49 U.S.C. 11303, on 10/17/94, 18311-A, 16769-L and 16769-M, and  
assigned recordation number(s).

Sincerely yours,

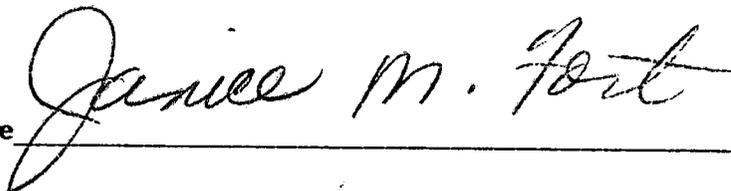
  
Vernon A. Williams  
Acting Secretary

Enclosure(s)

63.00

\$ \_\_\_\_\_ 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



18311-A

RECORDATION NO. 18311-A FILED 1425

OCT 17 1994 -3 30 PM

INTERSTATE COMMERCE COMMISSION

RELEASE OF PART  
OF SECURITY FROM AND UNDER  
CHATTEL MORTGAGE AND SECURITY AGREEMENT

KNOW ALL PERSON BY THESE PRESENTS THAT:

WHEREAS, PAC RAIL II, as Mortgagor and GREYHOUND FINANCIAL CORPORATION, as Mortgagee, entered into that certain Chattel Mortgage and Security Agreement ("Mortgage") dated as of June 25, 1993, securing certain obligations of the Mortgagor to the Mortgagee; and

WHEREAS, the aforesaid Mortgage was filed and recorded with the Interstate Commerce Commission on July 9, 1993 and has been assigned Recordation No. 18311; and

WHEREAS, the said Mortgage created a lien and encumbrance against certain designated units of rolling stock; and

WHEREAS, as to one hundred fourteen (114) of the said designated units of rolling stock, namely as listed and identified in Exhibit A hereto, the parties wish to release the aforesaid lien and encumbrance.

NOW, THEREFORE, for good and valuable consideration, the sufficiency of which is acknowledged, and intending to be legally bound, the Mortgagee does hereby terminate the security interest created by the aforesaid Mortgage ONLY as to the aforesaid one hundred fourteen (114) units of rolling stock as listed and identified in Exhibit A hereto, and releases and discharges the said one hundred and fourteen (114) units of rolling stock from and under the lien and encumbrance created by the said Mortgage.

IN WITNESS WHEREOF, GREYHOUND FINANCIAL CORPORATION has duly executed this RELEASE OF PART OF SECURITY FROM AND UNDER CHATTEL MORTGAGE AND SECURITY AGREEMENT as of this 14 day of October, 1994.

GREYHOUND FINANCIAL CORPORATION JMF  
By:   
Name: M.R. Roth  
Title: Group V-P

EXHIBIT A

Covering: 114, 100-Ton self-clearing center dump open top quickdrop ore hopper cars, manufactured by Pullman Standard.

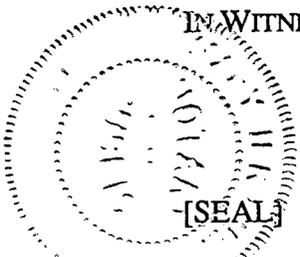
Original Car No.	Lessee Car No.	Original Car No.	Lessee Car No.	Original Car No.	Lessee Car No.
1 BLE 98202	CR 498202	39 BLE 98268	CR 498268	77 BLE 98335	CR 498335
2 BLE 98205	CR 498205	40 BLE 98269	CR 498269	78 BLE 98339	CR 498339
3 BLE 98206	CR 498206	41 BLE 98271	CR 498271	79 BLE 98343	CR 498343
4 BLE 98207	CR 498207	42 BLE 98273	CR 498273	80 BLE 98344	CR 498344
5 BLE 98208	CR 498208	43 BLE 98274	CR 498274	81 BLE 98345	CR 498345
6 BLE 98209	CR 498209	44 BLE 98275	CR 498275	82 BLE 98346	CR 498346
7 BLE 98210	CR 498210	45 BLE 98277	CR 498277	83 BLE 98347	CR 498347
8 BLE 98215	CR 498215	46 BLE 98278	CR 498278	84 BLE 98348	CR 498348
9 BLE 98217	CR 498217	47 BLE 98279	CR 498279	85 BLE 98351	CR 498351
10 BLE 98219	CR 498219	48 BLE 98281	CR 498281	86 BLE 98352	CR 498352
11 BLE 98222	CR 498222	49 BLE 98282	CR 498282	87 BLE 98353	CR 498353
12 BLE 98223	CR 498223	50 BLE 98285	CR 498285	88 BLE 98355	CR 498355
13 BLE 98224	CR 498224	51 BLE 98287	CR 498287	89 BLE 98356	CR 498356
14 BLE 98226	CR 498226	52 BLE 98288	CR 498288	90 BLE 98358	CR 498358
15 BLE 98228	CR 498228	53 BLE 98289	CR 498289	91 BLE 98359	CR 498359
16 BLE 98229	CR 498229	54 BLE 98290	CR 498290	92 BLE 98360	CR 498360
17 BLE 98230	CR 498230	55 BLE 98292	CR 498292	93 BLE 39362	CR 439362
18 BLE 98231	CR 498231	56 BLE 98297	CR 498297	94 BLE 98368	CR 498368
19 BLE 98235	CR 498235	57 BLE 98298	CR 498298	95 BLE 98370	CR 498370
20 BLE 98236	CR 498236	58 BLE 98300	CR 498300	96 BLE 98373	CR 498373
21 BLE 98237	CR 498237	59 BLE 98302	CR 498302	97 BLE 98374	CR 498374
22 BLE 98239	CR 498239	60 BLE 98303	CR 498303	98 BLE 98375	CR 498375
23 BLE 98240	CR 498240	61 BLE 98304	CR 498304	99 BLE 98379	CR 498379
24 BLE 98242	CR 498242	62 BLE 98305	CR 498305	100 BLE 98380	CR 498380
25 BLE 98247	CR 498247	63 BLE 98307	CR 498307	101 BLE 98381	CR 498381
26 BLE 98248	CR 498248	64 BLE 98308	CR 498308	102 BLE 98382	CR 498382
27 BLE 98250	CR 498250	65 BLE 98309	CR 498309	103 BLE 98383	CR 498383
28 BLE 98251	CR 498251	66 BLE 98316	CR 498316	104 BLE 98384	CR 498384
29 BLE 98253	CR 498253	67 BLE 98317	CR 498317	105 BLE 98385	CR 498385
30 BLE 98255	CR 498255	68 BLE 98320	CR 498320	106 BLE 98386	CR 498386
31 BLE 98256	CR 498256	69 BLE 98321	CR 498321	107 BLE 98388	CR 498388
32 BLE 98258	CR 498258	70 BLE 98323	CR 498323	108 BLE 98392	CR 498392
33 BLE 98260	CR 498260	71 BLE 98324	CR 498324	109 BLE 98393	CR 498393
34 BLE 98261	CR 498261	72 BLE 98325	CR 498325	110 BLE 98394	CR 498394
35 BLE 98263	CR 498263	73 BLE 98329	CR 498329	111 BLE 98395	CR 498395
36 BLE 98264	CR 498264	74 BLE 98331	CR 498331	112 BLE 98397	CR 498397
37 BLE 98265	CR 498265	75 BLE 98332	CR 498332	113 BLE 98399	CR 498399
38 BLE 98267	CR 498267	76 BLE 98333	CR 498333	114 BLE 98400	CR 498400

STATE OF Arizona )  
COUNTY OF Maricopa )

SS:

On this 14 day of October, 1994 before me personally appeared Martin G. Roth, to me personally know, who being by me duly sworn, says that he/she is the Group Vice President of GREYHOUND FINANCIAL CORPORATION, ("Corporation"), 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.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Mary Jeronimo  
Notary Public

My Commission expires:

**MY COMMISSION EXPIRES  
APRIL 23, 1998**