

RECORDATION NO. 18311 - C FILED 1996
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

December 12, 1996

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Full Release of Security Collateral from Chattel Mortgage and Security Agreement, dated as of November 8, 1996, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Chattel Mortgage and Security Agreement previously filed with the Commission under Recordation Number 18311.

The name and address of the party to the enclosed document are:

Secured Party: FINOVA Capital Corporation
(formerly Greyhound Financial Corporation)
1850 N. Central Avenue
Phoenix, Arizona 85004

A description of the railroad equipment covered by the enclosed document is:

fifty-nine (59) open top hopper railcars bearing IC and ICG reporting marks and road numbers set forth on Exhibit A attached to the Release.

Gen. Mr.

Counterpart -

Mr. Vernon A. Williams
December 12, 1996
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Also enclosed is a check in the amount of \$22.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "R. Alvord", written in a cursive style.

Robert W. Alvord

RWA/bg
Enclosures

18311-C
1996 AW

**FULL RELEASE OF
SECURITY COLLATERAL FROM
CHattel MORTGAGE AND SECURITY AGREEMENT**

THIS FULL RELEASE OF SECURITY COLLATERAL FROM CHATTEL MORTGAGE AND SECURITY AGREEMENT is made as of November 8, 1996 by FINOVA CAPITAL CORPORATION, formerly known as Greyhound Financial Corporation, with its principal office at 1850 N. Central Avenue, Phoenix, Arizona, 85004, ("Mortgagee" or "Releasing Party") for the benefit of PAC RAIL II ("Mortgagor").

RECITALS

WHEREAS, Mortgagor and Mortgagee did enter into that certain Chattel Mortgage and Security Agreement dated as of June 25, 1993, filed and recorded with the Interstate Commerce Commission on July 9, 1993 under Recordation No. 18311 (the "Chattel Mortgage");

WHEREAS, Mortgagor and Mortgagee entered into a release of part of security collateral from the Chattel Mortgage dated October 27, 1995 that released all security except security identified on page 3 of Schedule 1 of Exhibit A of the Chattel Mortgage; and

WHEREAS, the obligations secured by the units identified on page 3, of Schedule 1 of Exhibit A to the Chattel Mortgage with such page attached and made a part hereof, have been satisfied and discharged and the parties thereto wish to release of record the lien and encumbrance.

AGREEMENT

NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is acknowledged, and intending to be legally bound, FINOVA

CAPITAL CORPORATION, formerly known as Greyhound Financial Corporation, does hereby release and terminate all of its security interest created by the Chattel Mortgage and releases and discharges the lien and encumbrance created by the Chattel Mortgage.

IN WITNESS WHEREOF, FINOVA CAPITAL CORPORATION, formerly known as Greyhound Financial Corporation, has duly executed this RELEASE OF PART OF SECURITY COLLATERAL FROM CHATTEL MORTGAGE AND SECURITY AGREEMENT as of the date first hereinabove written.

FINOVA CAPITAL CORPORATION
(formerly known as Greyhound Financial Corporation)

By: Sandra K. McDonough
Name: Sandra K. McDonough
Title: Vice President

EXHIBIT A

59, 83 ton open top hopper Rail Cars numbered as follows:

Car Initials & Numbers

IC	340408	ICG	340530
IC	340418	ICG	340532
IC	340531	ICG	340534
IC	340533	ICG	340535
IC	340548	ICG	340536
ICG	340400	ICG	340537
ICG	340401	ICG	340538
ICG	340402	ICG	340539
ICG	340403	ICG	340540
ICG	340404	ICG	340541
ICG	340405	ICG	340542
ICG	340406	ICG	340543
ICG	340407	ICG	340544
ICG	340409	ICG	340545
ICG	340410	ICG	340546
ICG	340411	ICG	340547
ICG	340412	ICG	340549
ICG	340413	ICG	340550
ICG	340414		
ICG	340415		
ICG	340416		
ICG	340417		
ICG	340445		
ICG	340446		
ICG	340500		
ICG	340501		
ICG	340515		
ICG	340516		
ICG	340517		
ICG	340518		
ICG	340519		
ICG	340520		
ICG	340521		
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ICG	340528		
ICG	340529		

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STATE OF CALIFORNIA *Arizona*

COUNTY OF *Yavapai*

On *December 11, 1996* before me, the undersigned notary public,
personally appeared SANDRA K. McDONOUGH,

- personally known to me
- proved to me on the basis of satisfactory evidence

to be the person whose name is subscribed to the within instrument and
acknowledged to me that she executed the same in her authorized capacity, and that
by her signature on the instrument the person, or the entity upon behalf of which
the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature *Maria C. Dubens*

My Commission Expires Nov. 6, 1998