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January 31, 2000

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

RECORDATION NO. 20635-A FILED

JAN 31 '00 11-17 AM

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SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Total Release of Chattel Mortgage, dated as of January 28, 2000, 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-Z which was previously filed with the Board under Recordation Number 20635.

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

Secured Party: Old Kent Bank  
Sears Tower  
Chicago, IL 60606

[Debtor: Residual Based Finance Corporation]

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

seven (7) locomotives bearing HBT reporting marks and road numbers 36,37,42,51,52,53 and 54.

Mr. Vernon A. Williams  
January 31, 2000  
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

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

Very truly yours,

A handwritten signature in cursive script, appearing to read "Robert W. Alvord", with a horizontal line extending to the right.

Robert W. Alvord

RWA/bg  
Enclosures

