

RECORDATION NO. 19160-B FILED

AUG 12 '03

10-47 AM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

August 5, 2003

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 three (3) copies of a Release of Chattel Mortgage and Security Agreement, dated July 30, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to Chattel Mortgage and Security Agreement-N previously filed with the Board under Recordation Number 19160.

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

Secured Party: Fifth Third Bank
233 South Wacker Drive
Suite 400
Chicago, IL 60606-6396

[Debtor: Residual Based Finance
Corporation
Three First National Plaza
Suite 777
Chicago, IL 60602]

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

50 railcars bearing DEEX reporting marks and road numbers within the series 1081 - 3134.

Mr. Vernon A. Williams
August 5, 2003
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A short summary of the document to appear in the index follows:

Release of Chattel Mortgage and Security Agreement

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

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

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anr
Enclosures

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RELEASE OF CHATTEL MORTGAGE AND SECURITY AGREEMENT

SURFACE TRANSPORTATION BOARD

The undersigned, FIFTH THIRD BANK (successor in interest to Old Kent Bank), Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby terminates, releases and discharges its security interest in and to the following:

Fifty (50) 125 ton Gondola Rail Cars, bearing DEEX reporting marks and road numbers as set forth on Schedule 1 attached hereto.

Such security interest was granted pursuant to that certain Chattel Mortgage and Security Agreement-N, dated as of January 5, 1995, in favor of the Secured Party (Recordation Number 19160, Recorded on January 6, 1995 at 1:05p.m.).

Dated this 30th day of July, 2003

FIFTH THIRD BANK
By: [Signature]
Title: Senior Vice President

State of Illinois)
County of Cook) ss:

On this 30th day of July, 2003, before me, personally appeared George Metzger to me personally known, who being by me duly sworn, says that he/she is an Senior Vice President of Fifth Third Bank and that said 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.

[Signature]
Signature of Notary Public



My commission expires Dec. 17th, 2006

Subscribed and sworn to me this 30th day of July, 2003.

Schedule 1

Schedule of Railroad Equipment

Description, Original Mark

1. Fifty (50) 125 ton Gondola Rail Cars bearing the Reporting Marks of Units of Equipment:

DEEX 3082	DEEX 2133
DEEX 1118	DEEX 2136
DEEX 1112	DEEX 3086
DEEX 3081	DEEX 2126
DEEX 1119	DEEX 3089
DEEX 3134	DEEX 3098
DEEX 1137	DEEX 1110
DEEX 1142	DEEX 2105
DEEX 3130	DEEX 3111
DEEX 2137	DEEX 1145
DEEX 3128	DEEX 1126
DEEX 3120	DEEX 2140
DEEX 1116	DEEX 2135
DEEX 2107	DEEX 1091
DEEX 3090	DEEX 1096
DEEX 3096	DEEX 2142
DEEX 1136	DEEX 3117
DEEX 2148	DEEX 2127
DEEX 2146	
DEEX 1135	
DEEX 2112	
DEEX 1081	
DEEX 1092	
DEEX 1088	
DEEX 1086	
DEEX 2093	
DEEX 1097	
DEEX 1109	
DEEX 1143	
DEEX 3123	
DEEX 2084	
DEEX 3108	