

RECORDATION NO. 13852-D FILED

SEP 05 '03 11-09 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

September 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 two (2) copies of a Termination of Lease and Release of Lien, dated as of August 29, 2003 a secondary document as defined in the Board's Rules for the Recordation.

The enclosed document relates to the Equipment Lease previously filed with the Commission under Recordation Number 13852.

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

Owner Trustee/
Lessor:

State Street Bank and Trust Company
Of Connecticut
225 Franklin Street
Boston, Massachusetts 02110

Mr. Vernon A. Williams
September 5, 2003
Page Two

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

200 flat bottom gondola railcars identified as follows:

SEM X 82000 – SEM X 82047
SEM X 82900 – SEM X 82901
SEM X 82048 – SEM X 82097
SEM X 83100 – SEM X 83197
SEM X 83902 – SEM X 83903

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

Termination of Lease and Release of Lien

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 each of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anr
Enclosures

RECORDATION NO. 13852-1 FILED

TERMINATION OF LEASE
AND
RELEASE OF LIEN

SEP 05 '03 11-09 AM

SURFACE TRANSPORTATION BOARD

State Street Bank and Trust Company ("State Street"), successor in interest to The Connecticut Bank and Trust Company ("Connecticut"), as Owner Trustee/ Lessor, and successor in interest to Southeast Bank, N.A. ("Southeast"), as Indenture Trustee, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby confirm:

- (1) the Equipment Lease, dated as of November 1, 1982, as amended (the "Equipment Lease"), between Connecticut, as Lessor, and Seminole Electric Cooperative, Inc., as Lessee, has been terminated in accordance with its terms; and
- (2) the terms and conditions of the Trust Indenture, dated as of November 1, 1982, as amended (the "Trust Indenture"), between Connecticut, as Owner Trustee/Borrower, and Southeast, as Indenture Trustee, have been fully satisfied; and
- (3) the release of all rights, obligations and security interests created by, or granted under, the aforesaid Equipment Lease and Trust Indenture.

The Equipment Lease and Trust Indenture were duly recorded with the Interstate Commerce Commission (n/k/a the Surface Transportation Board) under Recordation Numbers 13852 and 13846, respectively.

The railroad equipment covered by the Equipment Lease and Trust Indenture consisted of 200 flat bottom gondola railcars identified as follows:

SEM X 82000 – SEM X 82047
SEM X 82900 – SEM X 82901
SEM X 82048 – SEM X 82097
SEM X 83100 – SEM X 83197
SEM X 83902 – SEM X 83903

This instrument is to be recorded with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. Section 11301.

IN WITNESS WHEREOF, State Street executed this instrument as of the 29 day of August, 2003.

STATE STREET BANK AND TRUST COMPANY OF CONNECTICUT as successor Owner Trustee and Lessor

STATE STREET BANK AND TRUST COMPANY OF CONNECTICUT as successor Indenture Trustee

By: [Signature]

By: [Signature]

Name: PAUL D. ALLEN

Name: PAUL D. ALLEN

Title: ATTORNEY IN FACT

Title: ATTORNEY IN FACT

STATE OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

On this 2ND day of SEPT., 2003, before me personally appeared PAUL D. ALLEN, to me personally known, who, being by me duly sworn, said that he/she is an ATTY IN FACT of State Street Bank and Trust Company of Connecticut, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

[Signature]
NOTARY PUBLIC

My commission expires:

Christine E. Sampson
Notary Public
My Commission Expires **March 28, 2008**

STATE OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

On this 2ND day of SEPT., 2003, before me personally appeared PAUL D. ALLEN, to me personally known, who, being by me duly sworn, said that he/she is an ATTY IN FACT of State Street Bank and Trust Company of Connecticut, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

[Signature]
NOTARY PUBLIC

My commission expires:

Christine E. Sampson
Notary Public
My Commission Expires **March 28, 2008**