

Brownstein | Hyatt | Farber

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RECORDATION NO. 23014-B FILED

April 8, 2004

APR 09 '04

3-49 PM

Jean M. Harrison
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SURFACE TRANSPORTATION BOARD

VIA FEDERAL EXPRESS

Surface Transportation Board
Attention: Recordation Department
1925 K Street, N.W., Suite 704
Washington, D.C. 20423



RE: TALGO-LRC Leasing, LLC / Our File No. 8878.27

Dear Sir or Madam:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of the Satisfaction of Security Interest, a secondary document.

The enclosed document relates to the Security Agreement previously filed with the Board under Recordation Number 23014 on July 25, 2000.

The names and addresses of the parties to the enclosed document are:

Debtor:	Secured Party:
TALGO-LRC Leasing, LLC	Wells Fargo Credit, Inc.
704 East Gallatin	MAC C7300-300
Livingston, MT 59047	1740 Broadway
	Denver, CO 80274

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

11, C-30 Locomotives, Road # LRCX 5506, 8099, 8103, 8106, 8107, 8112, 8117, 8119, 8149, 5501, 8152

21, SF-30 Locomotives, Road # LRCX 9508, 9537, 9511, 9542, 9514, 9543, 9516, 9547, 9517, 9549, 9519, 9560, 9523, 9562, 9527, 9564, 9528, 9535, 9568, 9522, 9567

Our check in the amount of \$30.00 is enclosed to cover the recordation fee. Please return a file and date stamped copy of the enclosed document for our records.

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Brownstein Hyatt & Farber, P.C.
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Aspen/Vail, Colorado T 970.945.5302 F 970.384.2360

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If you have any questions, or need anything further regarding this transaction,
please call me.

Sincerely,

Jean Harrison
Jean M. Harrison *dwr*

Enclosures

cc: Mark Oveson, Esq.

Acknowledged and agreed to this 2ND day of March, 2004.

TALGO-LRC LEASING, LLC

By: TALGO-LRC, LLC, Sole Member

By: [Signature]
Don Pisarcik
Chief Financial Officer

STATE OF MONTANA)

COUNTY OF Park)

On this 2ND day of ~~March~~^{APRIL}, 2004, before me appeared Don Pisarcik, to me personally known who being duly sworn did say that he is the Chief Financial Officer of TALGO-LRC, LLC, the sole member of TALGO-LRC Leasing, LLC, and that said instrument was signed on behalf of said limited liability company by authority of its sole member and said President acknowledged said instrument to be the free act and deed of said limited liability company.

In testimony whereof, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

(SEAL)

[Signature]
Notary

CAROL M. JOHNSON
NOTARY PUBLIC for the State of Montana
Residing at Livingston, Montana
My Commission Expires June 27, 2007

My commission expires: 6-27-07