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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

January 27, 2005

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

RECORDATION NO. 11296-D FILED
JAN 27 '05 4-35 PM
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 Complete Termination and Release of Security Interests dated as of January 26, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and lease termination and relates to the Conditional Sale Agreement previously filed with the Commission under Recordation Number 11296.

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

Agent: Wells Fargo Bank Northwest, N.A.
299 South Main Street, 12th Floor
Salt Lake City, Utah 84111

Successor Trustee: Wells Fargo Bank Northwest, N.A.
299 South Main Street, 12th Floor
Salt Lake City, Utah 841

Mr. Vernon A. Williams
January 27, 2005
Page 2

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

95 covered hopper cars: KGFX 101 – KGFX 195.

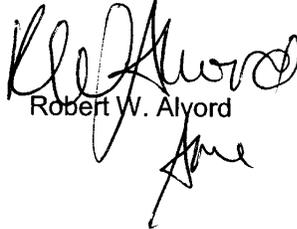
A short summary of the document to appear in the index is:

Complete Termination and Release of Security Interests.

Also enclosed is a check in the amount of \$32.00 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,


Robert W. Alyord

RWA/anm
Enclosures

RECORDATION NO. 11296-D FILED

**COMPLETE TERMINATION AND RELEASE
OF SECURITY INTERESTS**

JAN 27 '05 4-35 PM

SURFACE TRANSPORTATION BOARD

WITNESSETH

WHEREAS, by Conditional Sale Agreement, dated as of December 1, 1979 (the "CSA"), ACF Industries, Inc. ("ACF") agreed to construct and sell to Exchange National Bank of Chicago ("Exchange"), not in its individual capacity but solely as Trustee under an Trust Agreement with Republic National Leasing Corporation, ninety-five (95) covered hopper cars with reporting marks and road numbers KGFX 101 - KGFX 195 ("Equipment");

WHEREAS, by Agreement and Assignment, dated as of December 1, 1979 (the "Assignment") ACF assigned its interests in the CSA to LaSalle National Bank ("LaSalle"), as Agent on behalf of certain institutional investors;

WHEREAS, by Lease of Railroad Equipment, dated as of December 1, 1979 (the "Lease"), between Exchange and the Kingsford Company ("Kingsford"), as Lessee, and The Clorox Company, as guarantor, Exchange leased the Equipment to Kingsford subject to the rights of Agent under the CSA;

WHEREAS, by Assignment of Lease and Agreement, dated as of December 1, 1979 (the "Agreement"), Exchange assigned its rights under the Lease as collateral security to LaSalle to secure the payment of the indebtedness under the CSA (the "CSA Indebtedness");

WHEREAS the CSA, the Assignment, the Lease and the Agreement were filed and recorded with the Interstate Commerce Commission on December 28, 1979 at 2:40 p.m. and assigned Recordation Numbers 11296, 11296-A, 11296-B and 11296-C, respectively.

WHEREAS, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, not in its individual capacity but solely as Trustee ("Successor Trustee") has succeeded to the interests of Exchange;

WHEREAS, by agreement dated as of September 1, 1992, LaSalle resigned as Agent on behalf of the institutional investors and was replaced by First Security Bank of Utah, N.A., and thereafter, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION ("Successor Agent") has succeeded to the interests of First Security Bank of Utah, N.A.;

WHEREAS, the parties hereto desire to execute this Instrument to evidence for the public record the satisfaction and release of all the rights and obligations of the parties under the CSA, the Assignment, the Lease and the Agreement;

NOW, THEREFORE, in consideration of the premises, it is agreed:

Successor Agent does hereby acknowledge and confirm: (i) the full and complete satisfaction of the CSA Indebtedness and other obligations under the CSA, the

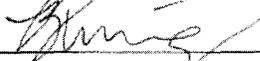
Assignment, and the Agreement; (ii) the release of all rights, obligations, and security interests in the Equipment, whether arising under the CSA, the Assignment, the Agreement, or any other instruments executed pursuant thereto; and (iii) the reassignment, effective hereby, to Successor Trustee of all of the rights, title and interests of Successor Agent in the Lease and the Equipment;

Successor Trustee does hereby acknowledge and confirm, effective hereby, that the Lease and all interests of thereunder have expired.

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

IN WITNESS WHEREOF, hereto has executed this Instrument as of the 26th day of January, 2005.

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, as Successor Agent

By: 

Name: Brett R. King
Vice President

Title: _____

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, not in its individual
capacity but solely as Successor Trustee

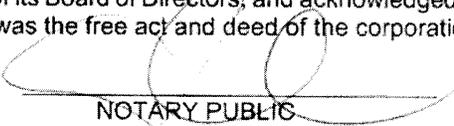
By: 

Name: Brett R. King
Vice President

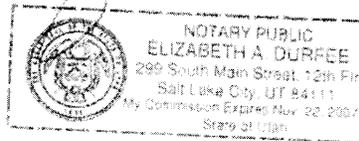
Title: _____

STATE OF Utah)
COUNTY OF Saltlake) ss:

On this 7th day of January, 2005, before me personally appear Burt K. King, to me personally known, who, being by me duly sworn, says that he/she is a Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.

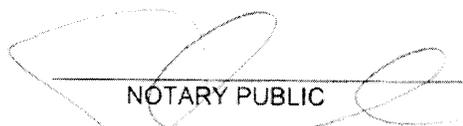

NOTARY PUBLIC

My commission expires:



STATE OF Utah)
COUNTY OF Saltlake) ss:

On this 7th day of January, 2005, before me personally appear Burt K. King, to me personally known, who, being by me duly sworn, says that he/she is a Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that the foregoing instrument was signed on behalf of said national banking association by authority of its Board of Directors, and acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.


NOTARY PUBLIC

My commission expires:



CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: January 27, 2005



Edward M. Luria