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RECORDATION NO. 21104-F FILED

MAY 04 '05 3-00 PM

SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
OF COUNSEL
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May 4, 2005

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two certified copies of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Termination and Release of Security Interest and Liens, a secondary document, dated as of April 29, 2005. The primary document to which this is connected is recorded under Recordation No. 21104. We request that one copy of this document be recorded under Recordation No. 21104-F.

The name and address of the party to the Partial Termination and Release of Security Interest and Liens is:

Lessor:

LaSalle National Leasing Corporation
One West Pennsylvania Avenue, Suite 1000
Towson, MD 21204

A description of the equipment covered by the Partial Termination and Release of Security Interest and Liens consists of one GP-35 locomotive numbered ARZC 3503.

A fee of $32.00 is enclosed. Please return one copy to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Partial Termination and Release of Security Interest and Liens by LaSalle National Leasing Corporation, One West Pennsylvania Avenue, Suite 1000, Towson, MD 21204, covering one GP-35 locomotive numbered ARZC 3503.

Very Truly Yours,

Louis E. Gitomer

Enclosures

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SURFACE TRANSPORTATION BOARD

PARTIAL TERMINATION AND RELEASE OF SECURITY INTERESTS AND LIENS

LaSalle National Leasing Corporation ("LaSalle:), this 29th day of April, 2005, releases the GP35 locomotive numbered ARZC 3503 (the "Locomotive") from the interests created under: (1) the Memorandum of Lease Agreement dated as of November 6, 1997 (the "Lease") recorded at the Surface Transportation Board (the "STB") on December 24, 1997 under Recordation Number 21104; and (2) the Interim Equipment Schedule No. 1 dated as of November 6, 1997 recorded at the STB on November 18, 1997 under Recordation Number 21008.

WHEREAS, LaSalle desires to execute this Instrument to evidence for the public record the satisfaction and release of all the rights and obligations of LaSalle, under the Memorandum of Lease Agreement and the Interim Equipment Schedule No. 1 with respect to the Locomotive.

NOW THEREFORE, in consideration of the premises, LaSalle agrees that the liens on the Locomotive created by the Memorandum of Lease and the Interim Equipment Schedule No. 1 are released.

IN WITNESS WHEREOF, LaSalle has executed or caused this Instrument to be executed as of the date first above written.

LASALLE NATIONAL LEASING CORPORATION

By: Stacey L. Roig
Name: Stacey L. Roig
Its: Vice President

STATE OF MARYLAND)
) ss.
County of Baltimore)

On this 29th day of April 2005, before me Dana L. McGurk, the undersigned Notary Public, personally appeared Stacey L. Roig personally known to me to be the person who executed the within instrument as Vice President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Dana L. McGurk

Notary Public for Baltimore County

My Commission expires November 1, 2007

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Partial Termination and Release of Security Interest and Liens dated as of April 29, 2005, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

Louis E. Gitomer
May 4, 2005