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SURFACE TRANSPORTATION BOARD

November 9, 2009

Anne K. Quinlan, Esq
Acting Secretary
Surface Transportation Board
395 E Street S.W.
Washington, D.C. 20423-0001

RE: Revocation of Trust and Transfer of Trust Estate dated as of August 16, 1993 between The Connell Company (f/k/a Connell Rice & Sugar Co., Inc. (successor by merger to Connell Leasing, Inc.) and State Street Bank and Trust Company (successor to The Connecticut Bank and Trust Company) ("Revocation of Trust")

Dear Acting Secretary Quinlan:

Attached for recordation pursuant to the provision of 49 U.S.C. Section 11301(a) is a copy of the original Revocation of Trust, a secondary document as defined in the Board's Rules for Recordation of Documents.

The attached document relates to the Trust Agreement and related documents previously filed with the Board under Recordation Numbers 9092, 9092-A, 9092-B, 9092-C and 9092-D

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

Owner: The Connell Company
200 Connell Drive
Berkeley Heights, NJ 07922

Owner-Trustee: State Street Bank and Trust Company
750 Main Street, Suite 1114
Hartford, CT 06103

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

38 SD40-2 Locomotives: BN 6791-7028 (inclusive)

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

Revocation of Trust and Transfer of Trust Estate

The recordation filing fee of \$41.00 is on account.

Yours truly,



Sharon L. Van Fossan
Supervisor Contract Administration

/svf
Attachment

RECORDATION NO. 9092-J FILED 77-6C

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SURFACE TRANSPORTATION BOARD

REVOCATION OF TRUST AND TRANSFER OF TRUST ESTATE

THIS REVOCATION OF TRUST dated as of August 16, 1993, by The Connell Company to State Street Bank and Trust Company.

RECITALS

WHEREAS, a Trust Agreement dated as of October 1, 1977 (the "Trust Agreement") was entered into between Connell Leasing, Inc., as "Owner", and The Connecticut Bank and Trust Company, as "Owner-Trustee", in connection with a Lease of Railroad Equipment dated as of October 1, 1977 (as amended, the "Lease") between Owner-Trustee, as Lessor, and Burlington Northern Inc., as Lessee; and

WHEREAS, The Connell Company (f/k/a Connell Rice & Sugar Co., Inc.) is successor (by merger) to the rights and obligations of Connell Leasing, Inc. as Owner under the Trust Agreement; and

WHEREAS, State Street Bank and Trust Company is successor (by order of the FDIC) to the rights and obligations of The Connecticut Bank and Trust Company, as Owner-Trustee under the Trust Agreement; and

WHEREAS, all monies and obligations owing to Mercantile-Safe Deposit and Trust Company (as Assignee) in connection with the Trust Estate have been satisfied in full; and

WHEREAS, Owner desires to exercise its rights under the Trust Agreement to revoke the trust granted thereunder;

NOW THEREFORE, in consideration of the mutual premises:

1. **Definitions.** Capitalized terms not otherwise defined herein shall have the meaning set forth in the Trust Agreement.
2. **Revocation of Trust.** Owner hereby instructs and declares that pursuant to Section 9.02 of the Trust Agreement, Owner does hereby revoke the trust and vest in the Owner title to the Equipment, moneys and any and all other property, proceeds and rights comprising the Trust Estate.
3. **Discharge of Obligations and Assumption thereof.** Pursuant to Section 9.02 of the Trust Agreement, Owner does hereby discharge the obligations of the Owner-Trustee on a going forward basis to the extent of the Trust Estate under the Trust Agreement and the Trust Documents and does hereby agree to assume such obligations (as such obligations are limited in said instruments).

4. **Transfer to Owner.** Owner-Trustee does hereby grant, bargain, sell, transfer, convey, assign and deliver to Owner, and its successors and assigns, the Equipment, moneys and any and all other property, proceeds and rights comprising the Trust Estate.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused this instrument to be executed in their respective corporate names by duly authorized officers, as of the date first above written.

Attest:



THE CONNELL COMPANY,
as Owner

By:

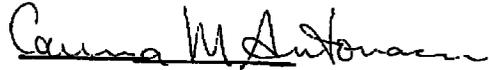


Attest:



**STATE STREET BANK AND
TRUST COMPANY,**
as Owner Trustee

By:



STATE OF CONNECTICUT)
)
COUNTY OF HARTFORD) SS.:

On this 14th day of November, 1993, before me personally appeared CAUNA M. ANTONACCI, to me personally known, who being by me duly sworn, says that he/she is ASSISTANT SECRETAR of STATE STREET BANK AND TRUST COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and 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 extension of the foregoing instrument was the free act deed of said corporation.



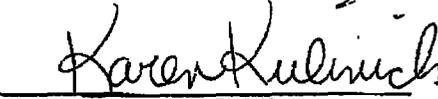
Notary Public
VICKI LAMO
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 1994

[Notarial Seal]

My Commission expires

STATE OF NEW JERSEY)
)
COUNTY OF UNION) SS.:

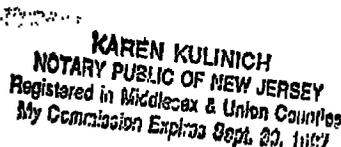
On this 17th day of November, 1993, before me personally appeared R.C. Connolly, to me personally known, who being by me duly sworn, says that he/she is ex. Vice President of THE CONNELL COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation and that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he/she acknowledged that the extension of the foregoing instrument was the free act deed of said corporation.



Notary Public

[Notarial Seal]

My Commission expires


KAREN KULINICH
NOTARY PUBLIC OF NEW JERSEY
Registered in Middlesex & Union Counties
My Commission Expires Sept. 23, 1997