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SEAN P. EARLY  
PATRICIA McGAULEY

508-477-6500  
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April 4, 2000

Mr. Vernon A. Williams  
Surface Transportation Board  
Suite 700  
1925 K Street, NW  
Washington, DC 20423

RECORDATION NO. 19046-A FILED  
APR 5 '00 10-45 AM  
75  
SURFACE TRANSPORTATION BOARD

RE: RELEASE OF COLLATERAL, RECORDATION NUMBER 19046

Dear Mr. Williams:

Enclosed herewith please find the original and one copy/counterpart of the documents described below to be recorded pursuant to Section 11301 of Title 49 of the U. S. Code.

This document is a Release of Collateral, a secondary document dated March 7, 2000.

The primary document to which this is connected is recorded under Recordation number 19046.

The names and addresses of the parties to the documents are as follows:

Debtor:

South Central Florida Express, Inc.  
900 South W. C. Owen Avenue  
Clewiston, Florida 33440

Secured Party:

First Union National Bank formerly known as First Union National Bank of Florida  
225 Water Street, FLO074  
Jacksonville, Florida 32202

A description of the equipment covered by the document follows:

1. Locomotive, Engine Number SCFE-9011, type and model - GP-7, 1952,  
Manufacturer - EMD, 1,500 horsepower, \$45,000.00
2. Locomotive, Engine Number SCFE-9012, type and model - GP-7, 1952,  
Manufacturer - EMD, 1, 500 horsepower, \$45,000.00

A fee of \$26.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to Patricia McGauley, Esq., Dunning & Kirrane, L.L.P., P. O. Box 560, Mashpee, MA 02649

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

Document to be indexed is a Release of Collateral for the above referenced equipment from the terms of a Security Agreement dated October 31, 1994, entered into by the parties.

Very truly yours,

  
Patricia McGauley

PMcG/mpk  
By Fax Only

cc: CCCRR, Inc.

DUNNING & KIRrane, L.L.P.  
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March 27, 2000

RECORDATION NO. 19046-A FILED

Mr. Vernon A. Williams  
Surface Transportation Board  
Suite 700  
1925 K Street, NW  
Washington, DC 20423

APR 5 '00 10-45 AM

**SURFACE TRANSPORTATION BOARD**

RE: RELEASE OF COLLATERAL RECORDATION NUMBER 19046

Dear Mr. Williams:

Enclosed herewith please find a Release of Collateral relative to a Security Agreement filed with your office on November 4, 1994, at 4:00 p.m. and assigned recordation number 19046. Also enclosed herewith please find the filing fee in the amount of \$26.00 for the processing of such Release. Kindly return the enclosed copy of said Release to this office indicating the recordation number of said Release. A self-addressed, stamped envelope is enclosed in order to expedite this request.

If you have any questions relative to the filing of said Release, please do not hesitate to contact me.

Very truly yours,

  
Patricia McGauley

PMcG/mpk  
Enclosures

cc: CCCRR, Inc.

RECORDATION NO. 19046-A FILED

APR 5 '00 10-45 AM

RELEASE OF COLLATERAL

002

**SURFACE TRANSPORTATION BOARD**

This Agreement is made as of the 7<sup>TH</sup> day of March, 2000, by and between **SOUTH CENTRAL FLORIDA EXPRESS, INC.** (the "Borrower") and **FIRST UNION NATIONAL BANK**, formerly known as First Union National Bank of Florida (the "Bank").

**Recitation of Facts**

A. The Borrower and the Bank are parties to a Security Agreement dated October 31, 1994, recorded pursuant to the provisions of the Interstate Commerce Act, on November 4, 1994 at 4:00 p.m. and assigned recordation number 19046 (the "Security Agreement").

B. The parties hereto wish to release certain rolling stock from the lien and security interest of the Security Agreement, as set forth herein.

**Agreement**

In consideration of \$10.00 and other good and valuable consideration, the parties hereto agree that the collateral described on Exhibit A hereto (the "Released Collateral") is hereby released from the lien and security interest of the Security Agreement.

Nothing herein shall affect the lien or security interest of the Bank in any other Collateral described in the Security Agreement, which liens and security interests shall continue in all such remaining Collateral.

The Borrower hereby affirms its obligations under the Security Agreement and under the Note and Loan Agreement as defined therein.

This release is given in accordance with 49 U.S.C. § 11301(a) and shall be filed with the Surface Transportation Board pursuant to such subsection.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date above written.

**SOUTH CENTRAL FLORIDA EXPRESS, INC.**

By Lawrence DeSiga  
Its \_\_\_\_\_ President

FIRST UNION NATIONAL BANK

By Richard P. Silva  
Its SENIOR VICE President

STATE OF FLORIDA  
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 20 day of March, 2000, by Lawrence D. Sugar, the \_\_\_\_\_ President of **SOUTH CENTRAL FLORIDA EXPRESS, INC.**, a Florida corporation, on behalf of the corporation. Such person did not take an oath and (notary must check applicable box)  is/are personally known to me; or  produced a current Florida driver's license as identification; or  produced H.D.R. Lic 5260-524-45-0900 as identification.

[Affix Notary Seal]



Margherita Scozzafava  
MY COMMISSION # CC628600 EXPIRES  
March 10, 2001

Margherita Scozzafava  
MARGHERITA SCOZZAFAVA  
(Print or type name)  
Notary Public, State of Florida at Large  
Commission No. 3/10/2001  
My Commission Expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this \_\_\_ day of March, 2000, by Richard P. Silva, the Senior Vice President of **FIRST UNION NATIONAL BANK**, a national banking association, on behalf of the association. Such person did not take an oath and (notary must check applicable box)  is/are personally known to me; or  produced a current Florida driver's license as identification; or  produced \_\_\_\_\_ as identification.

[Affix Notary Seal]



Danielle Favereau Burkes  
MY COMMISSION # CC633214 EXPIRES  
May 24, 2003  
BONDED THROUGH TROY FAIN INSURANCE, INC.

Danielle Favereau Burkes  
Danielle Favereau Burkes  
(Print or type name)  
Notary Public, State of Florida at Large  
Commission No. CC 833214  
My Commission Expires: 5-24-2003

EXHIBIT A

Exhibit A to Agreement made the 7<sup>TH</sup> day of March, 2000, by and between South Central Florida Express, Inc. (the "Borrower") and First Union National Bank, formerly known as First Union National Bank of Florida (the "Bank")

Released Collateral

Engine No.	Type & Model	Year Built	Manufacturer	Horsepower
SCFE - 9011	GP - 7	1952	EMD	1,500
SCFE - 9012	GP - 7	1952	EMD	1,500

SOUTH CENTRAL FLORIDA EXPRESS, INC.

By Laurence D. Lopez  
Its \_\_\_\_\_ President

FIRST UNION NATIONAL BANK

By Richard P. [Signature]  
Its SENIOR VICE President