



Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation



May 3, 2000

Ms. Taledia Stokes
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

RECORDATION NO. 18932-F FILED

MAY - 9 '00 18-31 AM

SURFACE TRANSPORTATION BOARD

Dear Ms. Stokes:

Please find enclosed, one (1) original and one copy of a Release of Lien of Memorandum of Assignment and Assumption Agreement dated as of May 1, 2000, between the following parties:

Lessor: The David J. Joseph Company (subsequently Joseph Transportation, Inc.)
300 Pike Street
Cincinnati, Ohio 45202

And as subsequently assigned to:
Lessor: Star Bank, N.A. (subsequently Firststar Bank, N.A.)
425 Walnut Street
Cincinnati, Ohio 45201-1038

Lessee: Iowa-Illinois Gas and Electric Company (subsequently MidAmerican Energy Company)
2570 NW 106th St.; Suite C
Des Moines, Iowa 50322

Please see Schedules 1, 2 and 3 attached hereto for a description of the equipment, one hundred ten (110) railcars, involved in this transaction.

Please file this as a secondary document under the Recordation Number 18932-F, as it relates to the document previously filed with the Surface Transportation Board under Recordation Number 18932.

The filing fee for this document in the amount of \$26.00, is included in the enclosed check in the amount of \$104.00, check # 11302. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 345-4408.

Sincerely,

Mary Jo Colebrook
Contract Manager

RECEIVED
SURFACE TRANSPORTATION BOARD
MAY 4 3 38 PM '00
APPELLATE BRIEFING
BRANCH
OFFICE OF THE
SECRETARY

85

**SCHEDULE 1
TO
RELEASE OF LIEN
OF
MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT**

CARS: One hundred ten (110) railcars bearing car marks as follows:

LGSX:

304, 305, 341, 363, 364, 403, 408, 409, 411, 424, 427, 441, 449, 476, 456, 471, 489,
486, 488, 497, 502, 512, 514, 525, 539, 548, 566, 568, 569, 578, 301, 302, 308, 310,
311, 312, 322, 324, 326, 332, 333, 335, 336, 340, 342, 348, 354, 356, 358, 359, 366,
369, 376, 377, 382, 385, 386, 394, 396, 397, 402, 404, 405, 407, 412, 413, 415, 418,
421, 423, 425, 428, 432, 433, 437, 440, 442, 444, 445, 447, 450, 451, 453, 461, 462,
463, 467, 472, 481, 487, 492, 495, 498, 499, 510, 518, 520, 521, 522, 524, 534, 537,
542, 545, 556, 559, 563, 565, 567, 574

LEASE: Lease between Iowa-Illinois Gas and Electric Company, as Lessee, dated July 25, 1994, and The David J. Joseph Company, as Lessor, as subsequently assigned to Firststar Bank, N.A. (formerly known as "Star Bank, N.A."), as Lessor, on July 31, 1994.

**SCHEDULE 2
TO
RELEASE OF LIEN
OF
MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT**

DESTROYED CARS: Thirty (30) railcars bearing car marks as follows:

LGSX:

304, 305, 341, 363, 364, 403, 408, 409, 411, 424, 427, 441, 449, 476, 456,
471, 489, 486, 488, 497, 502, 512, 514, 525, 539, 548, 566, 568, 569, 578

**SCHEDULE 3
TO
RELEASE OF LIEN
OF
MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT**

CARS: Eighty (80) railcars bearing car marks as follows:

LGSX:

301, 302, 308, 310, 311, 312, 322, 324, 326, 332, 333, 335, 336, 340, 342, 348, 354,
356, 358, 359, 366, 369, 376, 377, 382, 385, 386, 394, 396, 397, 402, 404, 405, 407,
412, 413, 415, 418, 421, 423, 425, 428, 432, 433, 437, 440, 442, 444, 445, 447, 450,
451, 453, 461, 462, 463, 467, 472, 481, 487, 492, 495, 498, 499, 510, 518, 520, 521,
522, 524, 534, 537, 542, 545, 556, 559, 563, 565, 567, 574

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**RELEASE OF LIEN
OF SURFACE TRANSPORTATION BOARD
MEMORANDUM OF ASSIGNMENT AND ASSUMPTION AGREEMENT**

This Release of Lien (the "Release") releases the lien created by that certain Memorandum of Assignment and Assumption Agreement dated as of July 31, 1994 (the "Agreement"), bearing Surface Transportation Board ("STB") Recordation No. 18932-A dated August 30, 1994, between The David J. Joseph Company (subsequently Joseph Transportation Inc.) (hereinafter referred to as "Joseph") and Star Bank, N.A. (subsequently "Firststar Bank, N.A.") (hereinafter referred to as "Firststar") relating to one hundred ten (110) railcars as set forth on Schedule 1 attached hereto (hereinafter, the "Equipment").

WHEREAS, the one hundred ten (110) Railcars were leased pursuant to the Railroad Equipment Lease dated July 25, 1994, with Iowa-Illinois Gas and Electric Company, as Lessee, and The David J. Joseph Company, as Lessor, as subsequently assigned to Firststar, as Lessor, on July 31, 1994, (hereinafter referred to as the "Lease");

WHEREAS, thirty (30) of the Railcars, bearing reporting marks as set forth in Schedule 2 attached hereto, were destroyed during the term of the Lease (hereinafter referred to as "Destroyed Railcars");

WHEREAS, Firststar has released the Destroyed Railcars from the Lease in a separate Lien Release, bearing Recordation Number 18932-C, dated May __, 2000;

WHEREAS, the Lease executed by Lessor and Lessee relating to the remaining eighty (80) Railcars, bearing reporting marks as set forth in Schedule 3 attached hereto, expired June 30, 1997; and

WHEREAS, Joseph has purchased the Equipment from Firststar, and by such act, all interest of Firststar, its successors and assigns, in the Equipment arising pursuant to the Agreement has been terminated;

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Firststar submits the following:

1. Joseph has purchased the Equipment from Firststar.
2. All interest of Firststar, its successors and assigns, in the Equipment arising pursuant to the Agreement has been terminated.
3. Firststar hereby releases any lien created by or arising out of the Agreement.

4. This Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Equipment constituted by the Agreement and shall bear the Recordation Number 18932-F.

In witness whereof, the Lessor has caused this Release to be duly executed by its authorized officer as of the 1st day of May, 2000.

WITNESS:

Karen Waters

FIRSTAR BANK, N.A.

By: [Signature]

Name: Kim Trombetta

Title: Vice President

STATE OF OHIO)
) **SS:**
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 1st day of May, 2000, by Kim Trombetta, the Vice President of Firstar Bank, N.A., a national banking association organized under the laws of the Unites States, on behalf of Firstar Bank, N.A.

[Signature]
Notary Public

My Commission expires:
DARLENE WILLIAMS
Notary Public, State of Ohio
~~My Commission Expires April 12, 2004~~

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451, 453, 461, 462, 463, 467, 472, 481, 487, 492, 495, 498, 499, 510, 518, 520, 521,
522, 524, 534, 537, 542, 545, 556, 559, 563, 565, 567, 574

CERTIFICATE

The undersigned, Shelley B Bacon notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.



Shelley B Bacon
SHELLEY B. BACON
Notary Public, State of Ohio
My Commission Expires July 22, 2002