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RECORDATION NO. 15395-A FILED

DEC 19 '00 2-31 PM

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SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

December 19, 2000

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

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release of Lien, a secondary document, dated as of December 13, 2000. The primary document to which this is connected is recorded under Recordation No. 15395. We request that one copy of this document be recorded under Recordation No. 15395-A.

The name and address of the party to the Release of Lien is:

Lender:

Wells Fargo Bank of Texas, N.A.
246 East Commerce Street
San Antonio, TX 78205

A description of the equipment covered by the Release of Lien consists of all of the railroad locomotives and equipment described in the Commercial Security Agreement.

A fee of \$ 26.00 is enclosed. Please return the original to:

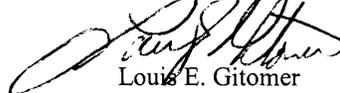
Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

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Honorable Vernon A. Williams
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A short summary of the document to appear in the index follows: a Release of Lien by Wells Fargo Bank of Texas, N.A., 246 East Commerce Street, San Antonio, TX 78205, covering all of the railroad locomotives and equipment described in the Commercial Security Agreement.

Very Truly Yours,



Louis E. Gitomer

Enclosures

RECORDATION NO. 15395-A FILED

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RELEASE OF LIEN

SURFACE TRANSPORTATION BOARD

The undersigned, Wells Fargo Bank of Texas, N.A., ("Bank"), formerly First Interstate Bank of Texas, N.A., successor-in-interest to Allied Bank West, Secured Party described in that certain Commercial Security Agreement dated as of November 24, 1987, executed by North Carolina and Virginia Railroad Company, Inc. and Bank, and recorded at the Interstate Commerce Commission under Recordation No. 15395, covering the railroad locomotives and equipment described in the Commercial Security Agreement.

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Bank has released and discharged, and by these presents hereby terminates said Commercial Security Agreement, and releases and discharges all the property described therein from all liens held by the Bank created or described in said agreement and any renewals or extensions thereof.

Executed as of December 13, 2000.

WELLS FARGO BANK OF TEXAS, N.A., formerly
FIRST INTERSTATE BANK OF TEXAS, N.A. successor-
in-interest to ALLIED BANK WEST, as Agent

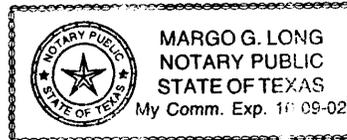
By: Anthony C. Frels
Title: VICE PRESIDENT

State of Texas)
) ss.
County of Harris Bexar)

On this 13th day of December, 2000, before me, Margo G. Long, the undersigned Notary Public, personally appeared Anthony C. Frels personally known to me to be the person who executed the within instrument as Vice Pres. of Wells Fargo Bank, N.A., on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

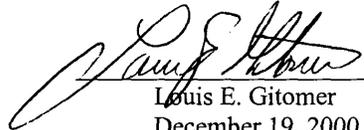
Margo G. Long
Notary Public for STATE OF TEXAS

My Commission expires 10-09-02



CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Release of Lien dated as of December 13, 2000 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
December 19, 2000