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RECORDATION NO. **22754-~~A~~^F** FILED

DEC 29 '00 11-57 AM

SURFACE TRANSPORTATION BOARD

December 27, 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 Partial Release from Surface Transportation Board Filed Encumbrance a secondary document, dated as of December 27, 2000. The primary document to which this is connected is recorded under Recordation No. 22754. We request that one copy of this document be recorded under Recordation No. 22754-~~A~~^F.

The name and address of the party to the Partial Release from Surface Transportation Board Filed Encumbrance is:

Secured Party:

The Bank of Nova Scotia
600 Peachtree Street, Suite 2700
Atlanta, GA, 30308

A description of the equipment covered by the Partial Release from Surface Transportation Board Filed Encumbrance consists of 36 locomotives identified on Schedule 1.

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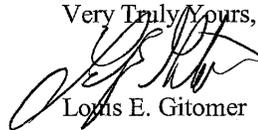
Honorable Vernon A. Williams
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A fee of \$26.00 is enclosed. Please return the original to:

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

A short summary of the document to appear in the index follows: a Partial Release from Surface Transportation Board Filed Encumbrance by The Bank of Nova Scotia, 600 Peachtree Street, Suite 2700, Atlanta, GA, 30308, covering 36 locomotives identified on Schedule 1.

Very Truly Yours,



Louis E. Gitomer

Enclosures

Schedule 1

One GP-40 locomotive numbered 6636.

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Release from Surface Transportation Board Filed Encumbrance dated as of December 28, 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 29, 2000