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RECORDATION NO. 18312-C FILED

MAY 04 '01 10:04 AM

SURFACE TRANSPORTATION BOARD  
(202) 347-7170

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(202) 347-3619

WRITER'S E-MAIL:

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May 4, 2001

BY HAND DELIVERY

The Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street N.W., Suite 700  
Washington, D.C. 20423

Re: Dairyland Power Cooperative;  
Recordation of Partial Release of Lien



Dear Mr. Williams:

Enclosed for filing and recordation pursuant to 49 U.S.C. § 11301 and the Board's regulations at 49 C.F.R. § 1177, we enclose on behalf of Dairyland Power Cooperative, a Wisconsin cooperative, four original counterparts of the following document.

Partial Release of Lien, dated as of April 10, 2001, made by the United States of America, acting through the Administrator of the Rural Utilities Service ("RUS"), successor to the Rural Electrification Administration, by National Rural Utilities Cooperative Finance Corporation, and by U.S. Bank Trust National Association, formerly named First Trust New York, National Association, as Trustee (collectively, "Mortgagees"), to Dairyland Power Cooperative, Mortgagor.

This Partial Release is a secondary document under 49 C.F.R. § 1177.1(b). The primary document with which this Partial Release is associated is filed under Recordation No. 18312.

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

The Hon. Vernon A. Williams  
May 4, 2001  
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Mortgagor/Debtor:

DAIRYLAND POWER COOPERATIVE  
P.O. Box 817  
LaCrosse, WI 54602-0817

Mortgagees/Secured Parties:

UNITED STATES OF AMERICA  
Rural Utilities Service  
Washington, D.C. 20250-1500

NATIONAL RURAL UTILITIES  
COOPERATIVE FINANCE CORPORATION  
Woodland Park  
2201 Cooperative Way  
Herndon, VA 20171-3025

U.S. BANK TRUST NATIONAL ASSOCIATION, as Trustee,  
formerly named  
FIRST TRUST OF NEW YORK, NATIONAL ASSOCIATION, as  
Trustee  
100 Wall Street  
Suite 1600  
New York, NY 10015

Please file and record the documents referred to in  
this letter, and index them under the names of the Mortgagor and  
Mortgagees.

The equipment covered by this document consists of six  
(6) coal unit train cars, more specifically described as follows:

Six (6) ACF Coalveyor steel gondola coal cars  
of 4,240 cubic foot, 105-ton nominal capacity,  
built in 1979, and bearing reporting marks DAPX  
16, DAPX 38, DAPX 77, DAPX 89, DAPX 94, and DAPX  
146. The A.A.R. designation of the cars is  
J312 (GT).

The short summary of this document for indexing pur-  
poses is:

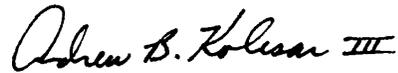
Partial Release of Lien relating to the Sup-  
plemental Mortgage and Security Agreement  
dated as of July 15, 1977, as supplemented,  
with Recordation No. 18312, and covering six  
(6) coal unit train cars.

The Hon. Vernon A. Williams  
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Enclosed is a check in the amount of \$27.00 to cover the requisite filing fee. Please accept for recordation one counterpart, stamp the remaining counterparts with your recordation number, and return them to the bearer of this letter along with your fee receipt addressed to the undersigned.

Thank you for your consideration in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Andrew B. Kolesar III".

Andrew B. Kolesar III  
An Attorney for Dairyland  
Power Cooperative

Enclosures

RECESSION NO. 18312-C

MAY 04 '01 10-04 AM

PARTIAL RELEASE of LIEN SURFACE TRANSPORTATION BOARD

Partial Release of Lien, dated as of April 10, 2001, is made by the United States of America, acting through the Administrator of the Rural Utilities Service ("RUS"), successor to the Administrator of the Rural Electrification Administration, by National Rural Utilities Cooperative Finance Corporation, and by U.S. Bank Trust National Association, formerly named First Trust New York, National Association, as Trustee (collectively, "Mortgagees"), to Dairyland Power Cooperative ("DPC").

WHEREAS, DPC has heretofore executed certain mortgage notes and in order to secure those notes has executed and delivered to Mortgagees certain security instruments, as more particularly described in Schedule A to this Partial Release (the "Security Instruments"); and

WHEREAS, DPC has requested that certain railroad cars no longer actively used in DPC's business, as more particularly described in Schedule B to this Partial Release, (the "Property") be released by Mortgagees from any liens of the security interests previously granted by DPC to Mortgagees to enable the Property to be sold and the proceeds from that sale to be applied to the DPC construction fund trustee account.

NOW, THEREFORE, for consideration given to Mortgagees, the receipt of which is acknowledged, Mortgagees hereby release and discharge unto DPC and its successors and assigns, all right, title, interest, claim, or demand whatsoever acquired by and through the Security Instruments, or any of them, in and to the Property described above, and do hereby quitclaim the Property unto DPC, its successors and assigns forever.

TO HAVE AND HOLD said Property forever, free, clear and discharged of and from any and all liens and claims of the Mortgagees under and by virtue of the Security Instruments or other security interests previously granted by Mortgagor to Mortgagees.

THIS PARTIAL RELEASE is made by Mortgagees and accepted by DPC, its successors and assigns, on the express condition that it shall not in any way affect or impair the liens and security interest of the Security Instruments (or other security interests previously granted by Mortgagor to Mortgagees) upon other premises and property subject thereto and not expressly released hereby. This Partial release is made and accepted without covenant or warranty, express or implied, at law or in equity, and without recourse to Mortgagees, in any event or contingency.

IN WITNESS WHEREOF, UNITED STATES OF AMERICA, as Mortgagee, has caused this Partial Release to be signed in its behalf, NATIONAL RURAL UTILITIES COOPERATIVE FINANCE CORPORATION, as Mortgagee, has caused this Partial Release to be signed in its behalf, and U.S. BANK TRUST NATIONAL ASSOCIATION, formerly named First Trust of New York, National Association, Trustee, as Mortgagee, has caused this Partial Release to be signed in its behalf, all as of the day and year first above written.

UNITED STATES OF AMERICA

By: Donis A. Nolte

for Administrator  
of the  
Rural Utilities Service

Executed by United States of America,  
Mortgagee, in the presence of:

\_\_\_\_\_

Witnesses.

NATIONAL RURAL UTILITIES  
COOPERATIVE FINANCE CORPORATION

By: *David Farrell*

**DAVID FARRELL**

(SEAL)

Attest: *Krishna Murthy* KRISHNA S. MURTHY

Title: ASSISTANT SECRETARY TREASURER

Executed by National Rural Utilities Cooperative  
Finance Corporation, Mortgagee, in the presence of:

*Elizabeth S. Aguirre* ELIZABETH S. AGUIRRE

*Michelle Pahr* Michelle Pahr

Witnesses.

U.S. BANK TRUST NATIONAL ASSOCIATION,  
formerly named First Trust of New York,  
National Association, Trustee, Mortgagee,

By: *Amy Lee*

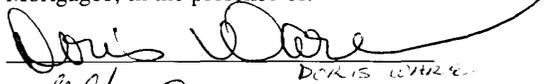
Its: **Vice President**

(SEAL)

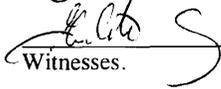
Attest: *Rouba Fakih*

Rouba Fakih  
Trust Officer

Executed by U.S. Bank Trust National Association,  
Mortgagee, in the presence of:

  
\_\_\_\_\_

DORIS WHITE

  
\_\_\_\_\_

Witnesses.

CAROL ANN ...

DISTRICT OF COLUMBIA ) SS

On this 23 day of April, 2001, personally appeared before me  
Doris A. Nolte, who, being duly sworn, did say that he is the  
~~FOR~~ Administrator of the Rural Utilities Service, United States of America, an agency  
of the United States of America and acknowledged to me that, acting under a delegation of authority  
duly given and evidenced by law and presently in effect, he executed said instrument as the act and  
deed of the United States of America for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF, I have heretofore set my hand and official seal the day and year  
last above written.

William A. Frost

Notary Public

(Notarial Seal)

**William A. Frost**  
Notary Public, District of Columbia  
My Commission Expires 04/14/2006

My commission expires: \_\_\_\_\_

STATE OF NEW YORK )  
 ) SS  
COUNTY OF QUEENS )

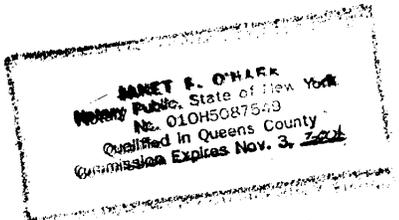
On the 10<sup>th</sup> day of April, in the year 2001, before me, personally came Amy Roberts, to me known, who, being by me duly sworn, did depose and say that she resides in New York, New York, that she is Vice President of U.S. Bank Trust National Association, a corporation described in and which executed the above instrument, that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was affixed by order of the board of directors of said corporation; and that she signed her name thereto by like order.

  
\_\_\_\_\_  
Notary Public

Janet P. O'Hara

(Notarial Seal)

My commission expires: 11/3/01



COMMONWEALTH OF VIRGINIA )SS

On this 20<sup>th</sup> day of April, 2001, before me appeared DAVID FARRELL, personally known, who, being by me duly sworn, did say that they are respectively the ASSISTANT SECRETARY TREASURER of the National Rural Utilities Cooperative Finance Corporation, a corporation, and that the seal 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 a duly adopted resolution of its board of directors as its voluntary act and deed, and they acknowledged to me that said corporation executed the same.

IN WITNESS WHEREOF I have heretofore set my hand and official seal the day and year last above written.

  
\_\_\_\_\_  
Notary Public                      Lucia Karen Mora

(Notarial Seal)

My commission expires: My Commission Expires January 31, 2004

## SCHEDULE A TO PARTIAL RELEASE

### SECURITY INSTRUMENTS

1. Supplemental Mortgage and Security Agreement Dated as of July 15, 1977 made by and among Dairyland Power Cooperative, United States of America, and National Rural Utilities Cooperative Finance Corporation.

Interstate Commerce Commission/Surface Transportation Board Recordation No. 10769

2. Supplement dated as of February 1, 1978, to Supplemental Mortgage and Security Agreement made by and among Dairyland Power Cooperative, United States of America, and National Rural Utilities Cooperative Finance Corporation.

Interstate Commerce Commission/Surface Transportation Board Recordation No. 10769-A.

3. Supplement to Consolidated Mortgage and Security Agreement, dated as of July 1, 1997 made by and among Dairyland Power Cooperative, Mortgagor, and United States of America, National Rural Utilities Cooperative Finance Corporation, and First Trust of New York, National Association, Trustee, Mortgagees.

Surface Transportation Board Recordation No. 10769-B.

4. Acknowledgement of Continuing Mortgage Lien and Security Interest, executed July 18, 1997, by Dairyland Power Cooperative, as Mortgagor.

Surface Transportation Board Recordation No. 10769-C.

5. Supplement to Consolidated Mortgage and Security Agreement, dated as of August 1, 1999, made by and among Dairyland Power Cooperative, Mortgagor, and United States of America and First Trust Company of New York, National Association, (now named U.S. Bank Trust National Association), Trustee, Mortgagees.

Surface Transportation Board Recordation No. 10769-D.

6. Consolidated Mortgage and Security Agreement, dated as of February 10, 1993, made by and among Dairyland Power Cooperative, Mortgagor, and United States of America, National Rural Utilities Cooperative Finance Corporation, and Morgan Guaranty Trust Company of New York, Trustee, Mortgagees.

Interstate Commerce Commission/Surface Transportation Board Recordation No. 18312.

**SCHEDULE B TO PARTIAL RELEASE**

**PROPERTY RELEASED**

Six (6) ACF Coalveyor steel gondola coal cars of 4,240 cubic foot, 105 -ton nominal capacity, built in 1979, bearing reporting marks listed below.

The A.A.R. designation of the cars is J312 (GT).

Reporting Marks:

DAPX 16

DAPX 38

DAPX 77

DAPX 89

DAPX 94

DAPX 146