

RECORDATION NO. 22372-A FILED

OCT 17 '01 4-55 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1600 K STREET, NW  
SUITE 200  
WASHINGTON, D.C.  
20006-2973  
(202) 393-2266  
FAX (202) 393-2156

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

October 12, 2001

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination and Release of Security Interest and Lease Assignment, dated October 1, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed relates to the Assignment Agreement which was previously filed with the Board under Recordation Number 22372.

The name and address of the party to the enclosed document are:

Assignee/Secured Party: Transamerica Equipment  
Financial Services Corporation  
5080 Spectrum Drive  
Addison, TX 75001

[Assignor/Debtor: Railcar, Ltd.  
1819 Peachtree Road, N.E.  
Atlanta, GA 30309]

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Mr. Vernon A. Williams  
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A description of the railroad equipment covered by the enclosed document is:

74 open top hoppers railcars: 25 within the series KPXX 195072 - KPXX 811107  
and 49 within the series SPSX 057038 - SPSX 479579.

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

Termination and Release of Security Interest and Lease Assignment

Also enclosed is a check in the amount of \$28.00 payable to the order of the  
Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures

TERMINATION AND RELEASE OF SECURITY INTEREST AND LEASE ASSIGNMENT

The undersigned, TRANSAMERICA EQUIPMENT FINANCIAL SERVICES CORPORATION, a Delaware corporation, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates and releases its rights and interests (including without limitation any rights and interests as lessor and any security interests, liens, chattel mortgages, and other rights and interests as secured party) in and to

(a) the railroad equipment described on the exhibit entitled "Description of Railcars" attached hereto (the "Equipment"); and

(b) the Schedule No. 2 dated as of April 1, 1999 to the Master Lease Agreement dated as of April 1, 1999, between Railcar, Ltd., as lessor, and Conrad Yelvington Distributors, Incorporated, as lessee, which has been assigned Transamerica Equipment Financial Services Corporation pursuant to an Assignment Agreement dated August 31, 1999.

A memoranda of the undersigned's rights and interests with respect to said railroad equipment and agreements acquired pursuant to the Assignment Agreement dated as of August 31, 1999, between Railcar, Ltd., and the undersigned has been recorded with the United States Surface Transportation Board pursuant to section 11301 of Title 49 of the United States Code on August 31, 1999 and assigned recordation number 22372. Without limiting the generality of the foregoing, the undersigned releases and terminates its rights and interests in the Equipment, as defined above, and said Schedule No. 2 covered by that memorandum.

The address of the undersigned is

TRANSAMERICA EQUIPMENT FINANCIAL SERVICES CORPORATION  
5080 Spectrum Drive, Suite 1100 W  
Addison, Texas 75001

TRANSAMERICA EQUIPMENT FINANCIAL SERVICES CORPORATION

By: C. M. Renfro

STATE OF TEXAS  
COUNTY OF DALLAS

On October 1, 2001, before me personally appeared C. M. Renfro, to me personally known, who being by me duly sworn says that he is Vice President - Operations Manager of TRANSAMERICA EQUIPMENT FINANCIAL SERVICES CORPORATION, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Julie L. Milbrath  
Notary Public

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