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RECORDATION NO. 13137-F FILED

MAR 12 '02

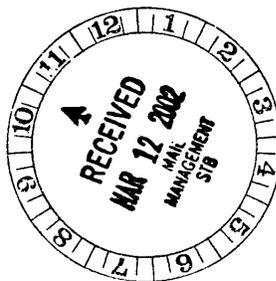
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March 11, 2002

SURFACE TRANSPORTATION BOARD

VIA HAND DELIVERY

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



Re: Secondary Filing for Document No. 13137

Dear Mr. Williams:

We have enclosed two duly executed and acknowledged originals of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Release of a primary document recorded under Recordation No. 13137, dated May 1, 1981 and all related documents. The name and address of the party to this Release is:

The Bank of New York (as successor in interest
to Mercantile-Safe Deposit and Trust Company)
Corporate Trust Division - 13th Floor
5 Penn Plaza
New York, New York 10001-1810

This Release relates to the 195 general purpose boxcars, more particularly described on Exhibit 1 attached hereto.

We have enclosed a check in the amount of \$30.00. Please return the original and any extra copies not needed by the Board for recordation to my attention at the above referenced address.

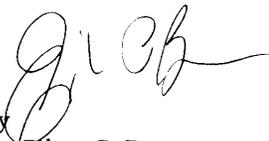
A short summary of the document to appear in the index follows: Release of security interest in Lease of Railroad Equipment, dated as of May 1, 1981 with Recordation No. 13137-B, created by Assignment of Lease and Agreement, dated as of May 1, 1981 with Recordation No.

13137-C, dated March 11, 2002, and covering the 195 general purpose boxcars bearing lessee's identification numbers MEC 3500-35031, MEC 35033-35039, MEC 35041-35080, MEC 35082-35125, MEC 35127-35138 and MEC 35140-35199 (inclusive).

Should you have any questions with the enclosed, or if you require further information, please feel free to contact me at (202) 585-6906.

Very truly yours,

Thompson Coburn LLP


By Eileen P. Brown

Enclosures

cc: David Pratt

RECORDATION NO. 13137-F FILED

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SURFACE TRANSPORTATION BOARD

Exhibit 1

Type and Specifications

Lessee's Identification Numbers

10'6" 75-ton General Purpose Boxcars with
10' sliding doors and nailable steel flooring

Builder's Specifications: C-80-0506-1 5/6/80

Builder's Plant: Renovo, Pennsylvania

MEC 35000
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MEC 35002
MEC 35003
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RECORDATION NO. 13137-F FILED

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**RELEASE OF EQUIPMENT
LEASE OF RAILROAD EQUIPMENT**
SURFACE TRANSPORTATION BOARD

The undersigned, THE BANK OF NEW YORK (as successor in interest to MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY), as agent (the "Agent") for a certain investor under a Participation Agreement, dated as of May 1, 1981, for good and valuable consideration, the receipt of which is acknowledged, hereby terminates and releases its security interest in and to the general purpose boxcars more particularly described on Exhibit A attached hereto (the "Railcars"), together with all other collateral related to the Railcars granted pursuant to that certain Lease of Railroad Equipment, dated as of May 1, 1981 (the "Lease") between: (i) State Street Bank and Trust Company (successor in interest to The Connecticut Bank and Trust Company), not in its individual capacity, but solely as owner trustee (the "Owner Trustee") under a Trust Agreement, dated as of May 1, 1981 for the benefit of the owner participant named therein, as Lessor, and (ii) Maine Central Railroad Company, as Lessee, as such interest in the Lease was assigned by the Owner Trustee to the Agent under and pursuant to that certain Assignment of Lease and Agreement, dated as of May 1, 1981 between the Trustee and the Agent. The Lease was recorded with the Surface Transportation Board (successor to the Interstate Commerce Commission) on June 12, 1981 under recordation number 13137-B.

Dated as of this 11th day of March, 2002.

THE BANK OF NEW YORK, as Agent

By: [Signature]
Name: NICOLA A. FOLINI
Title: VICE PRESIDENT

STATE OF NEW YORK)
)ss:
COUNTY OF NEW YORK)

On this 11th day of March 2002, before me, personally appeared NICOLA A. FOLINI, to me personally known, who being by me duly sworn, says that (s)he is a _____ of THE BANK OF NEW YORK, and that said instrument was signed on behalf of said corporation by the authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)
My commission expires:
LUCILLE MERCURIO
Notary Public, State of New York
No. 03-4654994
Qualified in Bronx County
Certificate filed in New York County
Commission Expires December 31, 2005

[Signature]
Notary Public

Exhibit A

Type and Specifications

10'6" 75-ton General Purpose Boxcars with
10' sliding doors and nailable steel flooring

Builder's Specifications: C-80-0506-1 5/6/80

Builder's Plant: Renovo, Pennsylvania

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