

**BALL JANIK LLP**

A T T O R N E Y S

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LOUIS E. GITOMER  
OF COUNSEL  
(202)466-6532

May 23, 2002

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 Complete Termination of U.S. Pledge and Security Agreement, a secondary document, dated May 22, 2002. 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-V.

The name and address of the party to the Complete Termination of U.S. Pledge and Security Agreement is:

Secured Party:

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

A description of the equipment covered by the Complete Termination of U.S. Pledge and Security Agreement consists of all equipment subject to the U.S. Pledge and Security Agreement.

RECORDATION NO. **22754-V** FILED

MAY 23 '02

5-03 PM

**SURFACE TRANSPORTATION BOARD**

lgitomer@bjllp.com

**BALL JANIK** LLP

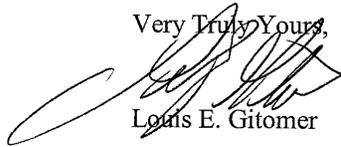
Honorable Vernon A. Williams  
May 23, 2002  
Page 2

A fee of \$30.00 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 Complete Termination of U.S. Pledge and Security Agreement by The Bank of Nova Scotia, 600 Peachtree Street, Suite 2700, Atlanta, GA, 30308, covering all equipment subject to the U.S. Pledge and Security Agreement.

Very Truly Yours,



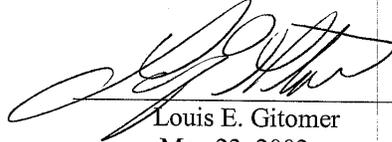
Louis E. Gitomer

Enclosures



CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Complete Termination of U.S. Pledge and Security Agreement dated as of May 22, 2002, 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.

A handwritten signature in black ink, appearing to read 'Louis E. Gitomer', is written over a horizontal line.

Louis E. Gitomer  
May 23, 2002