

BALL JANIK LLP

A T T O R N E Y S

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June 5, 2002



RECORDATION NO. 19070-A FILED

JUN 05 '02

2:58 PM

SURFACE TRANSPORTATION BOARD

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 and Release of Security Interests and Liens, a secondary document, dated as of May 22, 2002. The primary document to which this is connected is recorded under Recordation Number 19070. We request that this document be recorded under Recordation Number 19070-A.

The name and address of the party to the Complete Termination and Release of Security Interests and Liens is:

Secured Party:

Bank of America, N.A., formerly known as The Bank of America National Trust and Savings Association
101 North Tryon Street
Charlotte, NC 28255

A description of the equipment covered by the Complete Termination and Release of Security Interests and Liens consists of all equipment.

BALL JANIK LLP

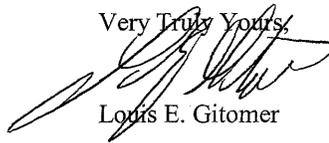
Honorable Vernon A. Williams
June 5, 2002
Page 2

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 and Release of Security Interests and Liens by Bank of America, N.A., formerly known as The Bank of America National Trust and Savings Association, 101 North Tryon Street, Charlotte, NC 28255, covering all equipment.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", is written over the typed name below.

Louis E. Gitomer

Enclosures

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**COMPLETE TERMINATION AND RELEASE
OF SECURITY INTERESTS AND LIENS**

SURFACE TRANSPORTATION BOARD

The undersigned, Bank of America, N.A. (formerly known as The Bank of America National Trust and Savings Association), as Agent ("Secured Party"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates, releases and discharges its right, security interest, lien and any other interests granted under or with respect to that certain Security Agreement dated as of November 7, 1994 by Akron Barberton Cluster Railway Company in favor of Secured Party that was filed with the Interstate Commerce Commission on November 21, 1994 as Recordation Number 19070 ("Security Agreement").

BANK OF AMERICA, N.A. (formerly known as
The Bank of America National Trust and
Savings Association, as Agent

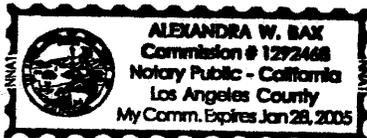
By: *David Price*
Printed Name: DAVID PRICE
Title: Vice President

State of CALIFORNIA)
County of LOS ANGELES)^{ss:}

On this 22nd day of MAY, 2002, before me personally appeared DAVID PRICE, to me personally known, who being by me duly sworn, says that (s)he is the VICE PRESIDENT of Bank of America, N.A. (formerly known as The Bank of America National Trust and Savings Association), as Agent, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of Bank of America, N.A., as Agent.

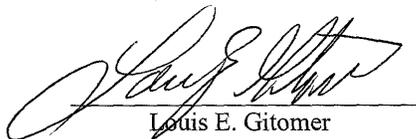
Alexandra W. Bay
Notary Public

(Notarial Seal)



CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Complete Termination and Release of Security Interests and Liens 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", written over a horizontal line.

Louis E. Gitomer
June 5, 2002