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July 31, 2002

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

RECORDATION NO. 19160-A FILED  
JUL 31 '02 9-45 AM  
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Partial Release of Chattel Mortgage and Security Agreement, dated July 22, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to Chattel Mortgage and Security Agreement-N previously filed with the Commission under Recordation Number 19160.

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

Secured Party: Fifth Third Bank  
(successor in interest  
to Old Kent Bank)  
233 South Wacker Drive, Suite 400  
Chicago, IL 60606-6396

[Debtor: Residual Based Finance  
Corporation  
Three First National Plaza  
Suite 777  
Chicago, IL 60602]

A description of the railroad equipment covered by the enclosed document is:

46 gondola railcars within the series DEEX 1083 – DEEX 3139.

Mr. Vernon A. Williams  
July 31, 2002  
Page Two

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

Partial Release of Chattel Mortgage and Security Agreement

Also enclosed is a check in the amount of \$30.00 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/anr  
Enclosures

RECEIVED JUL 22 2002

**PARTIAL RELEASE OF CHATTEL MORTGAGE AND SECURITY AGREEMENT**

The undersigned, FIFTH THIRD BANK (successor in interest to Old Kent Bank), Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby terminates, releases and discharges its security interest in and to the following:

Forty-six (46) gondola railcars, bearing DEEX reporting marks and road numbers as set forth on Schedule 1 attached hereto.

Such security interest was granted pursuant to that certain Chattel Mortgage and Security Agreement-N, dated as of January 5, 1995, in favor of the Secured Party (Recordation Number 19160, Recorded on January 6, 1995 at 1:05p.m.). Except as to the collateral released hereby such Chattel Mortgage and Security Agreement continues in full force and effect.

Dated this 22<sup>nd</sup> day of July, 2002

FIFTH THIRD BANK

By: Matthew G. Gable

Title: OFFICER

State of Illinois ) ss:  
County of Cook

On this 22<sup>nd</sup> day of July, 2002, before me, personally appeared MATTHEW G. GABLE, to me personally known, who being by me duly sworn, says that he/she is an OFFICER of Fifth Third Bank and that said instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nancy A. Allen  
Signature of Notary Public



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

[Seal]  
RECORDATION NO. 19160-A FILED

JUL 31 '02 9-45 AM

SURFACE TRANSPORTATION BOARD

Subscribed and sworn to me this 22<sup>nd</sup> day of JULY, 2002.

**Schedule 1**

**Schedule of Railroad Equipment**

Description, Original Mark

1. 46 Gondolas bearing the Reporting Marks of Units of Equipment:

DEEX 1083	DEEX 3085
DEEX 1093	DEEX 3087
DEEX 1094	DEEX 3088
DEEX 1098	DEEX 3093
DEEX 1100	DEEX 3097
DEEX 1101	DEEX 3104
DEEX 1102	DEEX 3109
DEEX 1121	DEEX 3112
DEEX 1127	DEEX 3125
DEEX 1131	DEEX 3126
DEEX 1132	DEEX 3135
DEEX 1148	DEEX 3136
DEEX 1149	DEEX 3139
DEEX 1151	
DEEX 1153	
DEEX 2087	
DEEX 2089	
DEEX 2092	
DEEX 2095	
DEEX 2097	
DEEX 2100	
DEEX 2108	
DEEX 2110	
DEEX 2111	
DEEX 2113	
DEEX 2118	
DEEX 2119	
DEEX 2125	
DEEX 2139	
DEEX 2153	
DEEX 3076	
DEEX 3078	
DEEX 3083	