



Equipment Finance

7659 SW MOHAWK STREET
TUALATIN, OR 97062

July 8, 2003

Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street NW
Washington, DC 20423-0001

RECORDATION NO. 21474-C FILED

JUL 10 '03 2-48 PM

SURFACE TRANSPORTATION BOARD



Re: 600914560A/131.14560.001

Dear Secretary:

Enclosed are two originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The names and addresses of the parties to the documents are as follows:

Lessor/Secured Party: U.S. Bancorp Equipment Finance, Inc.,
as successor in interest to Star Bank, N.A.
by assignment from DJJ Transportation Services, Inc.,
nka Joseph Transportation
13010 SW 68th Parkway
Portland, OR 97223

Lessee/Debtor: Tucson Electric Power Company
3950 E Irvington Road
Tucson, AZ 85714

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

Full Release of the Equipment listed on the Memorandum of Railroad Equipment Lease Agreement (21474), Memorandum of Options, Rights of First Refusal and Remarketing Rights (21474-A), and Assumption Agreement (21474-B) between U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., by assignment from DJJ Transportation Services, Inc., nka Joseph Transportation as Lessor/Secured Party and Tucson Electric Power Company. as Lessee/Debtor dated May 28, 1998, covering the equipment described below:

SEE EXHIBIT A

Please file this FULL Release as a secondary document under Recordation Number 21474 and **return the original to:**

Joseph Transportation
300 Pike Street
Cincinnati, OH 45202

A check covering the filing fee of \$30.00 is enclosed.

Very truly yours,

Annie Brownell
Collateral Specialist
(800) 253-3468 ext. 297

Enclosure(s)

EXHIBIT A

DESCRIPTION OF EQUIPMENT

**ONE HUNDRED THREE (103), 100 TON, 4000 CUBIC CAPACITY,
1978 THRALL-BUILT, STEEL, ROTARY DUMP GONDOLA
RAILCARS BEARING REPORTING MARKS:**

DJJX:

244	359	491	583
248	371	497	585
249	374	500	586
250	376	501	587
251	378	505	588
252	379	507	590
253	382	516	10105
255	383	519	10118
256	385	522	10122
266	393	523	10145
268	395	526	10151
269	397	527	10153
271	408	541	10162
285	412	544	
286	413	551	
292	414	555	
296	418	556	
306	419	558	
307	421	560	
316	455	561	
319	460	563	
323	461	564	
324	462	566	
332	465	571	
334	470	573	
340	471	576	
341	478	577	
345	480	580	
347	483	581	
354	484	582	



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SURFACE TRANSPORTATION BOARD

Full Release

KNOW ALL MEN BY THESE PRESENTS: U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., by assignment from DJJ Transportation Services, Inc., nka Joseph Transportation, hereby releases all of its right, title and interest in and to, the railcars more specifically described as follows:

SEE EXHIBIT A

The primary document(s), to which this FULL RELEASE relates, are between U.S. Bancorp Equipment Finance, Inc., as successor in interest to Star Bank, N.A., by assignment from DJJ Transportation Services, Inc., nka Joseph Transportation, (Lessor/Secured Party) and Tucson Electric Power Company (Lessee/Debtor), were recorded with the Surface Transportation Board, under Recordation Number(s) 21474, 21474-A, 21474-B, dated June 18, 1998.

IN WITNESS WHEREOF, U.S. Bancorp Equipment Finance, Inc., has hereunto set its name, by its proper office thereunto duly authorized, this 8th day of July 2003.

U.S. Bancorp Equipment Finance, Inc.

By: [Signature]
Terri Trout, Collateral Manager

STATE OF OREGON)
)ss.
County of Washington)

On this 8th day of July 2003, personally appeared Terri Trout, to me personally known, who, being duly sworn, did say that she is the Collateral Manager of U.S. Bancorp Equipment Finance, Inc. , and that said instrument was signed by authority of its board of directors, and she acknowledged said instrument to be the free act and deed of said corporation.

BEFORE ME: [Signature]
Notary Public of Oregon



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