

REGISTRATION NO. 23905-B FILED

April 15, 2003

APR 29 '03 3-01 PM

SURFACE TRANSPORTATION BOARD

A Professional Corporation
ATTORNEYS AND COUNSELORS
2800 POST OAK BOULEVARD, WEST TOWER
HOUSTON, TEXAS 77056-0100
MAIN: 713.892.4800

APR 28 2003

Surface Transportation Board
1925 K Street, N.W.
Suite 700
Washington, D.C. 20423

Re: Document for Recordation

To whom it may concern:

I have enclosed two (2) originals of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a release of lien and security interest dated as of March 30, 2003 (the "Release of Lien"), and is a secondary document. The primary document to which this Release of Lien is connected is recorded under Recordation No. 23905.

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

Secured Party:
Southwest Bank of Texas, N.A.
Five Post Oak Park
4400 Post Oak Parkway
Houston, Texas 77027

Debtor:
United Rail Partners, Ltd.
1400 Post Oak Blvd., Suite 270
Houston, Texas 77056

A description of the equipment to be released under the Release of Lien is as follows:

two (2) general purpose tank railcars stencil numbers SRIX-80264 and SRIX-80135 (the "Rail Cars").

A short summary of the Release of Lien to appear in the index is as follows:

Release of Lien dated as of March 30, 2003, between Southwest Bank of Texas, N.A., 5 Post Oak Park, 4400 Post Oak Parkway, Houston, Texas 77027 ("Secured Party") and United Rail Partners, Ltd., 1400 Post Oak Blvd., Suite 270, Houston, Texas 77056 ("Debtor"), and releasing two (2) general purpose tank railcars stencil numbers SRIX-80264 and SRIX-80135.

**Nathan
Sommers
+ Jacobs
Gorman**

Direct: 713.892.4863 | Fax: 713.892.4800
Email: amclaughlin@nathansommers.com

A fee of \$30.00 is enclosed. Please return one (1) file stamped original to the undersigned after recording.

Sincerely,



Ana M. McLaughlin
Legal Assistant

:AMM

encl

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RELEASE OF LIEN AND SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS THAT:
COUNTY OF HARRIS §

WHEREAS, SOUTHWEST BANK OF TEXAS, N.A. ("Lender") is the owner and holder of certain indebtedness (the "Indebtedness") of UNITED RAIL PARTNERS, LTD., a Texas limited partnership (the "Debtor"), which was secured by that certain Security Agreement, dated December 15, 2000, executed by Debtor for the benefit of Lender (the "Security Agreement"), filed with the Surface Transportation Board of the Department of Transportation under file number 23905, covering, among other things, two (2) railroad cars, specifically:

two (2) general purpose tank railcars stencil numbers SRIX-80264 and SRIX-80135 (the "Rail Cars");

WHEREAS, the Indebtedness has be paid in part but not in full.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, Lender hereby RELEASES and DISCHARGES all liens, rights, titles, interests, assignments and security interests covering or related to the Rail Cars held by Lender, including the liens and security interests created by the Security Agreement in the Rail Cars.

EXECUTED as of March 30, 2003.

SOUTHWEST BANK OF TEXAS, N.A.

By: [Signature]
Name: Ross Bartley
Title: Assistant Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 30 day of March, 2003, this instrument was acknowledged before me by Ross Bartley as Assistant Vice President of Southwest Bank of Texas, N.A., a national association, on behalf of such association by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Rosalie M. Bonura
Notary Public, State of Texas

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