RECORDATION NO. 14476-J FILED

JUN 13 '03 3-23 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

June 13, 2003

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

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of Partial Release of Security Interest, dated June 11, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement which was previously filed with the Board under Recordation Number 14476-G.

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

Collateral Trustee: Wilmington Trust Company
1100 North Market
Wilmington, Delaware 19890

[Owner Trustee: State Street Bank and Trust Company
of Connecticut, N.A.
225 Franklin Street
Boston, MA 02110]

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

Seven Locomotives within series SP 7754 – SP 7766

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

Partial Release of Security Interest

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

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PARTIAL RELEASE OF SECURITY INTEREST

The undersigned, WILMINGTON TRUST COMPANY, not in its individual capacity, but solely as trustee under the Collateral Trust Agreement dated as of August 21, 2001, (the " Collateral Trustee"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by it insofar as the same encumbers that certain railroad equipment identified as follows:

Seven (7) locomotives SP 7754, SP 7756, SP 7758, SP 7759, SP 7763, SP 7764 and SP 7766.

Such security interest was granted pursuant to that certain Security Agreement, dated August 21, 2001, in favor of the Collateral Trustee, by State Street Bank and Trust Company of Connecticut, as Owner Trustee, a Memorandum of which was filed with the Surface Transportation Board on August 21, 2001 at 2:08 p.m. under Recordation Number 14476-G.

Nothing herein contained shall be deemed to discharge, terminate or release any other collateral held by the Collateral Trustee and encumbered by the aforesaid Security Agreement.

WILMINGTON TRUST COMPANY,
Collateral Trustee

By: _____

Name: STEVEN CIMALORE

Title: VICE PRESIDENT

STATE OF DELAWARE)
) ss:
COUNTY OF NEW CASTLE)

On this 11TH day of June, 2003, before me personally appeared STEVEN CIMALORE, to me personally known, who, being by me duly sworn, said that says he/she is a VICE PRESIDENT of Wilmington Trust Company that said instrument was signed on behalf of said Delaware banking corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

Karen S. Newson
NOTARY PUBLIC

My commission expires:

KAREN STANETTE NEWSON
NOTARY PUBLIC-DELAWARE
My Commission Expires June 28, 2005