

RECORDATION NO. 23821-A FILED

AUG 28 '03 11-46 AM

SURFACE TRANSPORTATION BOARD

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

August 28, 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 a Release of Lien, dated as of August 27, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement which was previously filed with the Board under Recordation Number 23821.

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

Lessor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

[Lessee: Tucson Electric Power Company]

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

8 railcars within the series JTSX 900134 – JTSX 900370

Mr. Vernon A. Williams
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A short summary of the document to appear in the index follows:

Release of Lien

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,

A handwritten signature in black ink, appearing to read "R. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

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**RELEASE OF LIEN
OF
LEASE AGREEMENT**

AUG 28 '03 11-46 AM
SURFACE TRANSPORTATION BOARD

This Release of Lease Agreement Lien (the "Release") releases the lien created by that certain Lease Agreement dated as of October 11, 2001 (the "Lease") between Joseph Transportation Services, Inc. as Lessor ("Lessor") and Tucson Electric Power Company, as Lessee ("Lessee"), filed with the Surface Transportation Board on January 14, 2002 under Recordation No. 23821, with respect to eight (8) railcars bearing reporting marks JTSX 900134, JTSX 900144, JTSX 900179, JTSX 900206, JTSX 900242, JTSX 900266, JTSX 900338, and JTSX 900370 (hereinafter, the "Equipment").

WHEREAS, Lessor and Lessee executed the Lease Agreement relating to the Equipment. Such Lease Agreement expired May 31, 2003.

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lessor submits the following:

1. The Lessor hereby releases any lien created by or arising out of the Lease.
2. This Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Equipment constituted by the Lease.

In witness whereof, the Lessor has caused this Release to be duly executed by its authorized officer as of the 27th day of August, 2003.

WITNESS:

JOSEPH TRANSPORTATION SERVICES, INC.

Angela D. Watts

By: *Linda M. Baughman*

Name: Linda M. Baughman

Title: Assistant Secretary

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing Release of Lien of Lease Agreement was acknowledged before me this 27th day of August, 2003, by Linda M. Baughman, the Assistant Secretary of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.


Notary Public

My Commission expires:

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.03 O.R.C.

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

8/28/03



Robert W. Alvord