RECORDATION NO. 13846-D FILED

SEP 0 5 '03 11-06 AM

SURFACE TRANSPORTATION BOARD

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

September 5, 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 Termination of Lease and Release of Lien, dated as of August 29, 2003 a secondary document as defined in the Board's Rules for the Recordation.

The enclosed document relates to the Trust Indenture previously filed with the Commission under Recordation Number 13846.

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

Indenture Trustee: State Street Bank and Trust Company
Of Connecticut
225 Franklin Street
Boston, Massachusetts 02110

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

200 flat bottom gondola railcars identified as follows:

SEMX 82000 – SEMX 82047
SEMX 82900 – SEMX 82901
SEMX 82048 – SEMX 82097
SEMX 83100 – SEMX 83197
SEMX 83902 – SEMX 83903

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

Termination of Lease and 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 each of the enclosed documents to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/anr
Enclosures

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SURFACE TRANSPORTATION BOARD

TERMINATION OF LEASE
AND
RELEASE OF LIEN

State Street Bank and Trust Company ("State Street"), successor in interest to The Connecticut Bank and Trust Company ("Connecticut"), as Owner Trustee/ Lessor, and successor in interest to Southeast Bank, N.A. ("Southeast"), as Indenture Trustee, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby confirm:

(1) the Equipment Lease, dated as of November 1, 1982, as amended (the "Equipment Lease"), between Connecticut, as Lessor, and Seminole Electric Cooperative, Inc., as Lessee, has been terminated in accordance with its terms; and

(2) the terms and conditions of the Trust Indenture, dated as of November 1, 1982, as amended (the "Trust Indenture"), between Connecticut, as Owner Trustee/Borrower, and Southeast, as Indenture Trustee, have been fully satisfied; and

(3) the release of all rights, obligations and security interests created by, or granted under, the aforesaid Equipment Lease and Trust Indenture.

The Equipment Lease and Trust Indenture were duly recorded with the Interstate Commerce Commission (n/k/a the Surface Transportation Board) under Recordation Numbers 13852 and 13846, respectively.

The railroad equipment covered by the Equipment Lease and Trust Indenture consisted of 200 flat bottom gondola railcars identified as follows:

SEMX 82000 – SEMX 82047
SEMX 82900 – SEMX 82901
SEMX 82048 – SEMX 82097
SEMX 83100 – SEMX 83197
SEMX 83902 – SEMX 83903

This instrument is to be recorded with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. Section 11301.

IN WITNESS WHEREOF, State Street executed this instrument as of the 29 day of August, 2003.

STATE STREET BANK AND
TRUST COMPANY OF CONNECTICUT
as successor Owner Trustee and Lessor

By: _____

Name: PAUL D. ALLEN

Title: ATTORNEY IN FACT

STATE STREET BANK AND
TRUST COMPANY OF CONNECTICUT
as successor Indenture Trustee

By: _____

Name: PAUL D. ALLEN

Title: ATTORNEY IN FACT

STATE OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

On this 2ND day of SEPT., 2003, before me personally appeared PAUL D. ALLEN, to me personally known, who, being by me duly sworn, said that he/~~she~~ is an ATTY IN FACT of State Street Bank and Trust Company of Connecticut, that he/~~she~~ is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said 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.

Christine E. Sampson
NOTARY PUBLIC

My commission expires:

Christine E. Sampson
Notary Public
My Commission Expires March 28, 2008

STATE OF MASSACHUSETTS)
) ss:
COUNTY OF SUFFOLK)

On this 2ND day of SEPT., 2003, before me personally appeared PAUL D. ALLEN, to me personally known, who, being by me duly sworn, said that he/~~she~~ is an ATTY IN FACT of State Street Bank and Trust Company of Connecticut, that he/~~she~~ is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said 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.

Christine E. Sampson
NOTARY PUBLIC

My commission expires:

Christine E. Sampson
Notary Public
My Commission Expires March 28, 2008

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: 9/5/03

Robert W. Alvord