

**FULBRIGHT & JAWORSKI L.L.P.**

A REGISTERED LIMITED LIABILITY PARTNERSHIP  
1301 MCKINNEY, SUITE 5100  
HOUSTON, TEXAS 77010-3095  
WWW.FULBRIGHT.COM

RECORDATION NO. 18855-P FILE

OCT 22 '03 1-24 PM

SURFACE TRANSPORTATION BOARD

NBIANCHI@FULBRIGHT.COM  
DIRECT DIAL: (713) 651-5114

TELEPHONE: (713) 651-5151  
FACSIMILE: (713) 651-5246

October 15, 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 original copies of the **Partial Release of Indenture Lien** (Solvay Minerals Equipment Trust 1994) dated as of July 31, 2003, a secondary document as defined in the Board's Rules for Recordation of Documents.

The enclosed document relates to the Solvay Minerals Equipment Trust 1994 documents which were previously filed with the Board under Recordation Number 18855.

The names and addresses of the parties to the enclosed document are:

Indenture	U.S. Bank National Association
Trustee	Goodwin Square
	225 Asylum Street, 23 <sup>rd</sup> Floor
	Hartford, CT 06103

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

441 1110-ton 4,650 cubic foot capacity Center Flow® covered hopper railcars manufactured by ACF Industries, Incorporated bearing SMNX reporting marks and road numbers 100 to 138, 140 to 145, 147 to 162, 164 to 201, 203 to 216, 218 to 272, 274 to 302, 304 to 307, 309 to 314, 316 to 322, 324 to 335, 337, 338, 340 to 367, 369 to 387, 389 to 410, 412 to 555.

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

This document removes railcar SMNX 308 from the Trust Indenture and Security Agreement (Solvay Minerals Equipment Trust 1994) dated as of June 1, 1994, as amended, due to the destruction of railcar SMNX 308 in a casualty event on May 6, 2003.

45370785.1/10019596 (SMNX 308)

Mr. Vernon A. Williams  
October 15, 2003  
Page 2

Kindly return a stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script that reads "Nina Bianchi Skinner". The signature is written in black ink and is positioned above the printed name.

Nina Bianchi Skinner

NBS/ak  
Enclosures

---

---

PARTIAL RELEASE  
OF INDENTURE LIEN  
(Solvay Minerals Equipment Trust 1994)

RECORDATION NO. 18855-P FILED  
OCT 22 '03 1-24 PM  
SURFACE TRANSPORTATION BOARD

Dated as of July 31, 2003

of

**U.S. BANK NATIONAL ASSOCIATION,**  
not in its individual capacity, but solely as trustee  
under the Trust Indenture and Security Agreement  
(Solvay Minerals Equipment Trust 1994)  
dated as of June 1, 1994,  
between Owner Trustee and Indenture Trustee

**Indenture Trustee**

**SMNX 308**

---

---

FILED WITH THE UNITED STATES SURFACE TRANSPORTATION BOARD  
PURSUANT TO 49 U.S.C. SECTION 11301 ON OCTOBER \_\_, 2003, AT \_\_\_\_\_.M.  
UNDER RECORDATION NUMBER 18855-\_\_ AND DEPOSITED WITH THE OFFICE OF  
THE REGISTRAR GENERAL OF CANADA PURSUANT TO SECTION 105 OF THE  
CANADA TRANSPORTATION ACT ON OCTOBER \_\_, 2003, AT \_\_\_\_\_.M.

PARTIAL RELEASE  
OF INDENTURE LIEN

(Solvay Minerals Equipment Trust 1994)

THIS PARTIAL RELEASE OF INDENTURE LIEN dated as of July 31, 2003 (this "Partial Release"), of U.S. BANK NATIONAL ASSOCIATION (successor to State Street Bank and Trust Company), a national banking association, not in its individual capacity, but solely as trustee ("Indenture Trustee") under the Trust Indenture and Security Agreement (Solvay Minerals Equipment Trust 1994) dated as of June 1, 1994 (the "Indenture"), between Wilmington Trust Company, a Delaware banking corporation, not in its individual capacity, but solely as trustee ("Owner Trustee") under the Trust Agreement (Solvay Minerals Equipment Trust 1994) dated as of June 1, 1994, and Indenture Trustee.

WITNESSETH:

WHEREAS, the Indenture was filed with the Interstate Commerce Commission (the "ICC"), predecessor to the Surface Transportation Board (the "STB"), pursuant to 49 U.S.C. Section 11303 on June 22, 1994, and deposited with The Office of the Registrar General of Canada (the "Registrar") pursuant to Section 90 of the Railway Act of Canada on June 22, 1994;

WHEREAS, Indenture Supplement No. 1 (Solvay Minerals Equipment Trust 1994) by Owner Trustee in favor of Indenture Trustee was filed with the ICC on June 22, 1994, and deposited with the Registrar on June 22, 1994;

WHEREAS, Indenture Supplement No. 2 (Solvay Minerals Equipment Trust 1994) by Owner Trustee in favor of Indenture Trustee was filed with the STB on April 18, 1996, and deposited with the Registrar on April 18, 1996;

WHEREAS, Indenture Supplement No. 3 (Solvay Minerals Equipment Trust 1994) by the Owner Trustee in favor of the Indenture Trustee was filed with the STB on July 16, 1998, and deposited with the Registrar on June 29, 1998;

WHEREAS, Partial Release (Solvay Minerals Equipment Trust 1994) dated as of March 1, 2002 of Indenture Trustee was filed with the STB on March 21, 2002, and deposited with the Registrar on March 28, 2002;

WHEREAS, the Equipment described in Schedule I hereto (the "Lost Equipment") suffered an Event of Loss;

WHEREAS, Solvay Minerals, Inc. ("Lessee") has paid the Stipulated Loss Value with respect to the Lost Equipment and otherwise fulfilled its SLV Obligations, as defined in the Lease, with respect thereto; and

WHEREAS, pursuant to Sections 2.14(a)(i) and 10.01(a) of the Indenture and Section 28(c) of the Lease, Indenture Trustee is required to release the Items of Lost Equipment from the Lien of the Indenture.

NOW, THEREFORE, Indenture Trustee does agree and stipulate as follows, intending to be legally bound:

1. Capitalized terms used but not otherwise defined herein (including those used in the foregoing recitals) shall have the meanings specified in Schedule X to the Participation Agreement dated as of June 1, 1994, among Manufacturers Hanover Leasing International Corp. (successor to J.P. Morgan Interfunding Corp.), Wilmington Trust Company, in its individual capacity and as Owner Trustee, Lessee and others, as such Schedule X existed on the Closing Date and as such Schedule X shall have been amended to and including the date hereof, which Schedule X shall for all purposes constitute a part of this Partial Release.

2. Indenture Trustee acknowledges receipt from Lessee of the amount of \$53,005.39 constituting the Stipulated Loss Value of the Lost Equipment.

3. The Item of Lost Equipment is hereby released from the Lien of the Indenture, and Indenture Trustee releases any and all claims in or to said Item of Lost Equipment.

4. Indenture Trustee authorizes lessee to file, in all applicable jurisdictions, an appropriate Uniform Commercial Code instrument of partial release with respect to the Item of Lost Equipment and Indenture Trustee hereby authorizes the filing of a UCC financing statement amendment (which may be on form UCC3) to reflect the release of the Lost Equipment from the Lien of the Indenture.

5. THIS PARTIAL RELEASE SHALL IN ALL RESPECTS BE GOVERNED BY, AND CONSTRUED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK, INCLUDING ALL MATTERS OF CONSTRUCTION, VALIDITY AND PERFORMANCE. This Partial Release may be executed by the Indenture Trustee in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, Indenture Trustee has caused this Partial Release to be duly executed by one of its officers thereunto duly authorized on the day and year first above written.

U.S. BANK NATIONAL ASSOCIATION, not in its individual capacity, but solely as Indenture Trustee

By: Melissa A. DuMont

Name: Melissa A. DuMont

Title: Assistant Vice President



SCHEDULE I TO PARTIAL RELEASE OF INDENTURE LIEN

Description of the Lost Equipment:

One Center Flow® covered hopper railcar of 4,650 cubic foot capacity, initialed SMNX and numbered 308, together with all parts, appurtenances and other equipment or property attached to said unit of railroad equipment.