

RECORDATION NO. 19075-1 FILED

JAN 08 '04 10-41 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

January 8, 2004

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 TEP Assignment and Security Agreement, dated January 6, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the TEP Assignment and Security Agreement, as amended, previously filed with the Commission/Board under Recordation Numbers 19075-A and 19075-B.

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

Secured Party: GE Commercial Equipment Financing  
(successor in interest  
to Heller Financial Leasing, Inc.)  
44 Old Ridgebury Road  
Danbury, CT 06810

[Debtor: Residual Based Finance  
Corporation  
Three First National Plaza  
Suite 777  
Chicago, IL 60602]

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

103 gondola railcars within the series OFSX 84001 – OFSX 84110

Mr. Vernon A. Williams  
January 8, 2004  
Page Two

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

Release of TEP Assignment and Security Agreement

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

RECORDATION NO. 19075-D FILED

JAN 08 '04 11:41 AM

SURFACE TRANSPORTATION BOARD

**RELEASE OF TEP ASSIGNMENT AND SECURITY AGREEMENT AND AMENDMENT TO TEP ASSIGNMENT AND SECURITY AGREEMENT**

The undersigned, GE Commercial Equipment Financing (successor in interest to Heller Financial, Inc.), Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby terminates, releases and discharges its security interest in and to the following:

One Hundred Three (103) Steel Rotary Gondola Cars, bearing OFSX reporting marks and road numbers as set forth on Schedule 1 attached hereto.

Such security interest was granted pursuant to that certain TEP Assignment and Security Agreement dated as of November 30, 1994 in favor of Secured Party (Recordation Number 19075-A, Recorded on November 30, 1994 at 11:50 a.m.) and that certain Amendment to TEP Assignment and Security Agreement, dated as of December 29, 2000, in favor of the Secured Party (Recordation Number 19075-B, Recorded on January 17, 2001 at 11:27 a.m.).

Dated this 6 day of January, 2004

GE COMMERCIAL EQUIPMENT FINANCING

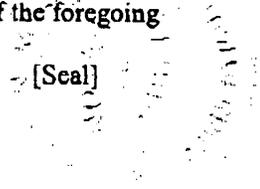
By: [Signature]

Title: PAID OFF SPECIALIST

State of Connecticut )  
County of Fairfield ) ss:

On this 6 day of January, 2004, before me, personally appeared Evans Obeng, to me personally known, who being by me duly sworn, says that he/she is an PAID OFF SPECIALIST of GE Commercial Equipment Financing and that said instrument was signed on behalf of said Corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Signature]  
Signature of Notary Public



My commission expires 8/31/05

Subscribed and sworn to me this 6 day of January, 2004.

**Schedule 1**

**Schedule of Railroad Equipment**

1. One Hundred Five (103) Steel Rotary Gondola Cars bearing the Reporting Marks of Units of Equipment:

OFSX 84001 through OFSX 84110 excluding 84017, 84033, 84045, 84060, 84075, 84106 & 84107

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: \_\_\_\_\_

1/8/04



\_\_\_\_\_  
Robert W. Alvord