



The David J. Joseph Company

RECORDATION NO. 19696-E FILED

MAR 8 '04 2-45 PM

SURFACE TRANSPORTATION BOARD

March 3, 2004

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W., Suite 715  
Washington, DC 20423-0001



Dear Mr. Williams:

Please find enclosed, two (2) originals of the Release of Lien of Options, Rights of First Refusal and Remarketing Rights between the following parties:

ICX Corporation  
3 Summit Park Drive, Suite 300  
Cleveland, OH 44131

The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Please see Schedule I attached hereto for the equipment, (40) railcars, involved in this transaction.

This filing is to appear in the index as follows: Release of Lien of Options, Rights of First Refusal and Remarketing Rights related to forty (40) railcars bearing reporting marks GSWR 46001-46065, sporadic and MMRR 46071-46148, sporadic.

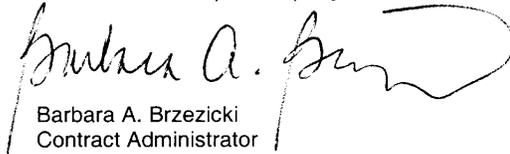
Please file this as a secondary document under the Recordation Number 19696-E as it relates to the Memorandum of Railroad Equipment Lease Agreement between Railtex Inc. and The David J. Joseph Company and dated 10/23/95.

The filing fee for this document in the amount of \$30.00 is included in the enclosed check. Please return the original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6082.

Sincerely,

The David J. Joseph Company

  
Barbara A. Brzezicki  
Contract Administrator

Enclosures

RECORDATION NO. 19696-E FILED

MAR 8 '04 2-45 PM

**RELEASE OF LIEN  
OF  
OPTIONS, RIGHTS OF FIRST REFUSAL AND REMARKETING RIGHTS**

SURFACE TRANSPORTATION BOARD

This Release of Options, Rights of First Refusal and Remarketing Rights (the "Release") releases the lien created by that certain Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of December 7, 1995 (the "Memorandum"), bearing Surface Transportation Board ("STB") Recordation No. 19696-B, filed on January 26, 1996, between **ICX Corporation** (hereinafter referred to as "ICX") and **The David J. Joseph Company** (hereinafter referred to as "Joseph"), relating to forty (40) railcars as set forth in Schedule I attached hereto ("Railcars").

WHEREAS, the forty (40) Railcars were leased pursuant to the Railroad Equipment Lease dated October 23, 1995, with Railtex, Inc., as Lessee, and Joseph, as Lessor, as subsequently assigned to ICX, as Lessor, on December 7, 1995, (hereinafter referred to as the "Lease");

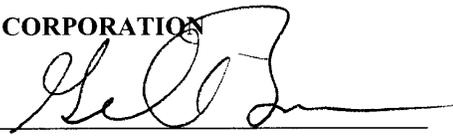
WHEREAS, Joseph has purchased the forty (40) Railcars subject to the Lease (hereinafter referred to as the "Equipment") from ICX, and by such act, all interest of ICX, its successors and assigns, in the Equipment arising pursuant to the Memorandum has been terminated;

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

1. Joseph has purchased the Equipment from ICX.
2. All interest of ICX, its successors and assigns, in the Equipment arising pursuant to the Memorandum has been terminated.
3. ICX hereby releases any lien created by or arising out of the Memorandum.
4. 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 Memorandum and shall bear Recordation Number 19696-E.

IN WITNESS WHEREOF, the parties have executed this Release as of December 21, 2000.

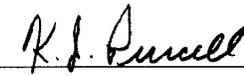
**ICX CORPORATION**

By: 

Name: GERARD BENDER

Title: SR. V.P.

**JOSEPH TRANSPORTATION SERVICES, INC.**

By: 

Name: Kevin J. Purcell

Title: EVP and CFO

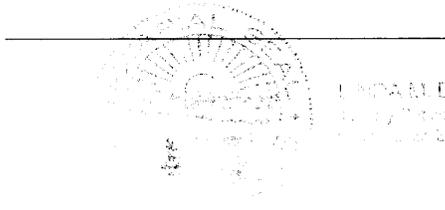
STATE OF OHIO )  
 ) SS:  
COUNTY OF HAMILTON )

On this 21<sup>st</sup> day of December, 2000, before me the subscriber, Linda Baughman, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Kevin J. Purcell, to me personally known, who stated and acknowledged that he is the VP and CFO of Joseph Transportation Services, Inc., a Delaware corporation, and duly authorized by authority of the Board of Directors or By-laws of said corporation in his capacity as such officer to execute and acknowledge this document for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered this document as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 21<sup>st</sup> day of December, 2000.

Linda M. Baughman  
(Notary Signature)

My commission expires:

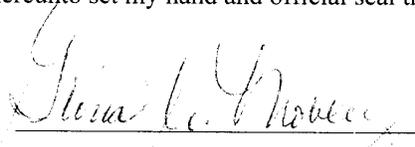


LINDA M. BAUGHMAN  
Notary Public, State of Ohio  
Commission Expires 12/31/2002

STATE OF OHIO )  
 ) SS:  
COUNTY OF CUYAHOGA )

On this 21<sup>st</sup> day of December, 2000, before me the subscriber, Gloria A. Mobley, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Jerald Bender, to me personally known, who stated and acknowledged that he is the SR VP of ICX Corporation, an Ohio corporation, and duly authorized by authority of the Board of Directors or By-laws of said corporation in his capacity as such officer to execute and acknowledged this document for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered this document as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 21<sup>st</sup> day of December, 2000.

  
(Notary Signature)

My commission expires:  
GLORIA A. MOBLEY  
Notary Public, State of Ohio, Cuy. Cty.  
My Commission Expires Feb. 2, 2005

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**SCHEDULE I  
TO  
RELEASE OF LIEN  
OF  
OPTIONS, RIGHTS OF FIRST REFUSAL AND REMARKETING RIGHTS**

**CARS:** Forty (40) railcars bearing reporting marks as follows:

GSWR 46001, 46004, 46006, 46010, 46017, 46022, 46029, 46030, 46034, 46036, 46044, 46047, 46049, 46054, 46055, 46056, 46059, 46060, 46063, and 46065; and

MMRR 46071, 46072, 46074, 46076, 46077, 46086, 46087, 46091, 46095, 46098, 46099, 46115, 46118, 46124, 46132, 46133, 46138, 46139, 46140, and 46148.

**LEASE:** Lease between Railtex, Inc., as Lessee, and Joseph Transportation Services, Inc., as Lessor, dated October 23, 1995 and subsequently assigned to ICX Corporation, as Assignee, by an Assignment and Assumption Agreement dated as of December 7, 1995.