

RECORDATION NO. 16716-E FILED

MAR 10 '04 1-05 PM

SURFACE TRANSPORTATION BOARD

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

March 10, 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 Chattel Mortgage and Security Agreement, dated March 5, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Mortgage and Security Agreement and the Assignment of Lease and Rents previously filed with the Commission under Recordation Numbers 16716 and 16716-A.

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

Lessor: Thrivent Financial for Lutherans
(f/k/a Aid Association for Lutherans)
4321 North Ballard Road
Appleton, WI 54919]

Lessee: 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:

123 covered hopper railcars: BNSF 465001 - BNSF 465064, BNSF 465241 -
BNSF 465266 and BNSF 465268 - BNSF 465300.

Mr. Vernon A. Williams
March 10, 2004
Page Two

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

Release of Chattel Mortgage 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/anm
Enclosures

RELEASE OF CHATTEL MORTGAGE AND SECURITY AGREEMENT

The undersigned, Thrivent Financial for Lutherans (successor in interest to Aid Association for Lutherans), 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 twenty three (123) Covered Hopper Rail Cars bearing BN reporting marks and road numbers as set forth on Schedule 1 attached hereto and the rights of Residual Based Finance Corporation ("Residco") in and to the Lease Agreement, together with Rider One and Rider Two thereto, each dated as of December 29, 1989, between Residco, as lessor, and The Burlington Northern and Santa Fe Railway Company, successor in interest to Burlington Northern Railroad Company, as lessee.

Such security interest was granted pursuant to that certain Mortgage and Security Agreement, dated January 10, 1990, in favor of the Secured Party (Recordation Number 16716, Filed January 11, 1990, 11:35 p.m.), and Assignment of Lease and Rents, dated January 10, 1990, in favor of the Secured Party (Recordation Number 16716-A, filed January 11, 1990, 11:35 a.m.).

Dated this 5th day of March 2004

RECORDATION NO. 16716-E FILED Thrivent Financial for Lutherans
(as successor to Aid Association for Lutherans)
MAR 10 '04 1-05 PM By: Mark O. Swenson

SURFACE TRANSPORTATION BOARD Title: Vice President

State of MINNESOTA

) ss:

County of HENNEPIN

On this 5th day of March, 2004 before me, personally appeared Mark O. Swenson, to me personally known, who being by me duly sworn, says that he is a Vice President of Thrivent Financial for Lutherans 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.

[Seal]

Marlene J. Nogle
Signature of Notary Public
My commission expires _____



Schedule 1

Schedule of Railroad Equipment

Description and Car Marks:

As per Mortgage and Security Agreement, between Residual Based Finance Corporation ("debtor") and Aid Association for Lutherans, its successors and assigns ("Secured Party") dated January 10, 1990, Exhibit A:

- (i) Fifty-nine (59), 1980 built, 4750 cubic foot capacity, 100-ton covered hopper cars bearing the following Association of American Railroads ("A.A.R.") reporting marks:

BN 465241 through BN 465266
BN 465268 through BN 465300

- (ii) Sixty-four (64), 1980 built, 4750 cubic foot capacity, 100-ton covered hopper cars bearing the following A.A.R. reporting marks:

BN 465001 through BN 465064

Also noted:

Eight (8) casualties occurring during the life of the Mortgage and Security Agreement for which settlement has been received by the "Secured Party":

BN 465013	BN 465266
BN 465014	BN 465269
BN 465057	BN 465279
BN 465263	BN 465294

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: _____

3/10/04



Robert W. Alvord