

RECORDATION NO. 19833-L FILED

FULBRIGHT & JAWORSKI L.L.P. MAY 07 '04
A REGISTERED LIMITED LIABILITY PARTNERSHIP
1301 MCKINNEY, SUITE 5100
HOUSTON, TEXAS 77010-3095
WWW.FULBRIGHT.COM

1-5 3 PM

SURFACE TRANSPORTATION BOARD

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

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

April 28, 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 original copies of the **Partial Release of Indenture Lien** (Solvay Minerals Equipment Trust 1995) dated as of April 19, 2004, a secondary document as defined in the Board's Rules for Recordation of Documents.

The enclosed document relates to the Solvay Minerals Equipment Trust 1995 documents which were previously filed with the Board under Recordation Number 19833.

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 rd Floor
	Hartford, CT 06103

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

Four hundred ninety five (495) Center Flow covered hopper rail cars of 4,650 cubic foot capacity bearing SMNX reporting marks and road numbers 556 to 736, 738 to 804, 806 to 812, 814 to 863, 865 to 1011, and 1013 to 1055, together with all parts, appurtenances and other equipment and property attached thereto.

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

This document removes railcar SMNX 864 from the Trust Indenture and Security Agreement (Solvay Minerals Equipment Trust 1995) dated as of September 1, 1995, as amended, due to the destruction of railcar SMNX 864 in a casualty event on May 6, 2003.

45450827.1/10019596 (SMNX 864)

AUSTIN • DALLAS • HONG KONG • HOUSTON • LONDON • LOS ANGELES • MINNEAPOLIS • MUNICH • NEW YORK • SAN ANTONIO • WASHINGTON DC

Mr. Vernon A. Williams
April 28, 2004
Page 2

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

Very truly yours,


Nina Bianchi Skinner

NBS/ak
Enclosures

RECORDATION NO. 19833-L FILED

PARTIAL RELEASE

MAY 07 '04

1-5 3 PM

(Solvay Minerals Equipment Trust 1995)

SURFACE TRANSPORTATION BOARD

Dated as of April 19, 2004

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 1995),
dated as of September 1, 1995, between
Owner Trustee and Indenture Trustee
Indenture Trustee

SMNX 864

FILED WITH THE UNITED STATES SURFACE TRANSPORTATION BOARD
PURSUANT TO 49 U.S.C. SECTION 11301 ON MAY __, 2004, AT ____ .M.
RECORDATION NUMBER 19833-__ AND DEPOSITED WITH THE OFFICE OF THE
REGISTRAR GENERAL OF CANADA PURSUANT TO SECTION 105 OF THE CANADA
TRANSPORTATION ACT ON MAY __, 2004, AT ____ .M.

PARTIAL RELEASE

(Solvay Minerals Equipment Trust 1995)

THIS PARTIAL RELEASE (Solvay Minerals Equipment Trust 1995) dated as of April 19, 2004 (this "Partial Release"), of U.S. BANK NATIONAL ASSOCIATION (successor to State Street Bank and Trust Company), as Indenture Trustee ("Indenture Trustee") under the Trust Indenture and Security Agreement (Solvay Minerals Equipment Trust 1995) dated as of September 1, 1995 (including all supplements thereto, the "Indenture"), between Owner Trustee and Indenture Trustee.

WITNESSETH:

WHEREAS, the Indenture was filed with the Surface Transportation Board (formerly the Interstate Commerce Commission) (the "STB") pursuant to 49 U.S.C. Section 11303 on December 26, 1995, and deposited with The Office of the Registrar General of Canada (the "Registrar") pursuant to Section 90 of the Railway Act of Canada on January 29, 1996;

WHEREAS, Indenture Supplement No. 1 (Solvay Minerals Equipment Trust 1995) by the Owner Trustee in favor of the Indenture Trustee was filed with the STB on December 26, 1995, and deposited with the Registrar on January 29, 1996;

WHEREAS, Indenture Supplement No. 2 (Solvay Minerals Equipment Trust 1995) by the Owner Trustee in favor of the Indenture Trustee was filed with the STB on April 3, 1996, and deposited with the Registrar on April 4, 1996;

WHEREAS, Indenture Supplement No. 3 (Solvay Minerals Equipment Trust 1995) 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 1995) dated as of March 1, 2002 of Indenture Trustee was filed with the STB on April 1, 2002, and deposited with the Registrar on April 11, 2002;

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

WHEREAS, Solvay Chemicals, Inc. (formerly known as Solvay Minerals, Inc.) ("Lessee") has paid \$59,299.87 as the Stipulated Loss Value of the Lost Equipment and has 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 Item of Lost Equipment from the Lien of the Indenture.

NOW, THEREFORE, the 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 September 1, 1995, among the General Electric Capital Corporation, Wilmington Trust Company, in its individual capacity and as trustee under the Trust Agreement that creates the trust identified under the title hereof, the 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 \$59,299.87, 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, 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.

4. 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: 

Name: **Melissa A. DuMont**

Title: **Assistant Vice President**

SURFACE TRANSPORTATION BOARD ACKNOWLEDGMENT

STATE OF CONNECTICUT §

§

COUNTY OF HARTFORD §

This instrument was acknowledged before me on April 19, 2004, by ~~Melissa A. DuMont~~, Assistant Vice President of U.S. BANK NATIONAL ASSOCIATION, a national banking association.

KAREN R. FELT
NOTARY PUBLIC
My Commission Expires 02/28/2009



Notary Public in and for
the State of Connecticut

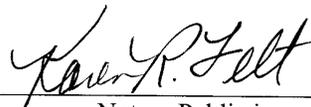
REGISTRAR GENERAL ACKNOWLEDGMENT

STATE OF CONNECTICUT §

§

COUNTY OF HARTFORD §

On this 19 day of April, 2004, before me personally appeared Melissa A. DuMont to me personally known, being by me duly sworn, says that he/she is the Assistant Vice President of U.S. BANK NATIONAL ASSOCIATION (the "Bank"), and that the said instrument attached hereto was signed on behalf of the Bank under the authority of the board of directors on April 19, 2004 and he/she acknowledged that the execution of said instrument was the act and deed of the Bank.



Notary Public in and for
the State of Connecticut

KAREN R. FELT
NOTARY PUBLIC
My Commission Expires 02/28/2009

SCHEDULE I TO PARTIAL RELEASE

Description of Lost Equipment

One Center Flow® covered hopper rail car of 4,650 cubic foot capacity, initialed SMNX and numbered 864, together with all parts, appurtenances and other equipment or property attached to said unit of railroad equipment.