



The David J. Joseph Company

June 17, 2004

RECORDATION NO. 23018-B FILED

JUN 21 '04 12:30 PM

SURFACE TRANSPORTATION BOARD

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Suite 715  
Washington, DC 20423-0006

Dear Mr. Williams:

Please find enclosed, two (2) originals of a Partial Release of Liens dated June 16, 2004 between the following two parties:

National City Leasing Corporation  
101 South Fifth Street  
Louisville, KY 40202

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

Please see Exhibit A attached hereto for the equipment involved in this transaction.

This filing is to appear in index as follows: Partial Release of Liens dated June 16, 2004 related to sixty-one (61) railcars bearing reporting marks CUOH 3020-3029, inclusive and OHCR 6053-6103, inclusive.

Please file this agreement as a secondary document under Recordation Numbers 23018 and 23018-A as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 23018 through 23018-A. The filing fee 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) 419-6061.

Sincerely,

The David J. Joseph Company

Angela D. Watts  
Contract Manager

Enclosures



RECORDATION NO. 23018-B FILED 1

**PARTIAL RELEASE  
OF LIENS**

**JUN 21 '04 12:30 PM**

**SURFACE TRANSPORTATION BOARD**

This Partial Release of Liens ("Release") is executed as of June 16, 2004, by National City Leasing Corporation, a corporation organized under the laws of the Commonwealth of Kentucky ("National City").

WHEREAS, The David J. Joseph Company (formerly Joseph Transportation Services, Inc.) ("Joseph") and National City are parties to a Purchase and Sale Agreement dated as of June 27, 2000 (the "Agreement") pursuant to which (a) National City purchased the railroad cars identified on Exhibit A hereto (the "Railcars"); (b) Joseph assigned the lease (the "Lease") between Joseph and Ohio Central Railroad to which the Railcars are subject (the "Assignment"); and (c) National City granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars (the "Rights");

WHEREAS, Joseph and National City memorialized the Lease, Assignment, and Rights of record by filing a Memorandum of Railroad Equipment Lease Agreement, a Memorandum of Amendment No. 1, a Memorandum of Assignment and Assumption Agreement dated June 27, 2000, and a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated June 27, 2000, with the Surface Transportation Board (the "STB");

WHEREAS, the Memorandum of Assignment and Assumption Agreement and the Memorandum of Railroad Equipment Lease Agreement, the Memorandum of Options, Rights of First Refusal and Remarketing Rights were all recorded with the STB and assigned recordation numbers 23018 and 23018-A, respectively; and

WHEREAS, the original quantity of Railcars subject to the Assignment was sixty-one (61); and

WHEREAS, two (2) Railcars, specifically OHCR 6067 and OHCR 6068, were destroyed during the term of the Lease and should be considered removed from the Lease; and

WHEREAS, this Release is for the original sixty-one (61) Railcars.

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph and National City agree as follows:

1. The Memorandum of Railroad Equipment Lease Agreement and Memorandum of Amendment No. 1 shall remain in effect until such Lease expiration.
2. The Memorandum of Options, Rights of First Refusal and Remarketing Rights and the Memorandum of Assignment and Assumption Agreement are hereby terminated. National City hereby (a) releases all rights, interests or claims to, and all liens and encumbrances upon, the Railcars, and (b) agrees that such Railcars may be sold, leased or otherwise transferred by Joseph free and clear of any further interest of National City under the Purchase Agreement and without the consent of National.
3. National City has executed this Release for purposes of memorializing of record the agreements set forth herein.



IN WITNESS WHEREOF, National City has caused this Release to be duly executed by their officer duly authorized as of the date and year first above written.

NATIONAL CITY LEASING CORPORATION

By: Brian Buercklin

Name: BRIAN BUECKLIN

Title: VICE PRESIDENT

JUN 21 2004  
RECEIVED

State of KENTUCKY )  
 ) ss:  
County of Jefferson )

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of June, 2004, by BRIAN BUERCKLEW, the VICE PRESIDENT of National City Leasing Corporation, a corporation organized under the laws of the Commonwealth of Kentucky, on behalf of the said corporation.

Bridget S. Watkins

Notary Public

My Commission Expires: \_\_\_\_\_

**BRIDGET S. WATKINS**  
Notary Public, State At Large, Kentucky  
My Commission Expires Feb. 16, 2008

▲  
JUN 21 2004  
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**EXHIBIT A**

RAILCARS: Sixty-one (61) railcars currently bearing the reporting marks as follows:

CUOH 3020-3029, inclusive

and

OHCR 6053-6103, inclusive

▲  
JUN 21 2004  
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