



Associated Bank



August 17, 2004

RECORDATION NO. 23811-B FILED

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423

AUG 19 '04 10-50 AM
SURFACE TRANSPORTATION BOARD

RE: Recordation No. 23811-A

Dear Mr. Williams:

As indicated in a letter dated July 29, 2004 from attorney Richard W. Pitzner, Associated Bank, N.A. wishes to terminate the above referenced UCC Financing Statement. Enclosed you will find our Release of Security Interest. Please file appropriately and forward a copy of the recorded termination to the following:

Lisa Nelson
Associated Bank, N.A.
6300 University Avenue
Middleton, WI 53562

If you have any questions, please contact me. Thank you.

Sincerely,

Lisa A. Nelson
Business Banking Assistant
608/259-2074
lisa.nelson@associatedbank.com

Enclosures

EXHIBIT A

Rolling Stock

1. WSOR 10A
2. WSOR 10C
3. WSOR 71A
4. WSOR 800587, City of Milwaukee
5. WSOR 1002, City of Janesville
6. WSOR 1001, City of Horicon
7. WSOR 800151, Northern Pass

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EXHIBIT A

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF CHATTEL SECURITY AGREEMENT

THIS MEMORANDUM OF CHATTEL SECURITY AGREEMENT, dated as of December 7, 2001, is made by and between Greenway Center, LLC, a Wisconsin limited liability company (the "Grantor/Debtor") and Associated Bank, N.A., a national banking association (the "Secured Party").

RECITALS:

1. As collateral security for certain financial accommodations made or to be made by the Secured Party to the Grantor/Debtor, the Grantor/Debtor has executed in favor of the Secured Party a certain Chattel Security Agreement dated December 7, 2001 (the "Security Agreement")
2. In order to facilitate the perfection of certain of the security interests created by the Security Agreement, the Grantor/Debtor and the Secured Party desire to give notice of the existence of the Security Agreement.

AGREEMENTS:

NOW, THEREFORE, in consideration of the sum of One and no/100 Dollars (\$1.00) and other good and valuable consideration, the nature, receipt, and sufficiency of which is hereby acknowledged, the Grantor/Debtor and the Secured Party hereby agree as follows:

- A. Grantor/Debtor is party to the above-described Security Agreement, pursuant to which Grantor/Debtor has granted to the Secured Party a security interest in, among other things, all of the Grantor/Debtor's right, title, and interest in and to the Grantor's/Debtor's railroad cars and other rolling stock, whether now or hereafter owned, existing, arising, or acquired and wherever located, including without limitation the railroad cars and other rolling stock listed on Exhibit A attached hereto.
- B. The current mailing addresses of the Grantor/Debtor and the Secured Party are set forth below.
- C. This Memorandum of Chattel Security Agreement has been executed and delivered by the Grantor/Debtor and the Secured Party for the purpose of recording with the Surface Transportation Board and giving notice that a security interest in railroad cars and other rolling stock has been granted by the

Grantor/Debtor in favor of the Secured Party in accordance with the terms, covenant, and conditions of the Security Agreement.

D. The terms and conditions of the Security Agreement are incorporated into this Memorandum of Chattel Security Agreement as if set forth fully herein.

IN WITNESS WHEREOF, the Grantor/Debtor and the Secured Party have executed this Memorandum of Chattel Security Agreement as of the date and year first above written.

GRANTOR:

GREENWAY CENTER, LLC
a Wisconsin limited liability company

Address:
8401 Greenway Boulevard
Middleton, WI 53562

By: [Signature]
Its: Authorized Representative

SECURED PARTY:

ASSOCIATED BANK, N.A.
a national banking association

Address:
6300 University Avenue
Middleton, WI 53562

By: [Signature]
Its: LOAN USE PRESIDENT

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