RECORDATION NO. 16116-G

SEP 14 '04 4-35 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

September 14, 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 an Instrument of Lien Release, dated as of July 2, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Trust Indenture and Security Agreement (the "Indenture") which was previously filed with the Board under Recordation Numbers 16116-B and 20981-B.

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

Indenture Trustee: J.P. Morgan Chase Bank (successors to Bank One f/k/a/ The First National Bank of Chicago)
227 West Monroe Street, 26th Floor
Chicago, Illinois 60606

[Owner Trustee: Wilmington Trust Company, not in its individual capacity but solely as Owner-Trustee
One Rodney Square
1100 North Market Street
Wilmington, Delaware 19890-1605]

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

1,000 autoracks: CR 6705 – CR 7704.

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

Notice of Termination and Release.

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

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SURFACE TRANSPORTATION BOARD

INSTRUMENT OF LIEN RELEASE

This Instrument of Lien Release, dated as of July 2, 2004 (the "Instrument"), is made by JP MORGAN CHASE BANK, as successor-in-interest to Bank One, National Association, formerly known as The First National Bank of Chicago, as indenture trustee ("Indenture Trustee").

WHEREAS, the Indenture Trustee and Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee, entered a Memorandum of Trust Indenture and Security Agreement dated as of November 6, 1997 (the "Indenture"), for 1000 autoracks numbered CR6705-CR7704, inclusive (the "Equipment"), which was recorded at the Surface Transportation Board (the "STB") on November 6, 1997 under Recordation Number 20981 and Recordation Number 16116-B.

WHEREAS, the Indenture Trustee and the Owner Trustee entered a Memorandum of Amended and Restated Trust Indenture and Security Agreement dated as of June 30, 1998 (the "Amended Indenture"), which was recorded at the STB on June 30, 1998 under Recordation Number 20981-B and Recordation Number 16116-D.

WHEREAS, As of the date hereof, all obligations and the sums due under the Indenture and Amended Indenture with respect to the Equipment have been discharged and satisfied in full.

WHEREAS, the Indenture Trustee desires to execute this Instrument to evidence for the public record the satisfaction and release of all of its rights and interests in and to the Equipment under the Indenture and the Amended Indenture.

NOW, THEREFORE, in consideration of the premises, the Indenture Trustee does hereby acknowledge and confirm for the public record:

1. That all sums due with respect to the Equipment from the Owner Trustee under the Indenture and Amended Indenture have been fully discharged and satisfied.

2. The satisfaction and release of all of its collateral security interest under the Indenture and Amended Indenture with respect to the Equipment.

IN WITNESS WHEREOF, the Indenture Trustee has executed or caused this Instrument to be duly executed as of the date first above written.

JP MORGAN CHASE BANK

By: _____

Its: Attorney-in-Fact

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STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 1st day of July, 2004, before me, Susie Moy, the undersigned Notary Public, personally appeared Keith R. Richardson, personally known to me to be the person who executed the within instrument as the Attorney-in-Fact on behalf of the banking corporation therein named, and acknowledged to me that the corporation executed it.

"OFFICIAL SEAL"
Susie Moy
Notary Public, State of Illinois
Cook County
My Commission Expires 08-09-05

Susie Moy
Notary Public for _____
My Commission expires 8/9/05

{P0006670.1 }