



The David J. Joseph Company

RECORDATION NO. 23835-B FILED

FEB 10 '05

1-23 PM



February 8, 2005

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

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Please find enclosed, one (1) original and one (1) certified copy of the Release of Lien of Lease Agreement dated January 31, 2005 between the following two parties:

Lessee: Housatonic Railroad Company
8 Davis Road West
Old Lyme, CT 02184

Lessor: 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: Release of Lien of Lease Agreement dated January 31, 2005 related to fifty (50) railcars bearing reporting marks HRRC 2001-2074, sporadic.

Please file this agreement as a secondary document under Recordation 23835-B as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 23835 through 23835-A. The filing fee in the amount of \$32.00 is included in the enclosed check No. 568115. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

The David J. Joseph Company

Julie M. Woodard
Documentation Coordinator

Enclosures

Rail Equipment Group

300 Pike Street
Cincinnati, OH 45202-4214
Phone (513) 419-6200
Fax (513) 419-6221

CERTIFICATE

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

Julie M. Woodard
Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires
September 24, 2007

RECORDATION NO. 23835-8 FILED

FEB 10 '05

1-23 PM

RELEASE OF LIEN
OF
LEASE AGREEMENT

SURFACE TRANSPORTATION BOARD

This Release of Lease Agreement Lien (the "Release") releases the lien created by that certain Lease Agreement dated as of October 2, 2001 (the "Lease") between The David J. Joseph Company (f/k/a Joseph Transportation Services, Inc). as Lessor ("Lessor") and Housatonic Railroad Company as Lessee ("Lessee"), filed with the Surface Transportation Board on January 18, 2002 under Recordation No. 23835, and as subsequently amended by Amendment No. 1 to the Railroad Equipment Lease dated August 5, 2002 and Amendment No. 2 to the Railroad Equipment Lease dated March 21, 2003 bearing Recordation No. 23835-A (such Lease and Amendments hereinafter collectively referred to as the "Lease") with respect to 50 railcars as shown in Exhibit A attached hereto (hereinafter, the "Equipment").

WHEREAS, Lessor and Lessee executed the Lease Agreement relating to the Equipment. Such Lease Agreement expired January 31, 2005.

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lessor submits the following:

1. The Lessor hereby releases any lien created by or arising out of the Lease.
2. This Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Equipment constituted by the Lease.

In witness whereof, the Lessor has caused this Release to be duly executed by its authorized officer as of the 31st day of January, 2005.

WITNESS:

THE DAVID J. JOSEPH COMPANY

Julie M Woodard

By: *Jer R McIntyre*

Name: JERE R. McIntyre

Title: Vice President and Treasurer

STATE OF OHIO)
) SS:
COUNTY OF HAMILTON)

The foregoing Release of Lien of Lease Agreement was acknowledged before me this 31st day of January, 2005, by Jere R. McIntyre, the Vice President and Treasurer of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

Julie M Woodard
Notary Public

My Commission expires: .
9-24-07



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires
September 24, 2007

**RELEASE OF LIEN
EXHIBIT A**

Fifty (50), 4000 c.f. gondolas bearing reporting marks:

HRRC002001
HRRC002002
HRRC002007
HRRC002008
HRRC002009
HRRC002010
HRRC002012
HRRC002014
HRRC002015
HRRC002016
HRRC002017
HRRC002018
HRRC002020
HRRC002021
HRRC002022
HRRC002023
HRRC002024
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