RECORDATION NO. 19632-KK

MAY 16 '06 10-23 AM

SURFACE TRANSPORTATION BOARD

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May 16, 2006

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two certified copies of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Termination and Release of Security Interests and Liens, a secondary document, dated as of May 12, 2006. The primary document to which this is connected is recorded under Recordation No. 19632. We request that one copy of this document be recorded under Recordation No. 19632-KK.

The name and address of the party to the Partial Termination and Release of Security Interests and Liens is:

Secured Party:

LaSalle Bank National Association
135 South LaSalle Street
Chicago, IL 60603

A description of the equipment covered by the Partial Termination and Release of Security Interests and Liens consists of two GP-38-2 locomotives numbered BNSF 2003 and 2037 (formerly numbered UP 9962 and PRSX 1008, respectively).

A fee of $34.00 is enclosed. Please return one copy to:

Louis E. Gitomer
118 Sunnymeadow Lane
Reisterstown, MD 21136

A short summary of the document to appear in the index follows: a Partial Termination and Release of Security Interests and Liens by LaSalle Bank National Association, 135 South LaSalle Street, Chicago, IL 60603, covering two GP-38-2 locomotives numbered BNSF 2003 and 2037 (formerly numbered UP 9962 and PRSX 1008, respectively).

Very Truly Yours,

Louis E. Gitomer

Enclosures

NO. 6590
RECORDATION NO. 19632-2 KK
FILED
MAY 16 '06 10-23 AM
SURFACE TRANSPORTATION BOARD

PARTIAL TERMINATION AND RELEASE OF SECURITY INTERESTS AND LIENS

LaSalle Bank National Association (formerly known as LaSalle National Bank) ("LaSalle"), this 12th day of May, 2006, releases the locomotives identified in the Attachment (the "Locomotives") from the security interests created under: (1) the Loan and Security Agreement, dated as of December 18, 1991 (the "Loan and Security Agreement") recorded at the Interstate Commerce Commission (the "ICC") on December 19, 1991 under Recordation Number 17636; (2) the Amended and Restated Loan and Security Agreement dated as of July 14, 1995 (the "Amended Security Agreement") recorded at the ICC on September 29, 1995 under Recordation Number 19632; (3) the Locomotive Security Agreement dated as of September 30, 2003 ("Locomotive Security Amendment") recorded at the Surface Transportation Board on October 3, 2003 under Recordation Number 24626; and (4) the Amended and Restated Locomotive Security Agreement dated as of December 27, 2005 ("Amended Locomotive Security Amendment") recorded at the Surface Transportation Board on January 6, 2006 under Recordation Number 24626-H.

WHEREAS, LaSalle desires to execute this Instrument to evidence for the public record the satisfaction and release of all the rights and obligations of National Railway Equipment Company, under the Loan and Security Agreement, Amended Security Agreement, the Locomotive Security Amendment, and the Amended Locomotive Security Amendment with respect to the Locomotives.

NOW, THEREFORE, in consideration of the premises, LaSalle agrees that the liens on the Locomotives created by the Loan and Security Agreement, the Amended Security Agreement, the Locomotive Security Amendment, and the Amended Locomotive Security Amendment are released.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

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

LASALLE BANK NATIONAL ASSOCIATION

By: _____
Its: Senior Vice President

STATE OF Illinois)
) ss.
County of Lake)

On this 12th day of May 2006, before me, Karen Petersen, the undersigned Notary Public, personally appeared Marcus Montoya personally known to me to be the person who executed the within instrument as SVP on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

_____
Notary Public for Illinois
My Commission expires 4-2-09

"OFFICIAL SEAL"
Karen L. Petersen
Notary Public, State of Illinois
My Commission Exp. 04/02/2009

ATTACHMENT
TO
PARTIAL TERMINATION AND RELEASE OF SECURITY INTERESTS AND LIENS

OLD UNIT #	NEW UNIT #
UP 9962	BNSF 2003
PRSX 1008	BNSF 2037

CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Partial Termination and Release of Security Interests and Liens, dated as of May 12, 2006, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

Louis E. Gitomer
May 16, 2006