

SEP 29 '06 -2 4 5 PMA

SURFACE TRANSPORTATION BOARD

Law Offices of  
Louis E. Gitomer  
600 Baltimore Avenue  
Suite 301  
Towson, MD 21204  
(202) 466-6532  
Lou\_Gitomer@verizon.net

September 29, 2006

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

Dear Secretary Williams:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Full Termination of Security Agreement, a secondary document, dated as of August 25, 2006. The primary document to which this is connected is recorded under Recordation No. 22891. We request that one copy of this document be recorded under Recordation No. 22891-B.

The names and addresses of the parties to the Full Termination of Security Agreement are:

Secured Party:

Bank of America, National Association, d/b/a Bank of America Business Capital f/k/a  
Fleet Capital Corporation  
600 Peachtree Street N E  
Atlanta GA 30308

Borrower:

Taylor Machine Works, Inc.  
650 North Church Avenue  
Louisville, MS 39339

A description of the equipment covered by the Full Termination of Security Agreement consists of nine GP-9 locomotives numbered 4432, 4444, 4446, 4530, 4137, 4434, 4136, 4438, and 6064; one GP-18 locomotive numbered 4707; six GMD-1 locomotives numbered 1910,

Honorable Vernon A. Williams  
September 29, 2006  
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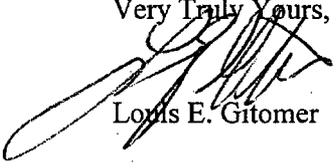
1169, 1116, 1127, 1105, and 1144; one GE-25 ton locomotive; one DL-411 Alco locomotive numbered 2Y65; and one locomotive numbered 164.

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

Louis E. Gitomer  
600 Baltimore Avenue  
Suite 301  
Towson, MD 21204

A short summary of the document to appear in the index follows: a Full Termination of Security Agreement between Bank of America, National Association, d/b/a Bank of America Business Capital f/k/a Fleet Capital Corporation, 600 Peachtree Street N E, Atlanta GA 30308 , and Taylor Machine Works, Inc., 650 North Church Avenue, Louisville, MS 39339, covering nine GP-9 locomotives numbered 4432, 4444, 4446, 4530, 4137, 4434, 4136, 4438, and 6064; one GP-18 locomotive numbered 4707; six GMD-1 locomotives numbered 1910, 1169, 1116, 1127, 1105, and 1144; one GE-25 ton locomotive; one DL-411 Alco locomotive numbered 2Y65; and one locomotive numbered 164.

Very Truly Yours,

  
Louis E. Gitomer

Enclosures

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SURFACE TRANSPORTATION BOARD

## FULL TERMINATION OF SECURITY AGREEMENT

THIS FULL TERMINATION OF SECURITY AGREEMENT is made as of August 25, 2006 by Bank of America Business Capital ("Bank"), formerly know as Fleet Capital Corporation, as secured party, and Taylor Machine Works, Inc. ("Taylor"), as borrower.

WITNESSETH:

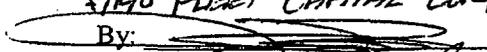
WHEREAS, Bank and Taylor are parties to that certain Memorandum of Security Agreement dated as of January 1, 2000 (the "Security Agreement"), which has been recorded with the Surface Transportation Board (the "Board") on April 12, 2000 under Recordation Number 22891; and

WHEREAS, the duties and obligations of the parties to the Security Agreement have been satisfied and discharged;

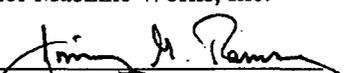
NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, and recognizing the need to officially terminate the Security Agreement, Bank and Taylor hereby terminate and cancel the Security Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this Full Termination of Security Agreement to be duly executed as of the date hereinabove first written.

BANK OF AMERICA, N.A. d/b/o  
Bank of America Business Capital  
S/K/O FLEET CAPITAL CORPORATION

By: Title: SENIOR VICE PRESIDENT

Taylor Machine Works, Inc.

By: Title: V. PRESIDENT

STATE OF Georgia )  
 ) ss.  
COUNTY OF Colb )

On this 31<sup>st</sup> day of August, 2006, before me personally appeared John Getz, to me personally known, who being duly sworn, says that he is an officer of Bank of America Business Capital, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

BANK OF AMERICA, N.A. d/b/o

Jeriah C. Elliott  
Notary Public

My commission expires:

Notary Public, DeKalb County, Georgia  
My Commission Expires June 7, 2009

STATE OF Mississippi )  
 ) ss.  
COUNTY OF Winston )

On this 5 day of August, 2006, before me personally appeared Jimmy G. Ramsey, to me personally known, who being duly sworn, says that he is an officer of Taylor Machine Works, Inc., that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Jimmy G. Ramsey  
Notary Public

My commission expires:

Notary Public State of Mississippi At Large  
My Commission Expires: June 3, 2007  
Bonded Thru Helden, Brooks & Garland, Inc.