Bank One, Wisconsin, N.A.

February 16, 2001

RECORDATION NO. 17288-D FILED

MAR 19 '01 3-49 PM

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SURFACE TRANSPORTATION BOARD

VIA CERTIFIED MAIL
Surface Transportation Board
Office of the Secretary
1925 K Street, NW
Washington, DC 20423-0001

Re: Release of Security Interest in Rolling Stock Owned by Northern Railcar Leasing, Inc.

Dear Secretary:

I have enclosed an original and one copy of the document described below (the "Record Document"), to be recorded pursuant to Section11303 of Title 49 of the U.S. Code. The Record Document is a Release of Security Interest in Rolling Stock, a secondary document, dated February 16, 2001. The primary document to which the Record Document is connected is recorded under Recordation No. 17288, filed April 22, 1991. The name and address of the party to the Record Document are as follows:

Bank One, Wisconsin, N.A. (successor in interest to Bank One, Milwaukee, N.A.)
111 East Wisconsin Avenue
Milwaukee, WI 53202

A description of the equipment covered by the Record Document is set forth on Exhibit A attached hereto. A fee of $26.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to the undersigned at the address shown above. A short summary of the Record Document to appear in the index follows:

Release of Security Interest in Rolling Stock executed by Bank One, N.A. (successor in interest to Bank One, Milwaukee, N.A.), a national banking association, dated February 16, 2001 and releasing the security interest of Bank One, N.A. in certain railroad cars and other rolling stock more particularly described on Exhibit A attached hereto.

Please contact the undersigned if you have any questions or comments regarding any of the foregoing.

Very truly yours,

Jack G. Bastian
Vice President

1256424.1

EXHIBIT A

RAILROAD CARS AND OTHER ROLLING STOCK

WSOR	503001	WSOR	503052	WSOR	503102	WSOR	503153
WSOR	503002	WSOR	503053	WSOR	503103	WSOR	503154
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1	GP-7 WSOR 752
1	GP-9 WSOR 4490
1	GP-9 WSOR 4491
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1	GP-20 WSOR 2003
1	GP-20 WSOR 4118
1	GP-20 WSOR 4141
1	Dome Car AMT 800 148
1	Sleeping Car AMT 80 149
1	Dormitory Car AMT 800 150
1	Baggage Car AMT 800 151
1	E-9 Locomotive WSOR 10C
1	E-0 Locomotive WSIR 10A

1	GP-35 WSOR 3501
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1	GP-7 WSOR 2001
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1	GP-35 WSOR 6579
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RELEASE OF SECURITY INTEREST IN ROLLING STOCK

Reference is made to a certain "Security Agreement and Mortgage of Personal Property Used in Connection with the Operation of a Railroad" dated March 20, 1991 by and between Northern Rail Car Leasing, Inc., as debtor, and Bank One, Milwaukee, N.A. (predecessor in interest to Bank One, Wisconsin, N.A.), as secured party, as amended by a certain Amendment to Security Agreements dated as of September 14, 1993, as further amended by a certain Second Amendment to Security Agreement and Mortgage of Personal Property Used in Connection with the Operation of a Railroad dated as of August 20, 1996 (as amended, the "Security Agreement"), which Security Agreement covered certain railroad cars and other rolling stock (including, without limitation, those specific items of rolling stock more particularly described on Exhibit A attached hereto) and which Security Agreement was recorded with the Surface Transportation Board pursuant to Section11303 of Title 49 of the U.S. Code as Recordation No. 17288. Notice is hereby given that all of the indebtedness secured by the Security Agreement has been paid in full and, accordingly, the security interest created by the Security Agreement has been terminated. The undersigned hereby releases its lien on all of the railroad cars and other rolling stock covered by the Security Agreement (including, without limitation, those specific items of rolling stock more particularly described on Exhibit A attached hereto), and hereby directs that evidence of this release be recorded with the Surface Transportation Board.

IN WITNESS WHEREOF, the undersigned has executed this Release of Security Interest in Rolling Stock as of this 16 day of February, 2001.

BANK ONE, WISCONSIN, N.A., a national banking association (successor in interest to Bank One, Milwaukee, N.A., a national banking association)

By: Jack G. Barton

Its: VICE PRESIDENT

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FEB 26 2001
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RECORDATION NO. 17288-D FILED

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SURFACE TRANSPORTATION BOARD

1256481v1

STATE OF Wisconsin)
)
COUNTY OF Milwaukee)

On this 16th day of February, 2001, before me, the undersigned officer, personally appeared Jack G. Bostian, to me personally known, who being by me duly sworn, says that he is the Vice President of BANK ONE, WISCONSIN, N.A., a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and that he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Notary Public
My commission expires: 11-24-02

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EXHIBIT A

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1	GP-20 WSOR 4141
1	Dome Car AMT 800 148
1	Sleeping Car AMT 80 149
1	Dormitory Car AMT 800 150
1	Baggage Car AMT 800 151
1	E-9 Locomotive WSOR 10C
1	E-0 Locomotive WSIR 10A

1	GP-35 WSOR 3501
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