

KANSAS CITY SOUTHERN

MAILING ADDRESS: P. O. BOX 219335 • KANSAS CITY, MO 64121-9335



RECORDATION NO. 19090-A FILED

JAN 16 '07 -7 4 0 AM

SURFACE TRANSPORTATION BOARD

**BRIAN P. BANKS**  
ASSOCIATE GENERAL COUNSEL &  
ASSISTANT SECRETARY  
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E-MAIL: brian.p.banks@kcsr.com

January 12, 2007

Mr. Vernon A. Williams, Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

Re: The Kansas City Southern Railway Company  
Equipment Trust Certificate

Dear Mr. Williams:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two original copies of the Termination and Release of Equipment Trust Agreement, dated as of December 15, 2006, a secondary document as defined in the Surface Transportation Board's Rules for the Recordation of Documents. The enclosed document relates to the Equipment Trust Agreement dated as of November 15, 1994 between The Kansas City Southern Railway Company ("KCSR") and The Bank of New York Trust Company, N.A. (as successor in interest to The Chase Manhattan Bank, National Association), as trustee ("Trustee"), a memorandum or copy of which was recorded with the Surface Transportation Board on December 15, ~~2004~~ at 10:35 A.M. under recordation number 19090.

1994

The names and addresses of the parties to the enclosed document are as follows:

KCSR: The Kansas City Southern Railway Company  
427 West 12th Street  
Kansas City, Missouri 64105  
Attention: Senior Vice President-Finance & Treasurer

Trustee: The Bank of New York Trust Company, N.A.  
Global Corporate Trust  
227 West Monroe  
Chicago, Illinois 60606

Attention: Sharon K. McGrath

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

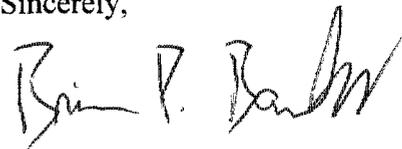
Termination and Release of Equipment Trust Agreement, dated as of December 15, 2006, between The Kansas City Southern Railway Company, and The Bank of New York Trust Company, N.A. (as successor in interest to The Chase Manhattan Bank, National Association), as Trustee.

A fee of thirty-four dollars (\$34.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord, Esq.  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, D.C. 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned (816) 983-1382.

Sincerely,



Brian P. Banks

Enclosures

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**TERMINATION AND RELEASE OF EQUIPMENT TRUST AGREEMENT**

SURFACE TRANSPORTATION BOARD

This Termination and Release of Equipment Trust Agreement is made and entered into as of December 15, 2006 by and between The Kansas City Southern Railway Company, a Missouri corporation ("*Company*"), and The Bank of New York Trust Company (as successor in interest to The Chase Manhattan Bank, National Association), as trustee ("*Trustee*").

1. Trustee has heretofore leased to the Company those certain locomotives and railcars set forth on Exhibit A attached hereto pursuant to the Equipment Trust Agreement dated as of November 15, 1994 (as amended, the "*Agreement*"), as supplemented, a memorandum or copy of which was duly recorded with the Surface Transportation Board on December 15, 2004 at 10:35 A.M. under Recordation Number 19090. Capitalized terms used herein without definition have the meanings assigned to them in the Agreement.

2. The Agreement is terminated effective as of the date hereof with respect to the locomotives and the railcars set forth on Exhibit A attached hereto.

3. This Termination and Release of Equipment Trust Agreement shall neither impair nor terminate the rights and obligations of the parties under the Agreement which expressly survive this partial termination.

Dated as of this 15th day of December, 2006.

THE BANK OF NEW YORK TRUST  
COMPANY, N.A., (as successor in interest  
to The Chase Manhattan Bank, National  
Association), as Trustee

By   
Name: R. Tamas  
Title: Vice President

THE KANSAS CITY SOUTHERN RAILWAY  
COMPANY

By \_\_\_\_\_  
Name: Paul J. Weyandt  
Title: Senior Vice President-Finance &  
Treasurer

Dated as of this 15th day of December, 2006.

THE BANK OF NEW YORK TRUST  
COMPANY, N.A., (as successor in interest  
to The Chase Manhattan Bank, National  
Association), as Trustee

By \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

THE KANSAS CITY SOUTHERN RAILWAY  
COMPANY

By   
Name: Paul J. Weyandt  
Title: Senior Vice President-Finance &  
Treasurer



STATE OF \_\_\_\_\_ )  
 ) SS.:  
COUNTY OF \_\_\_\_\_ )

On this, the \_\_\_\_ day of January, 2007, before me, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, who being by me duly sworn, says that he is the \_\_\_\_\_ of THE BANK OF NEW YORK TRUST COMPANY, N.A., that said instrument was signed on January \_\_\_, 2007 on behalf of said bank, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

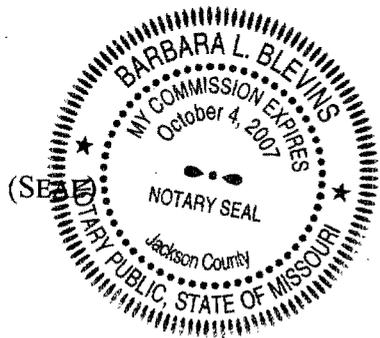
IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

\_\_\_\_\_  
Name:  
Notary Public  
My Commission Expires:  
Residing in \_\_\_\_\_

STATE OF MISSOURI )  
 ) SS.:  
COUNTY OF JACKSON )

On this 4th day of January, 2007, before me personally appeared Paul J. Weyandt to me personally known, who being by me duly sworn, says that he is the Senior Vice President-Finance & Treasurer of THE KANSAS CITY SOUTHERN RAILWAY COMPANY, that said instrument was signed on January 4, 2007, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Barbara L. Blevins  
Name:  
Notary Public –  
My Commission Expires:  
Residing in \_\_\_\_\_

**EXHIBIT A**

**Locomotives**

<b>Equipment Description</b>	<b>Original Reporting Mark and Road Number</b>	<b>New Reporting Mark and Road Number</b>
GP-38-2	KCS 4032	KCS 2029
GP-38-2	KCS 4033	KCS 2030
GP40-2	KCS 4751	N/A
GP-40-2	KCS 4752	KCS 2818
GP-40-2	KCS 4753	KCS 2844
GP-40-2	KCS 4754	KCS 2855
GP-40-2	KCS 4755	KCS 2800
GP-40-2	KCS 4756	KCS 2826
GP-40-2	KCS 4757	KCS 2847
GP-40-2	KCS 4758	KCS 2848
GP-40-2	KCS 4759	KCS 2856
GP-40-2	KCS 4760	KCS 2845
GP-40-2	KCS 4761	KCS 2805
GP-40-2	KCS 4762	KCS 2849
GP-40-2	KCS 4763	KCS 2898
GP-40-2	KCS 4764	KCS 2899
GP-40-2	KCS 4765	KCS 2806
GP-40-2	KCS 4766	KCS 2807
GP-40-2	KCS 4767	KCS 2808
GP-40-2	KCS 4768	KCS 2809
GP-40-2	KCS 4769	KCS 2810
GP-40-2	KCS 4770	KCS 2811
GP-40-2	KCS 4771	KCS 2812
GP-40-2	KCS 4772	KCS 2813
GP-40-2	KCS 4773	KCS 2814
GP-40-2	KCS 4774	KCS 2819
GP-40-2	KCS 4775	KCS 2820
GP-40-2	KCS 4776	KCS 2821
GP-40-2	KCS 4777	KCS 2822
GP-40-2	KCS 4778	KCS 2823
GP-40-2	KCS 4779	KCS 2824

### Railcars

<b>Equipment Description</b>	<b>Reporting Mark and Road Number</b>
50', 100-ton boxcars, AAR Car Code A436	KCS 154000 through KCS 154099, inclusive
50', 100-ton boxcars, AAR Car Code A406	KCS 172000 through KCS 172299, inclusive
60', 100-ton boxcars, AAR Car Code A606	KCS 129000 through KCS 129224, inclusive
110-ton, 4750 cu. Ft. covered hopper cars, AAR Car Code C113	KCS 310600 through KCS 310899, inclusive

## Surface Transportation Board

Office of Proceedings  
1925 K Street, NW  
Washington, DC 20423-0001

January 16, 2007

Robert W. Alvord  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, DC 20036

Dear Sir or Madam:

The enclosed document was recorded pursuant to the provisions of 49 U.S.C. 11301 and 49 CFR 1177, on January 16, 2007 , at 07:40 PM and assigned recordation number 19090-A.

Sincerely yours,

Regena Smith-Bernard  
Section of Administration