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KARL MORELL

RECORDATION NO. 26123-A FILED

FEB 02 '07 -1 13 PM

SURFACE TRANSPORTATION BOARD

kmorell@bjllp.com

February 2, 2007

The Honorable Vernon Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W., Suite 700  
Washington, DC 20423-0001

Dear Secretary Williams:

Enclosed are the original and one certified copy of the document described below to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release of Lien and Security Agreement ("Release"), a secondary document, dated as of January 9, 2007. The primary document to which the Release is connected is recorded under Recordation No. 26123. We request that this document be recorded under Recordation No. 26123-A.

The name and address of the party to the Release are:

Secured Party:

Wachovia Bank, N.A.  
484 Mulberry Street  
P.O. Box 6477  
Macon, GA 31213

A description of the equipment covered by the Release consists of: (1) General Electric model B23-7, with FDL 12 cylinder turbo power engine, with road number 2009 (but listed as road number 2209 in Secured Party's lien filing; and (2) General Electric model B23-7, with FDL 12 cylinder turbo power engine, with road number 2013 (but listed as road number 2213 in the Secured Party's lien filing.

The Honorable Vernon Williams  
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A fee of \$34.00 is enclosed. Please return the original to:

Karl Morell  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Release of Lien and Security Agreement by Wachovia Bank, N.A., 484 Mulberry Street, P.O. Box 6477, Macon, GA 31213, covering (1) General Electric model B23-7, with FDL 12 cylinder turbo power engine, with road number 2009 (but listed as road number 2209 in Secured Party's lien filing; and (2) General Electric model B23-7, with FDL 12 cylinder turbo power engine, with road number 2013 (but listed as road number 2213 in the Secured Party's lien filing.

Sincerely,

A handwritten signature in cursive script that reads "Karl Morell". The signature is written in black ink and is positioned above the printed name.

Karl Morell

Enclosure

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RELEASE OF LIEN AND SECURITY AGREEMENT SURFACE TRANSPORTATION BOARD

Re: GEORGIA SOUTHWESTERN RAILROAD, INC. ( Borrower )

For Ten and No/100ths Dollars (\$10.00) and other good and valuable consideration the receipt and adequacy of which is hereby acknowledged,

1. The undersigned lender ( Lender ) hereby releases, quitclaims, terminates and discharges all of its right, title and interest in and to the following property of Borrower: Two locomotives of Borrower, described as (i) General Electric model B23-7, with FDL 12 cylinder turbo power engine, with road number 2009 (but listed as "road number" 2209 in the Lender's lien filings), and (ii) General Electric model B23-7, with FDL 12 cylinder turbo power engine, with road number 2013 (but listed as "road number" 2213 in the Lender's lien filings) (the Released Collateral ).

2. The Lender hereby releases and discharges Borrower from all obligations, duties and liabilities to Lender with respect to the Released Collateral under any security agreement or financing agreement between Lender and Borrower.

IN WITNESS WHEREOF, the Lender has executed this Release as of January, 2007.

WACHOVIA BANK, NATIONAL ASSOCIATION

By: [Signature]  
Title: Vice President

[SEAL]

State of Georgia  
County of Sumter :

On this 9 day of January, 2007 before me personally appeared Scott J. Rossman, to me personally known, who being by me duly sworn, says that (s)he is an authorized officer of WACHOVIA BANK, NATIONAL ASSOCIATION, that said instrument was signed on behalf of said bank by authority duly delegated, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

[Signature]  
Signature of Notary Public

My commission expires July 24, 2009

