

RECORDATION NO. 19632-TTT FILED

MAY 29 '07 -3 3 0 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A LESTER

May 29, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interests and Liens, dated as of May 25, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Loan and Security Agreement which was previously filed with the Commission under Recordation Number 19632.

The name and address of the party to the enclosed document are:

Secured Party: LaSalle Bank National Association
(formerly LaSalle National Bank)
135 South LaSalle Street
Chicago, Illinois 60603

[Debtor: National Railway Equipment Co.
14400 S. Robey Street
P.O. Box 2270
Dixmoor, Illinois 60426]

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A description of the railroad equipment covered by the enclosed document is:

29 locomotives within the series UPY 2705 - UPY 2753 as more particularly set forth in the equipment schedule attached to the document.

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

Partial Termination and Release of Security Interests and Liens.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

RWA/anm
Enclosures

MAY. 26. 2007 3:33PM LASALLE BANK

NO. 0082 P. 2

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PARTIAL TERMINATION AND RELEASE OF SECURITY INTERESTS AND LIENS SURFACE TRANSPORTATION BOARD

25th day of MAY, 2007, releases all of its right, title and interest in and to the locomotives with reporting marks and road numbers as set forth in Schedule A attached hereto, all leases of said locomotives, and all proceeds of the foregoing (collectively, 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; and (3) the Amended and Restated Locomotive Security Agreement dated as of December 27, 2005 (the "Locomotive Security Agreement") recorded at the Surface Transportation Board on January 6, 2006 under recordation number 24626-K.

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, and the Locomotive Security Amendment with respect to the Locomotives, and hereby authorizes the recording of this instrument with the Surface Transportation Board.

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, and the Locomotive Security Amendment are released.

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: [Signature]
Its: SENIOR VICE PRESIDENT

STATE OF ILLINOIS)
County of COOK) ss.

On this 20th day of MAY, 2007, before me, Maureen Higgins the undersigned Notary Public, personally appeared Maureen Montanye, personally known to me to be the person who executed the within instrument as SENIOR VICE PRESIDENT on behalf of the national banking association therein named, and acknowledged to me that the national banking association executed it.

[Signature]
Notary Public for
My Commission expires



SCHEDULE A

UNITS

EQUIPMENT	QUANTITY	ROAD NUMBERS
NRE 3GS-21B "GenSet" Locomotives	29	UPY 2705 through UPY 2721, inclusive, UPY 2732 through UPY 2741, inclusive, UPY 2752, UPY 2753

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

5/29/07



Robert W. Alvord