

RECORDATION NO. 17432-K FILED

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SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

May 22, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Re: Indiana Michigan Power Trust No. 91-4

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Security Agreement-Trust Deed, dated as of March 7, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Security Agreement-Trust Deed, Supplement No. 1 and Partial Termination previously filed with the Commission under Recordation Numbers 17432-A, 17432-C and 17432-F.

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

Security Trustee: Wilmington Trust Company, not in its individual capacity but solely as Trustee  
Rodney Square North  
1100 North Market Street  
Wilmington, DE 19890-0001

Owner Trustee: U.S. Bank National Association  
not in its individual capacity but solely as  
Owner Trustee  
225 Asylum Street, 23rd Floor  
Hartford, CT 06103

Anne K. Quinlan, Esquire  
May 22, 2008  
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A description of the railroad equipment covered by the enclosed document is:

179 hopper coal cars TERMINATED within the series AEPX 2601 - AEPX 3200 as more particularly set forth in the attachment to the document.

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

Termination of Security Agreement-Trust Deed.

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,

A handwritten signature in black ink, appearing to read 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

INDIANA MICHIGAN  
Power (V11) CE76

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RECORDATION NO. 17432-K  
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SURFACE TRANSPORTATION BOARD

TERMINATION OF SECURITY AGREEMENT-TRUST DEED  
(Indiana Michigan Power Trust No. 91-4)

This Termination of Security Agreement-Trust Deed dated as of March 7, 2007 (this Agreement") by and between U.S. Bank National Association, not in its individual capacity, but solely as successor owner trustee under that certain Trust Agreement dated as of July 1, 1991 between The Connecticut National Bank and Chase Manhattan Service Corporation (U.S. Bank National Association, in its capacity as such trustee is hereinafter referred to as the "Debtor"), and Wilmington Trust Company (the "Security Trustee"). Capitalized terms used herein and not otherwise defined shall have the meanings set forth in Annex I to the Security Agreement-Trust Deed dated as of July 1, 1991 between the Debtor and the Security Trustee, as supplemented pursuant to the Security Agreement Supplement No. 1 dated July 15, 1991 between the Debtor and the Security Trustee, and as modified pursuant to the Partial Termination of Security Agreement dated as of September 27, 1995 (as so supplemented and modified and as it may have been further amended, supplemented or otherwise modified through the date hereof, the "Security Agreement").

WHEREAS, the aforesaid Security Agreement-Trust Deed dated as of July 1, 1991 between the Debtor and the Security Trustee was recorded with the Interstate Commerce Commission on July 15, 1991 as conveyance number 17432-A;

WHEREAS, the aforesaid Security Agreement Supplement No. 1 dated July 15, 1991 between the Debtor and the Security Trustee was recorded with the Interstate Commerce Commission on July 5, 1991 as conveyance number 17432-C;

WHEREAS, the aforesaid Partial Termination of Security Agreement dated as of September 27, 1991 between the Debtor and the Security Trustee was recorded with the Interstate Commerce Commission on October 16, 1995 as conveyance number 17432-F;

WHEREAS, pursuant to the aforesaid Partial Termination of Security Agreement dated as of September 27, 1991 between the Debtor and the Security Trustee, the Security Agreement was terminated and cancelled with respect to the railroad cars described on Schedule A to such Partial Termination of Security Agreement;

WHEREAS, the Debtor and the Security Trustee desire to terminate and cancel the Security Agreement with respect to all of the railroad cars described therein and to record such termination and cancellation with the Surface Transportation Board;

NOW, THEREFORE, in consideration of the premises and the mutual agreements herein set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. The Debtor and the Security Trustee hereby terminate and cancel the Security Agreement effective the date hereof with respect to all of the railroad cars described in and/or covered by the



Security Agreement, including, without limitation, the railroad cars described on Schedule I attached hereto (the "Terminated Cars").

2. The parties agree to record this Agreement with the Surface Transportation Board so as to release any lien against the Terminated Cars created by or arising out of the Security Agreement.

3. This Agreement may be executed in any number of counterparts, each of which shall be deemed an original as against any party whose signature appears thereon, and all of which shall together constitute one and the same instrument.

IN WITNESS WHEREOF, the Debtor and the Security Trustee have caused this Termination of Security Agreement-Trust Deed to be duly executed by their duly authorized officers, all as of the day and year first written above.

U.S. BANK NATIONAL ASSOCIATION,  
not in its individual capacity,  
but solely as Owner Trustee

By: \_\_\_\_\_

Title: \_\_\_\_\_

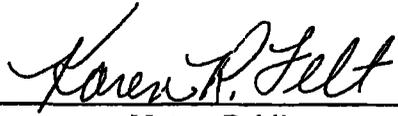
WILMINGTON TRUST COMPANY,  
not in its individual capacity,  
but solely as Security Trustee

By: Robert P. Hines Jr.

Title: Assistant Vice President

STATE OF CONNECTICUT )  
 ) SS.:  
COUNTY OF HARTFORD )

On this 18th day of April, 2007, before me, a Notary Public in and for said County and State, personally appeared Elizabeth C. Hammer, to me personally known, who being duly sworn, says that her/she is a Vice President of U.S. Bank National Association, a national banking association, and that the foregoing instrument was signed on behalf of said national banking association by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

  
\_\_\_\_\_  
Notary Public

My commission expires: \_\_\_\_\_  
KAREN R. FELT  
NOTARY PUBLIC  
My Commission Expires 02/28/2009

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

On this \_\_\_ day of \_\_\_\_\_, 2007, before me, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that he/she is a \_\_\_\_\_ of Wilmington Trust Company, a Delaware banking corporation, and that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public

My Commission expires: \_\_\_\_\_

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

On this \_\_\_\_ day of \_\_\_\_\_, 2007, before me, a Notary Public in and for said County and State, personally appeared \_\_\_\_\_, to me personally known, who being duly sworn, says that her/she is a \_\_\_\_\_ of U.S. Bank National Association, a national banking association, and that the foregoing instrument was signed on behalf of said national banking association by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

My commission expires: \_\_\_\_\_

\_\_\_\_\_  
Notary Public

STATE OF DELAWARE )  
 ) SS:  
COUNTY OF NEW CASTLE

On this 7 day of march, 2007, before me, a Notary Public in and for said County and State, personally appeared Robert Hines Jr., to me personally known, who being by me duly sworn, says that he/she is a AVP of Wilmington Trust Company, a Delaware banking corporation, and that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kimberly E. Jamkhani  
Notary Public

My Commission expires: \_\_\_\_\_

SCHEDULE I  
to Termination of Security Agreement-Trust Deed

TERMINATED CARS

179 - 100-ton 4000 c.f. triple hopper coal cars with the following car numbers:

AEPX 2601	AEPX 2775	AEPX 2941	AEPX 3117
AEPX 2607	AEPX 2777	AEPX 2950	AEPX 3124
AEPX 2610	AEPX 2790	AEPX 2951	AEPX 3125
AEPX 2613	AEPX 2792	AEPX 2955	AEPX 3126
AEPX 2616	AEPX 2801	AEPX 2959	AEPX 3127
AEPX 2617	AEPX 2805	AEPX 2961	AEPX 3128
AEPX 2618	AEPX 2806	AEPX 2962	AEPX 3129
AEPX 2620	AEPX 2808	AEPX 2967	AEPX 3132
AEPX 2628	AEPX 2810	AEPX 2973	AEPX 3134
AEPX 2634	AEPX 2811	AEPX 2979	AEPX 3139
AEPX 2639	AEPX 2812	AEPX 2980	AEPX 3144
AEPX 2644	AEPX 2821	AEPX 2989	AEPX 3145
AEPX 2645	AEPX 2822	AEPX 2993	AEPX 3148
AEPX 2647	AEPX 2827	AEPX 2994	AEPX 3151
AEPX 2648	AEPX 2829	AEPX 2998	AEPX 3152
AEPX 2651	AEPX 2839	AEPX 2999	AEPX 3154
AEPX 2652	AEPX 2842	AEPX 3000	AEPX 3156
AEPX 2655	AEPX 2847	AEPX 3001	AEPX 3157
AEPX 2663	AEPX 2851	AEPX 3003	AEPX 3159
AEPX 2667	AEPX 2853	AEPX 3004	AEPX 3166
AEPX 2673	AEPX 2854	AEPX 3012	AEPX 3167
AEPX 2674	AEPX 2856	AEPX 3024	AEPX 3169
AEPX 2677	AEPX 2857	AEPX 3026	AEPX 3171
AEPX 2680	AEPX 2858	AEPX 3027	AEPX 3172
AEPX 2685	AEPX 2859	AEPX 3028	AEPX 3173
AEPX 2686	AEPX 2860	AEPX 3031	AEPX 3176
AEPX 2690	AEPX 2866	AEPX 3032	AEPX 3179
AEPX 2692	AEPX 2868	AEPX 3043	AEPX 3189
AEPX 2693	AEPX 2869	AEPX 3044	AEPX 3191
AEPX 2694	AEPX 2880	AEPX 3046	AEPX 3194
AEPX 2698	AEPX 2887	AEPX 3047	AEPX 3198
AEPX 2699	AEPX 2890	AEPX 3053	AEPX 3200
AEPX 2700	AEPX 2891	AEPX 3064	
AEPX 2707	AEPX 2894	AEPX 3082	
AEPX 2710	AEPX 2897	AEPX 3084	
AEPX 2713	AEPX 2898	AEPX 3086	
AEPX 2715	AEPX 2901	AEPX 3091	
AEPX 2721	AEPX 2912	AEPX 3092	
AEPX 2727	AEPX 2914	AEPX 3095	
AEPX 2729	AEPX 2920	AEPX 3098	
AEPX 2742	AEPX 2922	AEPX 3099	
AEPX 2744	AEPX 2924	AEPX 3101	
AEPX 2745	AEPX 2925	AEPX 3103	
AEPX 2751	AEPX 2928	AEPX 3104	
AEPX 2757	AEPX 2929	AEPX 3105	
AEPX 2764	AEPX 2931	AEPX 3106	
AEPX 2767	AEPX 2933	AEPX 3109	
AEPX 2768	AEPX 2934	AEPX 3113	
AEPX 2771	AEPX 2938	AEPX 3114	

**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: 5/22/08



\_\_\_\_\_  
Robert W. Alvord