

RECORDATION NO. 25472-B FILED

JUL 09 '08 -12 30 PM

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SURFACE TRANSPORTATION BOARD

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July 9, 2008

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

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Security Interest, dated as of July 3, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Chattel Mortgage/Security Agreement filed with the Board under Recordation Number 25472.

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

Secured Party: Fifth Third Bank
38 Fountain Square Plaza
Cincinnati, OH 45202

[Debtor: Haines and Kibblehouse, Inc.
Lucon Road
P.O. Box 196
Skippack, PA 19474]

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

18 railcars RELEASED within the series HKGX 153307 - HKGX 153331 (previously marked within the series AC 8353 - AC 8399) as more particularly set forth in the attachment to the document.

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

Partial Release of Security Interest.

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 'R. Alvord', written in a cursive style.

Robert W. Alvord

RWA/sem
Enclosures

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PARTIAL RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

Fifth Third Bank, 38 Fountain Square Plaza, Cincinnati, Ohio 45263 (the "Bank"), for good and valuable consideration (the receipt and sufficiency of which are acknowledged), hereby terminates, releases and discharges its security interests, liens and others interests granted under or pursuant to the following agreement with respect to the eighteen (18) railcars listed on Exhibit A attached hereto:

Memorandum of Chattel Mortgage/ Security Agreement, dated February 24, 2005, between Haines and Kibblehouse, Inc., Mortgagor, and Fifth Third Bank, Mortgagee, filed with the Surface Transportation Board on February 25, 2005, at 4:43 p.m. under Recordation Number 25472.

The Partial Release is limited to the above stated Railroad Equipment and the leasehold and security interests only with regard to such Railroad Equipment. Nothing herein contain shall be deemed to discharge, terminate or release any other collateral held in favor of the Bank.

Dated: July 3, 2008

FIFTH THIRD BANK

By: [Signature]
Printed Name: Robert Krefting, VP
Title: _____

State of Ohio)
)
County of Hamilton) ss.

On this 3rd day of July 2008, before me personally appeared Robert Krefting, to me personally known, who, being duly sworn did say that (s)he is a VICE PRESIDENT of FIFTH THIRD BANK, and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

[Signature]
NOTARY PUBLIC
JILL M. WOODS
NOTARY PUBLIC, STATE OF OHIO
MY COMMISSION EXPIRES 06-24-11

My commission expires:

EXHIBIT A

<u>NEW NUMBER</u>		<u>OLD NUMBER</u>	
INITIAL	UMLER NO	INITIAL	UMLER-NO
HKGX	153307	AC	8353
HKGX	153309	AC	8358
HKGX	153310	AC	8362
HKGX	153313	AC	8370
HKGX	153315	AC	8372
HKGX	153316	AC	8373
HKGX	153317	AC	8374
HKGX	153318	AC	8376
HKGX	153320	AC	8378
HKGX	153322	AC	8383
HKGX	153324	AC	8385
HKGX	153325	AC	8388
HKGX	153326	AC	8389
HKGX	153327	AC	8390
HKGX	153328	AC	8394
HKGX	153329	AC	8395
HKGX	153330	AC	8397
HKGX	153331	AC	8399

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: 7/9/08



Robert W. Alvord