

LAW OFFICES OF  
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December 18, 2008

Honorable Anne K. Quinlan  
Acting Secretary  
Surface Transportation Board  
Washington, DC 20423

RECORDATION NO.

27522-B  
FILED

DEC 18 '08

-2 0 2 PM

Dear Acting Secretary Quinlan:

SURFACE TRANSPORTATION BOARD

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Release, a secondary document, dated as of December 17, 2008. The primary document to which this is connected is recorded under Recordation No. 27522. We request that one copy of this document be recorded under Recordation No. 27522-B.

The name and address of the party to the Partial Release is:

Security Agent:

Plainfield Direct, Inc., successor in interest to Plainfield Offshore Holdings XI, Inc.  
55 Railroad Avenue  
Greenwich, CT 06830

A description of the equipment covered by the Partial Release consists of two GP-9N locomotives numbered TSRR 1955 and 1959.

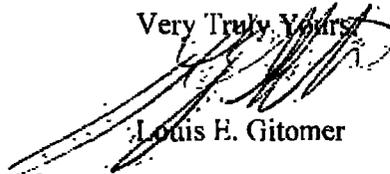
A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer  
600 Baltimore Avenue  
Suite 301  
Towson, MD 21204  
Lou\_Gitomer@verizon.net

Honorable Anne K. Quinlan  
December 18, 2008  
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A short summary of the document to appear in the index follows: a Partial Release by Plainfield Direct, Inc., successor in interest to Plainfield Offshore Holdings XI, Inc., 55 Railroad Avenue, Greenwich, CT 06830, covering two GP-9N locomotives numbered TSRR 1955 and 1959.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", is written over the typed name. The signature is stylized and somewhat illegible due to the ink bleed-through and overlapping lines.

Louis E. Gitomer

Enclosure

RECORDATION NO. 27522-B **FSD**

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SUP. TRANSPORTATION BOARD

**PARTIAL RELEASE**

THIS PARTIAL RELEASE is made as of December 17 2008 (this "Partial Release"), by PLAINFIELD DIRECT INC., as successor in interest to PLAINFIELD OFFSHORE HOLDINGS XI INC. (the "Security Agent").

**WITNESSETH:**

1. The Security Agent and The Louisiana and North West Railroad Company, L.L.C. (n/k/a Louisiana and North West Railroad Company, Inc. "LNW") have entered that certain Security Agreement, dated as of June 6, 2008 (the "Security Agreement").
2. A Memorandum of Security Agreement was recorded with the Surface Transportation Board on June 9, 2008 under Recordation No. 27522.
3. Pursuant to Section 17 of the Security Agreement, LNW has requested the Security Agent to execute this Partial Release to evidence for the public record the termination of the Security Agreement, as represented by the Memorandum of Security Agreement, with respect to the Locomotives identified in Exhibit A attached hereto.
4. This Partial Release shall be effective as of the date hereof.

IN WITNESS WHEREOF, the Security Agent has executed or caused this Partial Release to be executed, as of the date first above written.

PLAINFIELD DIRECT INC.  
as Security Agent

By: [Signature]  
 Name: Thomas X. Frisols  
 Title: Authorized Individual

STATE OF CONNECTICUT

)  
) ss.  
)

COUNTY OF FAIRFIELD

On this 17<sup>th</sup> day of December 2008, before me appeared Thomas X. Fritsch, the person who signed this instrument, who acknowledged that (s)he is the Authorized individual of PLAINFIELD DIRECT, INC., and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

William M. Rowe  
Notary Public

My commission expires:

November 30, 2010

**EXHIBIT A  
TO PARTIAL RELEASE**

**DESCRIPTION OF LOCOMOTIVES AND REPORTING MARKS**

**Two Model GP-9N Diesel Electric Locomotives, numbered TSRR 1955 and 1959**