

RECORDATION NO. 25099-F FILED

JUL 02 '09 -8 0 0 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

July 2, 2009

Anne K. Quinlan, Esq.
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 Termination of Security Interest, dated as of July 2, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memoranda of Indenture and Security Agreement (UPRR 2004-E) and Lease Assignment previously filed with the Board under Recordation Numbers 25099-A and 25099-C.

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

Indenture Trustee: Wells Fargo Bank Northwest, N.A.
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

[Owner Trustee: Wilmington Trust Company
1100 North Market Street
Wilmington, DE 19890]

Anne K. Quinlan, Esq.
July 2, 2009
Page 4

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

1 locomotive TERMINATED: UP 3833.

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

Partial Termination of Security Interest.

Also enclosed is a check in the amount of \$41.00 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,



Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO.

25099-F
FILED

JUL 02 '09

-8 0 0 AM

PARTIAL RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

THIS PARTIAL RELEASE OF SECURITY INTEREST, dated as of July 2, 2009, is made and entered into by the undersigned, WELLS FARGO BANK NORTHWEST, N.A. (the "*Indenture Trustee*").

For good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Indenture Trustee hereby terminates, releases and discharges its security interest in the railroad equipment set forth on Schedule 1 attached hereto, which has been deemed to have suffered an Event of Loss.

Such security interest was granted pursuant to that certain Indenture and Security Agreement, dated as of July 1, 2004 (the "*Indenture*"), by Wilmington Trust Company, as Owner Trustee, in favor of the Indenture Trustee, as supplemented (i) a memorandum of which was duly recorded with the Surface Transportation Board on July 28, 2004 at 11:08 A.M. under Recordation Number 25099-A and the related Memorandum of Lease Assignment, which was duly recorded with the Surface Transportation Board on July 28, 2004 at 11:22 A.M. under Recordation Number 25099-C and (ii) a summary of which was deposited with the Registrar General of Canada on July 28, 2004 at 1:28 P.M. Capitalized terms used herein without definition have the meanings assigned to them in the Indenture.

SCHEDULE 1

EQUIPMENT	QUANTITY	ROAD NUMBER
EMD SD70M locomotive	1	UP 3833

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:

7/2/09



Robert W. Alvord