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SURFACE TRANSPORTATION BOARD

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

January 12, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

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 (Southern Capital Trust II 2002-1), dated as of November 23, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 20312-T and 20312-U.

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

Indenture Trustee: Manufacturers and Traders Trust Company
(successor-in-interest to Allfirst Bank)
25 South Charles Street
Baltimore, MD 21201

[Debtor: SCC SPV II, LLC
Rodney Square North
1100 North Market Street
Wilmington, DE 19890-0001]

Section Chief
January 12, 2010
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A description of the railroad equipment covered by the enclosed document is:

147 railcars within the series KCS 151068 - KCS 153991 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 Release of Security Interest (Southern Capital Trust II 2002-1).

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

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**PARTIAL RELEASE OF SECURITY INTEREST
(SOUTHERN CAPITAL TRUST II 2002-1)**

SURFACE TRANSPORTATION BOARD

This Partial Release of Security Interest (Southern Capital Trust II 2002-1) dated as of November 23, 2009 is made and entered into by the undersigned, Manufacturers and Traders Trust Company (successor in interest to Allfirst Bank), as Indenture Trustee (the "*Indenture Trustee*") under that certain Trust Indenture and Security Agreement (Southern Capital Trust II 2002-1) between SCC SPV II LLC, as Lessor, and Indenture Trustee, as supplemented by that certain supplement, dated as of June 25, 2002 (as so supplemented, the "*Indenture*"), memorandums or copies of which were recorded with the Surface Transportation Board on June 25, 2002 under recordation numbers 20312-T and 20312-U, respectively. Capitalized terms used herein without definition have the meanings assigned to them in the Indenture.

For good and valuable consideration, the receipt and sufficiency of which are acknowledged, the Indenture Trustee hereby terminates, releases and discharges its security interest with respect to the equipment set forth on Exhibit A only.

Dated this November 23, 2009

MANUFACTURERS AND TRADERS TRUST
COMPANY (successor in-interest to Allfirst
Bank)

By: _____

Name: Donald C. Hargadon

Title: Vice President

STATE OF MARYLAND)
) SS.:
CITY OF BALTIMORE)

On this, the 17th day of November, 2009, before me, a Notary Public in and for said County and State, personally appeared Donald C. Hargadon, who being by me duly sworn, says that (s)he is the Vice President of MANUFACTURERS AND TRADERS TRUST COMPANY, that said instrument was signed on November 17th, 2009 on behalf of said Manufacturers and Traders Trust Company by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said Association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Deborah K. Bailey
Name: Deborah K. Bailey
Notary Public
My Commission Expires: 4/1/2010
Residing in Baltimore, Maryland

EXHIBIT A
TO PARTIAL RELEASE OF SECURITY INTEREST

RAILCAR MARKS AND NUMBERS

<u>Railcar Description</u>	<u>Quantity</u>
50' 6" Plate E 263K Box Cars	147

	<u>Initial</u>	<u>Number</u>
1	KCS	151068
2	KCS	151076
3	KCS	151114
4	KCS	151122
5	KCS	151149
6	KCS	151157
7	KCS	151165
8	KCS	151181
9	KCS	151190
10	KCS	151220
11	KCS	151238
12	KCS	151262
13	KCS	151289
14	KCS	151297
15	KCS	151301
16	KCS	151351
17	KCS	151360
18	KCS	151386
19	KCS	151408
20	KCS	151416
21	KCS	151424
22	KCS	151432
23	KCS	151441
24	KCS	151459
25	KCS	151548
26	KCS	151556
27	KCS	151564
28	KCS	151581
29	KCS	151599
30	KCS	151611
31	KCS	151629
32	KCS	151645
33	KCS	151661
34	KCS	151670
35	KCS	151688

36	KCS	151696
37	KCS	151823
38	KCS	151866
39	KCS	151882
40	KCS	151891
41	KCS	151904
42	KCS	151939
43	KCS	151947
44	KCS	151955
45	KCS	151963
46	KCS	151980
47	KCS	151998
48	KCS	152013
49	KCS	152030
50	KCS	152056
51	KCS	152064
52	KCS	152072
53	KCS	152081
54	KCS	152111
55	KCS	152161
56	KCS	152200
57	KCS	152269
58	KCS	152307
59	KCS	152315
60	KCS	152331
61	KCS	152382
62	KCS	152404
63	KCS	152447
64	KCS	152455
65	KCS	152471
66	KCS	152480
67	KCS	152544
68	KCS	152561
69	KCS	152609
70	KCS	152617
71	KCS	152668
72	KCS	152684
73	KCS	152706
74	KCS	152714
75	KCS	152722
76	KCS	152731
77	KCS	152765
78	KCS	152773
79	KCS	152846
80	KCS	152854
81	KCS	152862

82	KCS	152889
83	KCS	152897
84	KCS	152919
85	KCS	152927
86	KCS	152935
87	KCS	152978
88	KCS	152994
89	KCS	153001
90	KCS	153010
91	KCS	153036
92	KCS	153044
93	KCS	153061
94	KCS	153087
95	KCS	153109
96	KCS	153133
97	KCS	153141
98	KCS	153150
99	KCS	153168
100	KCS	153176
101	KCS	153192
102	KCS	153206
103	KCS	153257
104	KCS	153273
105	KCS	153290
106	KCS	153303
107	KCS	153338
108	KCS	153346
109	KCS	153354
110	KCS	153397
111	KCS	153401
112	KCS	153427
113	KCS	153451
114	KCS	153460
115	KCS	153478
116	KCS	153494
117	KCS	153516
118	KCS	153524
119	KCS	153559
120	KCS	153575
121	KCS	153605
122	KCS	153613
123	KCS	153621
124	KCS	153630
125	KCS	153681
126	KCS	153702
127	KCS	153711

128	KCS	153729
129	KCS	153737
130	KCS	153753
131	KCS	153788
132	KCS	153796
133	KCS	153818
134	KCS	153826
135	KCS	153834
136	KCS	153842
137	KCS	153869
138	KCS	153877
139	KCS	153885
140	KCS	153915
141	KCS	153923
142	KCS	153931
143	KCS	153940
144	KCS	153958
145	KCS	153966
146	KCS	153982
147	KCS	153991

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: 1/12/2010



Robert W. Alvord