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SURFACE TRANSPORTATION BOARD

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March 6, 2012

Ms. Cynthia T. Brown  
Chief of the Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W  
Washington, D C. 20423

Dear Ms. Brown:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release and Discharge of Security Interest, dated as of March 2, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to a Memorandum of Second Amendment to Master Railroad Security Agreement filed with the Board under Recordation Number 26886-F.

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

Bank: MB Financial Bank  
6111 North River Road  
Rosemont, IL 60018

[Grantors: Residual Based Finance Corporation  
ALF P-I, Inc.  
ALF P-II, Inc.  
Bangor & Aroostook Holdings, Inc  
70 West Madison Street, Suite 2340  
Chicago, IL 60602]

Chief of the Section of Administration

March 6, 2012

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

65 railcars within the series OFOX 500204 – OFOX 500691 RELEASED as more particularly set forth in the equipment schedule attached to the document.

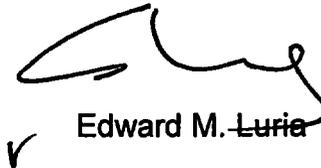
A short summary of the document to appear in the index is:

Partial Release and Discharge 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,



Edward M. Luria

EML/sem  
Enclosures

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**PARTIAL RELEASE AND DISCHARGE OF SECURITY INTEREST**

**SURFACE TRANSPORTATION BOARD**

The undersigned, MB Financial Bank, Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby releases and discharges any and all of its interests in, security interest in, and liens in the following described railroad equipment:

Sixty - five (65) open top hopper cars as more particularly set forth in Exhibit A hereto (hereinafter "Property Discharged").

And this release and discharge includes the release of the security interest granted to Secured Party in the Property Discharged pursuant to that certain Second Amendment to Master Railroad Security Agreement dated as of March 25, 2010, (amendment to that certain Master Railroad Security Agreement dated as of March 28, 2007) and filed at the STB as that certain Memorandum of Second Amendment to Master Railroad Security Agreement dated as of March 25, 2010, as recordation #26886F and filed on March 26, 2010 at 9:00 a.m.

**NOTICE OF PARTIAL DISCHARGE ONLY:** This release and discharge is intended to be only a discharge as to the Property Discharged. The Secured Party's security interest in all other railroad equipment shall remain.

Dated this 2nd day of March, 2012

MB Financial Bank

By: Maureen M. Janes  
Maureen M. Janes

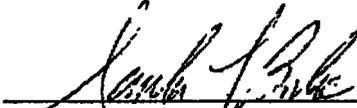
Title: First Vice President

) ss:

County of Cook

On this 2nd day of MARCH, 2012, before me, personally appeared Maureen M. Janes, to me personally known, who being by me duly sworn, says that she is the First Vice President of MB Financial Bank and that said instrument was signed on behalf of said Corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

[Seal]

  
\_\_\_\_\_  
Signature of Notary Public



My commission expires 11/9/14

Subscribed and sworn to me this 2nd day of MARCH, 2012.

**EXHIBIT A TO RELEASE OF SECURITY INTEREST**

**MARK AND NUMBER**

1	OFOX 500204
2	OFOX 500215
3	OFOX 500225
4	OFOX 500226
5	OFOX 500233
6	OFOX 500239
7	OFOX 500245
8	OFOX 500247
9	OFOX 500249
10	OFOX 500250
11	OFOX 500251
12	OFOX 500263
13	OFOX 500267
14	OFOX 500269
15	OFOX 500272
16	OFOX 500274
17	OFOX 500277
18	OFOX 500288
19	OFOX 500291
20	OFOX 500292
21	OFOX 500296
22	OFOX 500300
23	OFOX 500311
24	OFOX 500334
25	OFOX 500341
26	OFOX 500344
27	OFOX 500357
28	OFOX 500359
29	OFOX 500364
30	OFOX 500374
31	OFOX 500377
32	OFOX 500381
33	OFOX 500392
34	OFOX 500394
35	OFOX 500398
36	OFOX 500400
37	OFOX 500401
38	OFOX 500407
39	OFOX 500415
40	OFOX 500428
41	OFOX 500443
42	OFOX 500471
43	OFOX 500474
44	OFOX 500475
45	OFOX 500477

46 OFOX 500482  
47 OFOX 500492  
48 OFOX 500529  
49 OFOX 500530  
50 OFOX 500555  
51 OFOX 500560  
52 OFOX 500562  
53 OFOX 500564  
54 OFOX 500569  
55 OFOX 500577  
56 OFOX 500579  
57 OFOX 500603  
58 OFOX 500609  
59 OFOX 500616  
60 OFOX 500636  
61 OFOX 500651  
62 OFOX 500658  
63 OFOX 500681  
64 OFOX 500687  
65 OFOX 500691

CERTIFICATION

I, Edward M Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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. 3/6/12

Edward M Luria  
Edward M Luria