

RECORDATION NO. 25523-Z FILED
March 30, 2012 09:40 AM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

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

20036

OF COUNSEL
URBAN A. LESTER

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

March 30, 2012

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 Full Release of Security Interest, dated as of March 30, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a full release and relates to the documents previously filed with the Board under Recordation Number 25523.

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

Collateral Agent/
Lessor:

The Royal Bank of Scotland N.V. (successor
in interest to ABN AMRO Advisory, Inc.)
550 West Jackson Boulevard, Suite 1700
Chicago, IL 60661

Section Chief
March 30, 2012
Page 2

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

All railcars and the Lease (including supplements) filed under Recordation Number 25523.

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

Full Release 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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a checkmark below the first letter 'E'.

Edward M. Luria

EML/sem
Enclosures

FULL RELEASE OF SECURITY INTEREST

The undersigned, THE ROYAL BANK OF SCOTLAND N.V. (successor in interest to ABN AMRO Advisory, Inc.), as Collateral Agent, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by it in all railcars and the Lease (including supplements) described below previously granted to the Collateral Agent (and not already released) pursuant to that certain Participant Assignment and Security Agreement, dated as of March 30, 2005, in favor of Collateral Agent by ABN AMRO BANK N.V. (predecessor to The Royal Bank of Scotland N.V.), as Lessor.

Lessor and Eastman Chemical Company, as Lessee entered into that certain Lease dated as of March 30, 2005 (as from time to time amended, restated, supplemented or otherwise modified, the "Lease") and supplements thereto, evidenced by the memoranda filed with the Surface Transportation Board (the "Board") and listed in Schedule A attached hereto. Lessor has conveyed a first priority security interest in the Lease (including all supplements) and the underlying rail equipment to the Collateral Agent evidenced by the memoranda filed with the Board and listed in Schedule B attached hereto. This Full Release of Security Interest covers the leasehold interests and the rail equipment set forth in those memoranda.

This Full Release of Security Interest shall neither impair nor terminate the rights and obligations of the parties under the Participant Assignment and Security Agreement which expressly survive this release.

Schedule A

1. Memorandum of Lease, dated as of March 30, 2005, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on March 31, 2005, under Recordation Number 25523.
2. Memorandum of Lease, dated as of June 30, 2005, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on June 28, 2005, under Recordation Number 25523-B.
3. Memorandum of Lease, dated as of October 28, 2005, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on October 27, 2005, under Recordation Number 25523-D.
4. Memorandum of Lease, dated as of December 29, 2006, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on December 29, 2006, under Recordation Number 25523-F.
5. Memorandum of Lease, dated as of March 30, 2007, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on March 30, 2007, under Recordation Number 25523-H.
6. Memorandum of Lease, dated as of June 29, 2007, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on June 29, 2007, under Recordation Number 25523-L.
7. Memorandum of Lease, dated as of September 28, 2007, between ABN AMRO BANK N.V., as Lessor, and EASTMAN CHEMICAL COMPANY, as Lessee, filed with the Board on September 28, 2007, under Recordation Number 25523-N.

Schedule B

1. Memorandum of Participant Assignment and Security Agreement, dated as of March 30, 2005, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on March 31, 2005, under Recordation Number 25523-A.
2. Memorandum of Participant Assignment and Security Agreement, dated as of June 30, 2005, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on June 28, 2005, under Recordation Number 25523-C.
3. Memorandum of Participant Assignment and Security Agreement, dated as of October 28, 2005, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on October 27, 2005, under Recordation Number 25523-E.
4. Memorandum of Participant Assignment and Security Agreement, dated as of December 29, 2006, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on December 29, 2006, under Recordation Number 25523-G.
5. Memorandum of Participant Assignment and Security Agreement, dated as of March 30, 2007, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on March 30, 2007, under Recordation Number 25523-I.
6. Memorandum of Participant Assignment and Security Agreement, dated as of June 29, 2007, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on June 29, 2007, under Recordation Number 25523-M.
7. Memorandum of Participant Assignment and Security Agreement, dated as of September 28, 2007, between ABN AMRO Advisory, Inc., as Collateral Agent and ABN AMRO BANK N.V., as Lessor, filed with the Board on September 28, 2007, under Recordation Number 25523-O.

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: 3/30/12

Edward M Luria
Edward M. Luria