

RECORDATION NO 24963-A FILED
September 4, 2012 10:10 AM
SURFACE TRANSPORTATION BOARD

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

August 31, 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 Termination and Release of Security Interests and Liens, dated as of August 31, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Assignment, Pledge and Security Agreement previously filed with the Board under Recordation Number 24963.

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

Secured Party: Zions First National Bank
 One South Main Street
 Salt Lake City, UT 84133

Chief, Section of Administration
August 31, 2012
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A description of the railroad equipment covered by the enclosed document is:

All railcars covered by the Assignment, Pledge and Security Agreement previously filed with the Board under Recordation Number 24963.

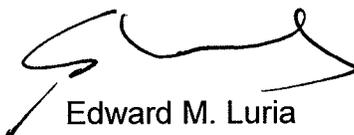
A short summary of the document to appear in the index is:

Termination and Release of Security Interests and Liens.

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

TERMINATION AND RELEASE OF SECURITY INTERESTS AND LIEN

Zions First National Bank ("Zions"), this ____ day of August, 2012, releases and terminates the security interest created under that certain Assignment, Pledge and Security Agreement (the "Agreement") dated as of April 1, 2004 between Zions and Southern Rail Leasing, Inc., (the "Debtor"), which was recorded at the Surface Transportation Board on May 19, 2004 under Recordation No. 24963 for the Collateral as defined in the Agreement.

WHEREAS, Zions desires to execute this Release for public record of the satisfaction and release of all the rights and obligations of the Debtor under the Agreement.

NOW, THEREFORE, in consideration of the premises, Zions agrees that the lien created by the Agreement is released effective as of August ____, 2012.

IN WITNESS WHEREOF, Zions has executed or caused this Instrument to be executed as of the date first above written.

Zions First National Bank

By: Nick Griffith
Name: Nick Griffith
Title: Vice President

STATE OF Utah

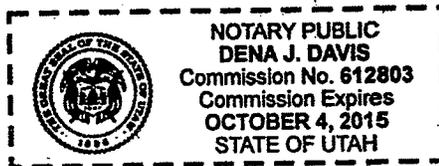
COUNTY OF Salt Lake

I, Dena J. Davis, a Notary Public of the County and State aforesaid, certify that Nick Griffith, as Vice President of Zions First National Bank personally appeared before me this day and acknowledged his due execution of the foregoing Termination and Release of Security Interest and Liens.

WITNESS my hand and official stamp or seal this 29th day of August, 2012.

Dena J. Davis
Notary Public

My commission expires: 10/04/15



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: 9/4/12

Edward M Luria
Edward M. Luria