

RECORDATION NO. 27911-A
FILED January 04, 2013 11:58 AM
SURFACE TRANSPORTATION BOARD

LAW OFFICES OF
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January 2, 2013

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:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination of Security Agreement, a secondary document, dated as of December 21, 2012. The primary document to which this is connected is recorded under Recordation No. 27911. We request that this document be recorded under Recordation No. 27911-A.

The name and address of the party to the Termination of Security Agreement is:

Administrative Agent:

Citibank, N.A.
800 Boylston Street
Boston, MA 02109

A description of the equipment covered by the Termination of Security Agreement consists of five GP-40 locomotives numbered MEC 506, 508, 515, 518, and 519.

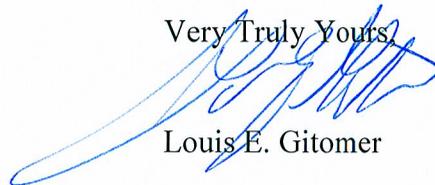
A fee of \$42.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

Ms. Cynthia T. Brown
January 2, 2013
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A short summary of the document to appear in the index follows: a Termination of Security Agreement by Citibank, N.A., 800 Boylston Street, Boston, MA 02109, covering five GP-40 locomotives numbered MEC 506, 508, 515, 518, and 519.

Very Truly Yours,



Louis E. Gitomer

Enclosure

TERMINATION OF SECURITY INTEREST

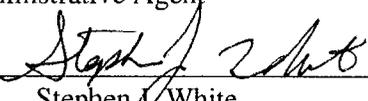
The undersigned **CITIBANK, N.A.**, as Administrative Agent (the “Secured Party”), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by it insofar as the same encumbers that certain railroad equipment identified on Schedule A attached hereto.

Such security interest was granted pursuant to that certain Security Agreement dated as of April 9, 2009 by and among, **PAN AM RAILWAYS, INC.**, a Delaware corporation, **BOSTON AND MAINE CORPORATION**, a Delaware corporation, **MAINE CENTRAL RAILROAD COMPANY**, a Maine corporation, **PORTLAND TERMINAL COMPANY**, a Maine corporation, **GUILFORD MOTOR EXPRESS, INC.**, a Delaware corporation, **SPRINGFIELD TERMINAL RAILWAY COMPANY**, a Vermont Corporation, **PERMA TREAT CORPORATION**, a Delaware corporation, and the Secured Party filed with the Surface Transportation Board on April 13, 2009 under Recordation Number 27911.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the Secured Party has caused this instrument to be executed by its officer thereunto duly authorized this 21st day of December, 2012.

**CITIBANK, N.A., as
Administrative Agent**

By: 

Stephen J. White
Senior Vice President

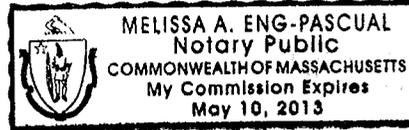
ACKNOWLEDGEMENT

COMMONWEALTH / STATE OF Massachusetts
COUNTY OF Essex

On this 21st day of December 2012, before me, the undersigned notary public,
personally appeared Stephen J. White, as Senior Vice President of Citibank, N.A.,
personally known to me to be the person whose name is signed above, and acknowledged to me
that he signed it voluntarily for its stated purpose.



(official signature and seal of notary)
My Commission Expires; 5/10/13



Schedule A

<u>Description of Pulling Stock</u>	<u>Owner</u>
Five (5) Model GP-40 Locomotives bearing Road Nos. 506, 508, 515, 518 and 519	Maine Central Railroad Company