

RECORDATION NO 19617-A

FILED

January 14, 2013 09:00 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD

ATTORNEYS AT LAW

1050 SEVENTEENTH STREET, N.W.

SUITE 301

WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

January 14, 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 Trust Indenture Release, dated as of January 2, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memoranda of Equipment Trust Agreement and Lease Assignment previously filed with the Commission under Recordation Numbers 19617 and 19618-A, respectively.

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

Security Trustee: Wells Fargo Bank Northwest, N.A. (successor
to First Security Bank of Utah, NA)
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

Chief
Section of Administration
January 14, 2013
Page 2

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

26 SD701 locomotives RELEASED: CN 5600 – CN 5625.

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

Trust Indenture Release.

Also enclosed is a check in the amount of \$42.00 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

TRUST INDENTURE RELEASE dated as of January 2, 2013.

WHEREAS, First Security Bank of Utah, National Association (know known as *Wells Fargo Bank Northwest, National Association*) as security trustee ("Security Trustee") and **NationsBank, National Association** (predecessor to *Bank of America, National Association*) as owner ("Owner") entered into an Equipment Trust Agreement dated as of September 1, 1995 ("Original Trust Indenture"), as amended by an Amendment Agreement dated as of December 15, 1995 ("Amendment Agreement"), (collectively, "Trust Indenture") whereby the Security Trustee retains a security interest in the Collateral (as defined in the Trust Indenture) which includes, among other things, the Lease (as defined below) and the Locomotives (as defined below) thereunder;

WHEREAS, Owner and Grand Trunk Western Railroad Incorporated (predecessor to *Grand Trunk Western Railroad Company*) as lessee ("Lessee") entered into a Lease of Railroad Equipment dated as of September 1, 1995, as amended by the Amendment Agreement, (collectively, "Lease") covering the twenty-six (26) SD70I diesel-electric locomotives, manufactured by the Diesel Division of General Motors of Canada Limited in London, ON in 1995, bearing the marks and road numbers **CN 5600 through CN 5625** ("Locomotives");

WHEREAS, to evidence liens and interests under the Trust Indenture, (i) a Memorandum of Equipment Trust Agreement and a Memorandum of Lease Assignment each dated as of September 1, 1995 between Owner and Security Trustee were filed at the Interstate Commerce Commission (predecessor to the Surface Transportation Board) on September 27, 1995 at 11:15 A.M. under recordation numbers 19617 and 19618-A, respectively and (ii) the Original Trust Indenture was deposited at the Registrar General of Canada on September 28, 1995 at 8:55 A.M.;

AND WHEREAS, as of the date hereof, the Owner has fully discharged and satisfied its obligations under the Trust Indenture in respect of the repayment of the Certificates (as defined in the Trust Indenture) due and payable as of the date hereof.

NOW, THEREFORE, the Security Trustee hereby (i) releases and discharges, in favor of the Owner, all its estate, right, title and interest in the Collateral and (ii), for greater certainty, releases its security interest in the Locomotives.

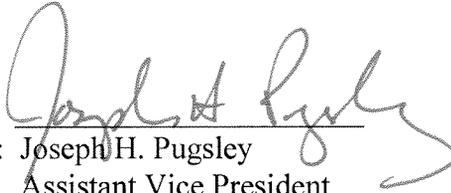
IN WITNESS WHEREOF, the Security Trustee has caused this Trust Indenture Release to be executed, by its officer thereunto duly authorized, as of the day and year first above written.

**WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION,**
not in its individual capacity but solely as
indenture trustee

By:

Name: Joseph H. Pugsley

Title: Assistant Vice President



GTW File Reference: CA 8121

STATE OF UTAH)
)
CITY OF SALT LAKE) ss:

On this 2nd day of January, 2013, before me personally appeared Joseph H. Pugsley, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of Wells Fargo Bank, National Association, that the foregoing instrument was signed on behalf of said national association by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing release was the free act and deed of said national association.



Notary Public

My commission expires: September 26, 2015

[Notarial Seal]

