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March 7, 2011

**By Hand Delivery**

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

RECORDATION NO. 29627-A FILED

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**SURFACE TRANSPORTATION BOARD**

Dear Ms. Brown:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section 11301(a) of Title 49 of the U.S. Code.

The document is a Partial Release of Security Interest dated as of March 2, 2011, a secondary document, as defined in the Board's Rules for the Recordation of Documents at 49 C.F.R. § 1177.1(b). This Partial Release of Security Interest relates to that certain Memorandum of Security Agreement previously filed with the Board on January 25, 2011, under Recordation Number 29627.

The name and address of the party to the enclosed document is as follows:

COLLATERAL AGENT: Bank of America, N.A.  
One Financial Plaza  
Providence, RI 02903

A description of the Equipment covered by the document is as follows:

FEC 15368                      FEC 15781  
FEC 15387                      FEC 15979  
FEC 15425                      FEC 16087  
FEC 15586                      FEC 16089

Cynthia T. Brown  
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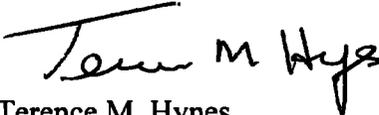
The prescribed recordation fee of \$41.00 is enclosed. Please return any extra copies not needed by the Board for recordation to the person hand-delivering the documents.

A short summary of the enclosed documents to appear in the index follows:

Partial Release of Security Interest relating to that certain Memorandum of Security Agreement previously filed with the Board on January 25, 2011, under Recordation Number 29627, and the following Equipment:

FEC 15368	FEC 15781
FEC 15387	FEC 15979
FEC 15425	FEC 16087
FEC 15586	FEC 16089

Sincerely yours,

  
Terence M Hynes

TMH.aat  
Enclosures

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**PARTIAL RELEASE OF SECURITY INTEREST**

SURFACE TRANSPORTATION BOARD

The undersigned, BANK OF AMERICA, N A., as Collateral Agent for the benefit of the Secured Parties in connection with that certain Security Agreement dated as of January 25, 2011 by and among FLORIDA EAST COAST RAILWAY CORP., FLORIDA EAST COAST RAILWAY, LLC AND FEC HIGHWAY SERVICES, LLC, on the one hand, and BANK OF AMERICA, as Collateral Agent, on the other hand (the "2011 Security Agreement"), which pertains to, *inter alia*, that certain railroad rolling stock described on Exhibit A thereto (collectively, the "Rail Equipment"), hereby fully releases, terminates and forever discharges all security interest in and to the following railroad cars included in the Rail Equipment (the "Released Equipment"):

FEC 15368

FEC 15781

FEC 15387

FEC 15979

FEC 15425

FEC 16087

FEC 15586

FEC 16089

The security interest hereby released, terminated and discharged was originally recorded in the form of a Memorandum of Security Agreement dated as of January 25, 2011 and recorded with the Surface Transportation Board pursuant to 49 U.S.C. § 11301 on January 25, 2011, under Recordation Number 29627. Collateral Agent hereby consents to the recordation of this Partial Release of Security Interest with the Surface Transportation Board to evidence the release, termination and discharge of the Released Equipment from the security interest granted pursuant to the 2011 Security Agreement.

IN WITNESS WHEREOF, BANK OF AMERICA, N.A. has caused this instrument to be executed by its duly authorized officer this 3<sup>rd</sup> day of March, 2011.

BANK OF AMERICA, N.A.

By:



Name: John M. Olsen

Title: Senior Vice President

