

RECORDATION NO. 21679-E FILED

JAN 31 '12 -3 0 0 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301
WASHINGTON, DC
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

January 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 Notice of Full Release of Security Interest (Amtrak Trust 98-C), dated January 31, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 21679.

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

Indenture Trustee: Manufacturers and Traders Trust Company
(successor in interest to The First National
Bank of Maryland)
25 South Charles Street
Baltimore, MD 21201

[Owner Trustee: U.S. Bank National Association
225 Franklin Street
Boston, MA 02110]

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

All railroad equipment at any time covered by the Indenture and identified in the primary and secondary filings made under Recordation Number 21679 is RELEASED.

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

Notice of Full Release of Security Interest (Amtrak Trust 98-C).

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

JAN 31 '12

-3 0 0 PM

**NOTICE OF FULL RELEASE OF SECURITY INTEREST
(AMTRAK TRUST 98-C)**

SURFACE TRANSPORTATION BOARD

The undersigned, **MANUFACTURERS AND TRADERS TRUST COMPANY** (successor in interest to The First National Bank of Maryland), as Indenture Trustee (the "**Indenture Trustee**"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it does hereby terminate, release and discharge any and all security interests held by it on all railroad equipment granted pursuant to that certain Trust Indenture and Security Agreement (Amtrak Trust 98-C) dated as of September 15, 1998 between U.S. Bank National Association (successor in interest to First Union National Bank) as Owner Trustee (the "**Owner Trustee**") and the Indenture Trustee, as supplemented by that certain Trust Agreement and Indenture Supplement No. 1 (Amtrak Trust 98-C) dated September 29, 1998 and as further amended, modified or supplemented (the "**Indenture**").

A Memorandum of Trust Indenture and Security Agreement (Amtrak Trust 98-C) dated September 29, 1998 was duly filed and recorded with the Surface Transportation Board on September 29, 1998 under Recordation Number 21679-A and was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act on September 29, 1998 at 11:49 a.m. This document constitutes a release of all interests, claims, liens or encumbrances over all railroad equipment at any time covered by the Indenture and identified in the primary and secondary filings made under Recordation Number 21679.

This Notice of Full Release of Security Interest is executed without prejudice to the rights or obligations of the parties which expressly survive under the Indenture or as provided in that certain Purchase and Sale Agreement (Amtrak Trust 98-C) dated as of January 6, 2012 between, among others, the Owner Trustee and the Indenture Trustee.

Dated: January 31, 2012

[Signature Page Follows]

MANUFACTURERS AND TRADERS
TRUST COMPANY, as Indenture Trustee

By: Artis Cummings
Name: ARTIS CUMMINGS
Title: Banking Officer

NOTICE OF FULL RELEASE OF SECURITY INTEREST (AMTRAK TRUST 98-C)

STATE OF MARYLAND)
) SS.:
CITY OF BALTIMORE)

On this 20th day of January, 2012 before me personally appeared Artis Cummings, to me personally known, who being by me duly sworn, says that she is a Bank Officer of MANUFACTURERS AND TRADERS TRUST COMPANY, that said instrument was signed on behalf of said company by authority of its Board of Directors and she acknowledges that the execution of the foregoing instrument was the free act and deed of said company.

Debra Wright-Carly
Notary Public

My commission expires:

April 4, 2014

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: 1-31-12

Edward M Luria
Edward M Luria