

RECORDATION NO 27262-B  
FILED  
October 10, 2012 01:59 PM  
LAW OFFICES OF  
**SURFACE TRANSPORTATION BOARD**  
**LOUIS E. GITOMER, LLC.**

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October 10, 2012

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 Partial Release, a secondary document, dated as of October 10, 2012. The primary document to which this is connected is recorded under Recordation No. 27262. We request that this document be recorded under Recordation No. 27262-B.

The names and addresses of the parties to the Partial Release are:

Lender:

Fifth Third Bank  
222 South Riverside, 32nd Floor  
Chicago, Illinois 60606

Borrower:

Relco Finance, Inc.  
113 Industrial Avenue  
Minooka, IL 60447

A description of the equipment covered by the Partial Release consists of 11 locomotives numbered RLCX 150, 151, 650, 651, 1802, 1244, 1627, 1310, 1285, 1622, and 1704.

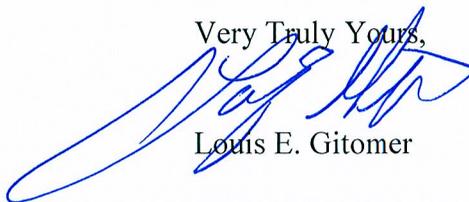
A fee of \$42.00 is enclosed. Please return one copy by email to:

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

Ms. Cynthia T. Brown  
October 10, 2012  
Page 2

A short summary of the document to appear in the index follows: a Partial Release between Fifth Third Bank, 222 South Riverside, 32nd Floor, Chicago, Illinois 60606, and Relco Finance, Inc., 113 Industrial Avenue, Minooka, IL 60447, covering 11 locomotives numbered RLCX 150, 151, 650, 651, 1802, 1244, 1627, 1310, 1285, 1622, and 1704.

Very Truly Yours,

A handwritten signature in blue ink, appearing to read "Louis E. Gitomer", is written over the typed name. The signature is stylized and cursive.

Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE

THIS PARTIAL RELEASE dated as of October 10, 2012 (the "Partial Release") is made by Fifth Third Bank, an Ohio banking corporation, successor by merger with Fifth Third Bank (Chicago), a Michigan banking corporation, whose address is 222 South Riverside Plaza, 32nd Floor, Chicago, Illinois, 60606 (the "Bank") and RELCO Locomotives, Inc., an Illinois corporation, RELCO Land Holdings of Illinois LLC<sup>1</sup>, and RELCO Land Holdings of Iowa LLC, a Delaware limited liability company, each of whose address is 1001 Warrenville Rd., Lisle, IL 60532 (collectively the "Borrowers").

WHEREAS, the Bank, as secured party, and the Borrowers are parties to that certain Loan and Security Agreement, dated as of December 1, 2007 (the "Loan Agreement");

WHEREAS, the Bank has recorded its security interest created by the terms of the Loan Agreement by the filing of a Memorandum of Loan and Security Agreement and an Assignment of Rents and Lessor's Interest in Leases of Rolling Stock with the Surface Transportation Board on December 12, 2007 and assigned recordation numbers 27262 and 27262-A (the "Lien Documents");

WHEREAS, the Bank and Borrowers desire to execute this Partial Release to evidence for the public record the satisfaction and release of all rights and obligations under the Lien Documents (except for any surviving obligations under such Lien Documents) solely with respect to the locomotives included on the attached **Exhibit A** (the "Released Locomotives"). All rights and obligations under the Lien Documents with respect to Rolling Stock and Equipment other than the Released Locomotives remain in full force and effect.

NOW, THEREFORE, in consideration of the premises, the Bank and Borrowers agree that the liens on the Released Locomotives created by the Lien Documents are released without recourse, representation or warranty of any kind, express or implied.

This Partial Release may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Partial Release.

**--The rest of this page intentionally left blank- signature page follows--**

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<sup>1</sup> RELCO Land Holdings of Illinois LLC was formally dissolved on November 18, 2008.

IN WITNESS WHEREOF, the Bank and Borrowers have executed this Partial Release as of the date first above written.

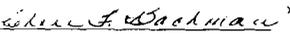
FIFTH THIRD BANK  
an Ohio banking corporation, successor by merger  
with Fifth Third Bank (Chicago), a Michigan banking corporation

By:   
Its: VICE PRESIDENT

RELCO LOCOMOTIVES, INC.

By:   
Its: CEO

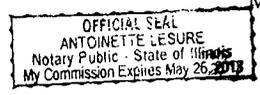
RELCO LAND HOLDINGS OF IOWA LLC

By:   
Its: Manager

STATE OF ILLINOIS     )  
                                  ) ss.  
County of Cook         )

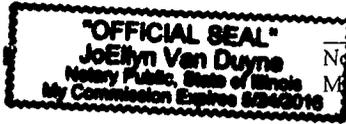
On this 4th day of October 2012, before me, Antoinette Lesure, the undersigned Notary Public, personally appeared ROBERT W. HART personally known to me to be the person who executed the within instrument as VICE PRESIDENT on behalf of Fifth Third Bank, and acknowledged to me that the corporation executed it.

Antoinette Lesure  
Notary Public for FL  
My Commission expires May 26, 2013



STATE OF ILLINOIS     )  
  ) ss.  
County of Cook         )

On this 4<sup>th</sup> day of October 2012, before me, JoEllyn Van Duyn, the undersigned Notary Public, personally appeared Chuck Benson personally known to me to be the person who executed the within instrument as CBM VP Business Development on behalf of Relco Locomotives, Inc., and acknowledged to me that the corporation executed it.



JoEllyn Van Duyn  
Notary Public for IL  
My Commission expires 5/24/16

STATE OF ILLINOIS     )  
  ) ss.  
County of Cook         )

On this 4<sup>th</sup> day of October 2012, before me, JoEllyn Van Duyn, the undersigned Notary Public, personally appeared Cheri F. Bachman personally known to me to be the person who executed the within instrument as Manager on behalf of Relco Land Holdings of Iowa LLC, and acknowledged to me that the corporation executed it.



JoEllyn Van Duyn  
Notary Public for IL  
My Commission expires 5/24/16

**EXHIBIT A  
TO PARTIAL RELEASE**

DESCRIPTION OF LOCOMOTIVES

RLCX 150	EMD GP7 SLUG
RLCX 151	EMD GP7 SLUG
RLCX 650	GP10 MU(1750 HP)
RLCX 651	GP10 MU(1750 HP)
RLCX 1802	EMD GP 11
RLCX 1244 (HBM 1295)	EMD SW1200
RLCX 1627 (JTPX 7513)	EMD GP9
RLCX 1310	EMD SW10
RLCX 1285	EMD SW1200
RLCX 1622	GP10
RLCX 1704	GP10