

RECORDATION NO. 17358-E
FILED October 22, 2012 08:00 AM
SURFACE TRANSPORTATION BOARD

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October 22, 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 Termination and Release of Trust Indenture and Security Agreement, dated as of October 15, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Trust Indenture and Security Agreement previously filed with the Board under Recordation Number 17358-A.

The names and addresses of the parties to the enclosed document are:

Indenture Trustee: The Bank of New York Mellon Trust Company,
N.A. (successor to Mercantile-Safe Deposit and
Trust Company)
One Wall Street
New York, NY 10286

Chief
Section of Administration
October 22, 2012
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A description of the railroad equipment covered by the enclosed document is:

All railcars at any time covered by the Indenture, as amended and supplemented and identified under Recordation Number 17358-A, are RELEASED.

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

Termination and Release of Trust Indenture and Security Agreement.

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

**TERMINATION AND RELEASE OF
TRUST INDENTURE AND SECURITY AGREEMENT**

Reference is made to that certain Trust Indenture and Security Agreement, dated as of May 30, 1991 (as amended, supplemented or otherwise modified, the "Indenture"), by and between U.S. Bank National Association (successor to The Connecticut National Bank) not in its individual capacity but solely as Owner Trustee (the "Lessor") and the Bank of New York Mellon (successor to Mercantile-Safe Deposit and Trust Company), not in its individual capacity but solely as Indenture Trustee (the "Indenture Trustee"). Capitalized terms not defined herein shall have the meanings set forth in the Indenture.

Lessor and Indenture Trustee are parties to that certain Memorandum of Trust Indenture and Security Agreement, dated as of May 30, 1991 (the "Indenture Memorandum") filed with the Interstate Commerce Commission on May 30, 1991 under Recordation Number 17358-A.

The undersigned parties do hereby give notice of the termination of the Indenture.

All conditions precedent under the Indenture in connection with this Termination and Release have been satisfied. Indenture Trustee acknowledges that (1) the interest on and principal of the Notes and all other amounts owing under the Indenture have been paid in full, (2) the Trust Indenture Estate is hereby terminated and released from the lien of the Indenture, (3) the security interests in and to all railcars at any time covered by the Indenture, as amended and supplemented, and identified in the primary and secondary filings made under Recordation Number 17358-A are hereby released and terminated, and (4) the Indenture is terminated effective as of May 29, 2009.

The parties hereto authorize the recordation of this instrument with the Surface Transportation Board in order to give effect to the foregoing.

[Signature Page Follows.]

The undersigned officer certifies that he holds the title set forth below by his name and that this instrument was signed on behalf of the party for whom he signed by authority of its board of directors and he acknowledges that the execution of the foregoing instrument was the free act of such party. The undersigned officer certifies to the best of his knowledge that the foregoing set out in this paragraph is true and correct.

Dated: 10/15, 2012

THE BANK OF NEW YORK MELLON, not in its individual capacity, but solely as Indenture Trustee

BY: [Signature]
Name: _____
Title: **LAURENCE J. O'BRIEN**
VICE PRESIDENT

Acknowledgement:

STATE OF New York
COUNTY OF Queens

The foregoing instrument was acknowledged before me this 15 day of October, 2012, by Laurence O'Brien, the Vice President of THE BANK OF NEW YORK MELLON, on behalf of said entity. He/she is personally known to me.

[Signature]
Notary Public in and for the State of New York

Printed Name: _____

My Commission Expires: _____

ANNA YIU
Notary Public State of New York
Qualified in Queens County
Reg #01YI5080477
Commission Expires 6/13/15

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: 12/22/12

Edward M Luria
Edward M. Luria