

RECORDATION NO. 20950-C  
FILED November 20, 2012 10:50 AM  
SURFACE TRANSPORTATION BOARD

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November 20, 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 Memorandum of Mortgage and Security Agreement Termination, dated as of November 15, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum of Mortgage and Security Agreement previously filed with the Board under Recordation Number 20950.

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

Security Trustee: Manufacturers and Traders Trust Company  
25 South Charles Street  
Baltimore, Maryland 21202

Borrower: CSX Transportation, Inc.  
500 Water Street  
Jacksonville, Florida 32202

Chief, Section of Administration  
November 20, 2012  
Page 2

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

46 locomotives: CSXT 281 – CSXT 300, CSXT 700 – CSXT 724 and CSXT 4788.

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

Memorandum of Mortgage and Security Agreement Termination.

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/bhs  
Enclosures

MEMORANDUM OF MORTGAGE AND SECURITY AGREEMENT TERMINATION (CSXT 1997-A), dated as of November **15**, 2012, by and between MANUFACTURERS AND TRADERS TRUST COMPANY ("Security Trustee") and CSX TRANSPORTATION, INC. ("Borrower"). Capitalized terms used herein which are not defined herein shall have their respective meanings ascribed thereto as set forth in the Mortgage (defined below).

WHEREAS, Security Trustee and Borrower entered into that certain Mortgage and Security Agreement (CSXT 1997-A), dated as of October 22, 1997 (the "Mortgage") for which a Memorandum of Mortgage and Security Agreement (CSXT 1997-A) was recorded with the Surface Transportation Board ("STB") on October 22, 1997 at 11:35 a.m. under Recordation No. 20950 covering the locomotives as described on Schedule A hereto (the "Equipment");

WHEREAS, effective as of the date hereof, the Mortgage is terminated and the lien of the Mortgage is released and delivered with respect to the Equipment; and

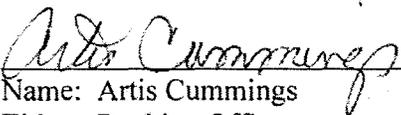
WHEREAS, the Security Trustee and Borrower wish to show for the public record the existence of the termination of the Mortgage and the respective interests therein of the Security Trustee and Borrower as provided under the term and conditions of the Mortgage.

NOW, THEREFORE, to accomplish the foregoing, effective as of the date hereof, Security Trustee does hereby release Borrower from each and all of its obligations and any claims and demands of every kind and nature, known and unknown, suspected and unsuspected, disclosed and undisclosed, arising out of or in connection with the Mortgage, which is hereby terminated; provided, however, that as specified in the Mortgage, Security Trustee does not release Borrower from, any obligations, claims or demands arising from indemnifications or liabilities contained in the Mortgage, which, by their terms, expressly survive the expiration or termination of the Mortgage.

The Security Trustee and Borrower are filing this Memorandum of Mortgage and Security Agreement Termination (CSXT 1997-A) with the STB pursuant to 49 USC section 11301(a) and with the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act.

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

MANUFACTURERS AND TRADERS  
TRUST COMPANY, as Security Trustee

By:   
Name: Artis Cummings  
Title: Banking Officer

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

CSX TRANSPORTATION, INC., as  
Borrower

By: \_\_\_\_\_

Name:  
Title:

A handwritten signature in black ink, appearing to read "John H. ...", is written over a horizontal line. The signature is stylized and somewhat cursive.

STATE OF MARYLAND

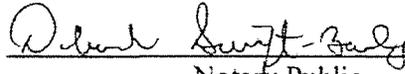
)

) SS.:

CITY OF BALTIMORE

)

On this 15<sup>th</sup> day of November, 2012, before me personally appeared Artis Cummings, to me personally known, who, by me being duly sworn, says that he/she is a Banking Officer of MANUFACTURERS AND TRADERS TRUST COMPANY, and that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

My commission expires

April 4<sup>th</sup> 2014

STATE OF Florida )  
COUNTY OF Duval ) SS.:

On this 15<sup>th</sup> day of November, 2012, before me personally appeared John Hart, to me personally known, who, by me being duly sworn, says that he/she is AVP, Finance of CSX TRANSPORTATION, INC., that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Anna Allen Webster  
Notary Public

My commission expires

NOTARY PUBLIC-STATE OF FLORIDA  
Anna A. Webster  
Commission # EE044494  
Expires: NOV. 22, 2014  
BONDED THROUGH ATLANTIC BONDING CO., INC.

**SCHEDULE A to  
Memorandum**

**DESCRIPTION OF LOCOMOTIVES**

(20) General Electric AC 4400 CW Diesel Electric Locomotives, CSXT 281-300, inclusive and (25) General Motors Corporation (Electro-Motive Division) Model SD-70 MAC Diesel Electric Locomotives, CSXT 700-724, inclusive, currently marked CSXT 4500-4524, inclusive and (1) General Motors Corporation (Electro-Motive Division) Model SD-70MAC Diesel Electric locomotive, CSXT 4788 per Supplemental 01 dated September 17, 2009.

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: 11-20-12

Edward M Luria

Edward M. Luria