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February 5, 2013

Ms. 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 Termination of Security Agreement, a secondary document, dated as of January 28, 2013. The primary document to which this is connected is recorded under Recordation No. 11873. We request that this document be recorded under Recordation No. 11873-VV.

The name and address of the party to the Termination of Security Agreement is:

Agent:

UMB Bank, N.A.
1010 Grand Boulevard
Kansas City, MO 64105-1804

A description of the equipment covered by the Termination of Security Agreement consists of all equipment covered by the Security Agreement and Conditional Assignment (Rolling Stock and Other Equipment) dated December 31, 1983.

Please bill our Baker & Miller house account for the \$42.00 filing fee.

Ms. Cynthia T. Brown
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Also, please send a copy of the recordation as filed to:

William A. Mullins, Esq.
Baker & Miller PLLC
2401 Pennsylvania Ave., N.W., Suite 300
Washington, DC 20037

A short summary of the document to appear in the index follows: a Termination of Security Agreement by UMB Bank, N.A., 1010 Grand Boulevard, Kansas City, MO 64105-1804, covering all equipment covered by the Security Agreement and Conditional Assignment (Rolling Stock and Other Equipment) dated December 31, 1983.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "William A. Mullins", with a long horizontal flourish extending to the right.

William A. Mullins

Enclosures

TERMINATION OF SECURITY AGREEMENT

This Termination of Security Agreement (this "*Termination*") is made as of January ^{28th}, 2013, by UMB Bank, N.A. (the "*Agent*"), successor in interest to City Bank and Trust Company of Kansas City, as agent for itself and The Northern Trust Company and The First National Bank of Shreveport (collectively, the "*Banks*"), under Security Agreement and Assignment (Rolling Stock and Other Equipment) dated as of May 22, 1980, for the benefit of The Kansas City Southern Railway Company, a Missouri corporation ("*KCSR*"), as successor in interest to Carland, Inc. ("*Carland*").

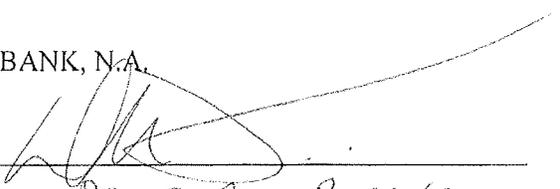
1. Recitals.

- a. Carland was merged with and into Southern Group, Inc. on December 22, 1999.
- b. Southern Group was merged with and into KCSR on January 6, 2000.
- c. Carland granted a blanket security interest in all of its assets that it owned (the "*Collateral*") to the Banks, upon the terms and conditions of that certain Security Agreement and Assignment (Rolling Stock and Other Equipment), dated as of May 22, 1980, between Carland and the Agent (the "*Security Agreement*"), which was recorded at the Interstate Commerce Commission ("*ICC*") under ICC Recordation No. 11873 on June 4, 1980. The Security Agreement was subsequently amended with the amendments filed as supplements to Recordation No. 11873. All recordation numbers and dates pertaining to the Security Agreement are listed on Schedule A to this Termination.

2. Termination of Security Interest. The Banks' security interest in all Collateral pledged to it pursuant to the Security Agreement shall be, and hereby is, terminated upon the date of this Termination and all of the Banks' right, title and interest to the Collateral shall and has become null and void.

IN WITNESS THEREOF, the Agent, pursuant to due authority, has executed this Termination as of the date indicated below its signature.

UMB BANK, N.A.

By:  _____

Name: DAVID D. PROBST

Title: SVP

Date: 1/28/2013

SCHEDULE A

11873-A Consent and Agreement dated May 22, 1980, recorded June 18, 1980

11873-Q Security Agreement and Assignment dated May 1, 1981 recorded May 28, 1981

11873-R Consent and Agreement dated May 1, 1981 recorded May 28, 1981

11873-II Security Agreement and Conditional Assignment (Rolling Stock and Other Equipment dated as of December 31, 1983, recorded August 3, 1984

11873-JJ Consent and Agreement dated December 31, 1983, recorded August 3, 1984