

RECORDATION NO. 27996-B
FILED July 03, 2013 11:18 AM
SURFACE TRANSPORTATION BOARD



July 2, 2013

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street S.W.
Washington DC 20423-0001

RE: Recordation of Partial Release

Jamie Bloyd
Assistant General Counsel

1039 N.W. 63rd St.
Oklahoma City, OK 73116
405-810-8600 tel
405-810-7237 direct tel
405-810-7297 direct fax

jamie.bloyd@bank7.com
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Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Partial Release, dated as of July 2, 2013, 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 Commission and Board under Recordation Numbers 27996 and 27996-A.

The names and addresses of the parties to the documents are as follows:

Debtor: Great Smoky Mountains Railroad, LLC f/k/a
Great Smoky Mountains Railroad, Inc.
225 Everett St., Suite G-H
Bryson City, NC 28713

Secured Party: Bank 7
1039 N.W. 63rd St.
Oklahoma City, OK 73116

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

Only that certain 1942 Baldwin Steam 2-8-0 No. GSMR 1702.

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

Partial Release.

Bank 7 requests that the fee of \$42.00 be billed to our account with your office (#22993). Please contact me directly should you have any questions regarding the request.

Sincerely,

A handwritten signature in black ink that reads "Jamie Bloyd".

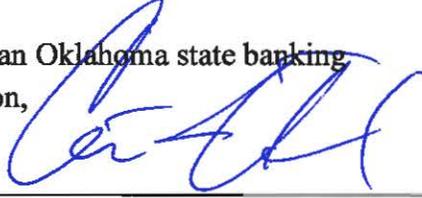
Jamie Bloyd
Assistant General Counsel

PARTIAL RELEASE

On this 3rd day of July 2013, Bank 7 does hereby terminate, release and discharge its security interest in that certain 1942 Baldwin Steam 2-8-0 No. GSMR 1702 granted to Bank 7 by Great Smoky Mountains Railroad, LLC f/k/a Great Smoky Mountains Railroad, Inc. ("Great Smoky"). All other collateral granted to Bank 7 by Great Smoky, including without limitation that certain collateral listed on Exhibit A to that certain Security Agreement filed under Recordation No. 27996, shall remain subject to Bank 7's existing security interest.

IN WITNESS WHEREOF, Bank 7 has caused this Partial Release to be duly executed by its Senior Vice President as of the day and year first above written.

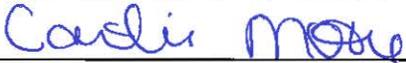
BANK7, an Oklahoma state banking corporation,

By: 
Curt Trindle, Senior Vice President

CORPORATE ACKNOWLEDGMENT

STATE OF Oklahoma)
) SS
COUNTY OF Oklahoma)

On this 3 day of July, 2013, before me the undersigned, a Notary Public in and for the above County and State, personally appeared **Curt Trindle, Senior Vice President of Bank 7**, to me known to be the identical person who signed the name of the maker of the Partial Release as its authorized signer, and acknowledged to me that he signed the same Partial Release as his free and voluntary act and as the free and voluntary act and deed of said corporation, for the uses and purposes set forth in the Partial Release.

Signed the 3 day of July, 2013.

Notary Public

My Commission Expires:

