

THOMPSON COBURN

Thompson Coburn LLP
Attorneys at Law

700 14TH Street, N W.
Washington, D.C. 20005-2010
202-508-1000
FAX 202-508-1010
www.thompsoncoburn.com

June 23, 1999

RECORDATION NO. W-34-A FILED

JUN 23 '99 10-15AM

Marjorie F. Krumholz
202-508-1007

VIA HAND DELIVERY

Vernon A. Williams
Secretary, Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

Dear Mr. Williams:

On behalf of our client, General Electric Capital Corporation ("GECC"), please find enclosed for recordation pursuant to 49 C.F.R. Section 11303, two fully executed originals of a Release dated June 18, 1999 but made effective September 30, 1991, a secondary document under 49 C.F.R. Section 1177.1(b).

The enclosed Release relates to two Security Agreements:

- (i) Security Agreement, dated February 24, 1989, originally made by The Connecticut Bank and Trust Company, N.A. (now State Street Bank and Trust Company), not in its individual capacity but solely as owner trustee under the Trust Agreement dated as of April 1, 1981 for the benefit of New England Merchants Leasing Corporation B-7 (now Aircraft Services Corporation), in favor of NEMLC Leasing Corporation (now GECC), which Security Agreement was recorded on February 24, 1989 and assigned recordation number W-34; and
- (ii) Security Agreement, dated February 24, 1989, originally made by The Connecticut Bank and Trust Company, N.A. (now State Street Bank and Trust Company), not in its individual capacity but solely as owner trustee under the Trust Agreement dated as of October 1, 1981 for the benefit of New England Merchants Leasing Corporation B-7 (now Aircraft Services Corporation), in favor of NEMLC Leasing Corporation (now GECC), which Security Agreement was recorded on February 24, 1989 and assigned recordation number W-35.

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June 21, 1999
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The name and address of the relevant party to the document is as follows:

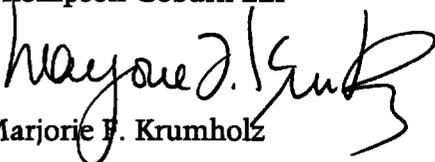
Secured Party: General Electric Capital Corporation
 (Formerly NEMLC Leasing Corporation)
 120 Long Ridge Road
 Stamford, Connecticut 06927

A short summary of the document to appear in the index follows: Release by General Electric Capital Corporation relating to Security Agreement dated February 24, 1989 by and between The Connecticut Bank and Trust Company, N.A. (now State Street Bank and Trust Company), as trustee, and NEMLC Leasing Corporation (now GECC), recorded February 24, 1989, and assigned recordation number W-34, and Security Agreement dated February 24, 1989 by and between The Connecticut Bank and Trust Company, N.A. (now State Street Bank and Trust Company), as trustee, and NEMLC Leasing Corporation (now GECC), recorded February 24, 1989, and assigned recordation number W-35.

A fee of \$26 is enclosed. Please return one original of the enclosed to the undersigned at the above address.

Very truly yours,

Thompson Coburn LLP


Marjorie F. Krumholz

Enclosure

RELEASERECORDATION NO. W-34-A FILED

JUN 23 '99 10-15AM

General Electric Capital Corporation, a New York corporation ("GECC") having its address at 120 Long Ridge Road, Stamford, Connecticut 06927 does hereby certify that:

(i) State Street Bank and Trust Company, not in its individual capacity but solely as successor owner trustee ("NM-1 Trustee") under Trust Agreement dated as of April 1, 1981 for the benefit of Aircraft Services Corporation, a Nevada corporation (the "Beneficiary") is released from its obligations and duties under that certain Security Agreement dated as of February 24, 1989 (the "NM-1 Security Agreement") made by NM-1 Trustee in favor of GECC (except for any obligations and duties that are intended to survive termination of the NM-1 Security Agreement), which security agreement was recorded with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) ("ICC") on February 24, 1989 at 3:20 p.m. and having recordation number W-34;

(ii) State Street Bank and Trust Company, not in its individual capacity but solely as successor owner trustee ("NM-2 Trustee") under Trust Agreement dated as of October 1, 1981 for the benefit of Beneficiary, is released from its obligations and duties under that certain Security Agreement dated as of February 24, 1989 (the "NM-2 Security Agreement") made by NM-2 Trustee in favor of GECC (except for any obligations and duties that are intended to survive termination of the NM-2 Security Agreement), which security agreement was recorded with the ICC on February 24, 1989 at 3:20 p.m. and having recordation number W-35; and

(iii) as a result of the foregoing, each of the NM-1 Security Agreement and the NM-2 Security Agreement is terminated, and GECC does hereby consent that the same be discharged of record.

IN WITNESS WHEREOF, GECC has caused this Release to be executed on June 18, 1999 but made effective as of September 30, 1991.

GENERAL ELECTRIC CAPITAL CORPORATION

By: R. F. SturgeonName: R. F. SturgeonTitle: Manager - Operations

STATE OF CONNECTICUT)
) SS:
COUNTY OF FAIRFIELD)

I, a Notary Public for the County of Fairfield State of Connecticut, do hereby certify that Richard T. Sturgeon, the Manager-Operations of General Electric Capital Corporation, which executed the foregoing Release, being personally known to me to be the same person whose name is subscribed to the foregoing Release, appeared before me this day, in person and acknowledged that he signed and delivered the said instrument as his free and voluntary act for the uses and purposes therein set forth.

IN TESTIMONY WHEREOF, witness my hand and notarial seal, this 18th day of June, 1999.

(Seal)



HELEN M. DAVID, Notary Public

NOTARY PUBLIC

MY COMMISSION EXPIRES MAR. 31, 2001

My commission expires: _____