

RECORDATION NO. 7754-I

HENRY M. WICK, JR.  
DIXON R. RICH  
ALLAN L. FLUKE  
CHARLES J. STREIFF  
DAVID M. O'BOYLE  
DONALD J. BALSLEY, JR.  
LEROY L. METZ  
VINCENT P. SZELIGO  
LUCILLE N. WICK  
JAMES K. WOOD  
DAVID A. MURDOCH

LAW OFFICES  
WICK, RICH, FLUKE & STREIFF  
1610 TWO CHATHAM CENTER  
PITTSBURGH, PA 15219

JAN 12 1983 - 11 15 AM  
INTERSTATE COMMERCE COMMISSION  
3-120

ROBERT R. WERTZ  
OF COUNSEL  
(412) 765-1600

January 10, 1983

Re: Dollar Savings Bank  
Pickens Lease Financing No.  
Our File 2464-1

JAN 12 1983

Date .....  
Fee \$ ..... 10.00

RECEIVED  
JAN 12 11 08 AM '83  
FEE OPERATION BR.  
I.C.C.

Ms. Mildred E. Lee  
Interstate Commerce Commission  
12th and Constitution Avenues, N.W.  
Room 2303  
Washington, D.C. 20423  
ICC Washington, D. C.

Dear Ms. Lee:

We enclose for recordation with the Interstate Commerce Commission three counterpart copies of an Assignment and Release properly executed by Dollar Savings Bank and Westport Bank and Trust Company. We believe that the next recordation number should be 7754-1.

We have enclosed our check in the amount of \$10.00 made payable to the Interstate Commerce Commission to cover the filing fee with respect to this recordation.

We request your confirmation of the filing of the Assignment and Release upon the copy of this transmittal letter. We have enclosed a self-addressed, stamped envelope for your convenience when returning the confirmation copy to us.

In the event that you have any questions with respect to this recordation, you should contact the undersigned.

Very truly yours,

Donald J. Balsley, Jr.

lt

Enclosures

**Interstate Commerce Commission**

Washington, D.C. 20423

OFFICE OF THE SECRETARY

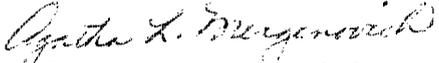
Donald J. Balsley, Jr.  
Wick, Rich, Fluke & Streiff  
1610 Two Chatham Center  
Pittsburgh, PA. 15219

January 12, 1983

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/12/83 at 11:15AM, and assigned re-  
recording number(s). 7754-I

Sincerely yours,

  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

HENRY M. WICK, JR.  
DIXON R. RICH  
ALLAN L. FLUKE  
CHARLES J. STREIFF  
DAVID M. O'BOYLE  
DONALD J. BALSLEY, JR.  
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DAVID A. MURDOCH

LAW OFFICES  
**WICK, RICH, FLUKE & STREIFF**  
1610 TWO CHATHAM CENTER  
PITTSBURGH, PA 15219

ROBERT R. WERTZ  
OF COUNSEL

(412) 765-1600

January 21, 1983

Re: Dollar Savings Bank  
Pickens Lease Financing  
Our File 2464-1

7754-J  
JAN 12 1983 - 11 15 AM  
INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission  
12th and Constitution Avenues, N.W.  
Room 2303  
Washington, D.C. 20423

Attention: Ms. Davis

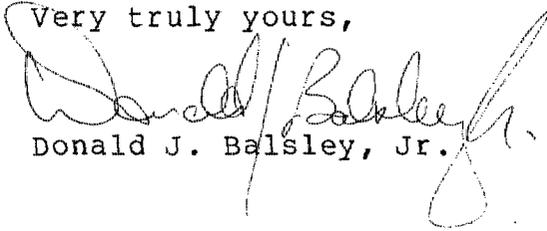
Dear Ms. Davis:

Pursuant to our telephone conversation on January 12, 1983, we enclose a properly executed copy of the Counterpart to the Assignment and Release previously provided to you under cover of our letter dated January 10, 1983.

We understand that you will affix the signature pages and the attestation thereto by the Notary to the previously provided documents.

In the event that you have any questions with respect to this matter, you should contact the undersigned at your convenience.

Very truly yours,

  
Donald J. Balsley, Jr.

lt

Enclosures

COUNTERPART

7754-A

JAN 12 1983 - 11 15 AM

INTERSTATE COMMERCE COMMISSION

ASSIGNMENT AND RELEASE

WHEREAS, The Westport Bank and Trust Company (hereinafter "Westport") and First Pennsylvania Bank, N.A. (hereinafter "First Pennsylvania") entered a Chattel Mortgage dated as of November 22, 1974, filed and recorded with the Interstate Commerce Commission (hereinafter "Commission") pursuant to Section 20c of the Interstate Commerce Act (hereinafter "Act") on December 27, 1974, and assigned recordation number 7754; and

WHEREAS, Westport and The Pickens Railroad Company (hereinafter "Pickens") entered a Lease of Railroad Equipment dated as of November 22, 1974, filed and recorded with the Commission pursuant to Section 20c of the Act on December 27, 1974, and assigned recordation number 7754-A; and

WHEREAS, Westport and First Pennsylvania entered an Assignment of Lease and Agreement dated as of November 22, 1974, filed and recorded with the Commission pursuant to Section 20c of the Act on December 27, 1974, and assigned recordation number 7754-B; and

WHEREAS, Westport and Pickens entered a First Amendment to Lease of Railroad Equipment dated as of May 3, 1976, filed and recorded with the Commission pursuant to Section 20c of the Act on July 21, 1976, and assigned recordation number 7754-C; and

WHEREAS, Westport and First Pennsylvania entered an Amendment to Assignment of Lease and Agreement dated as of May 3, 1976, filed and recorded with the Commission pursuant to Section 20c of the Act on July 21, 1976, and assigned recordation number 7754-D; and

WHEREAS, Westport, First Pennsylvania, Pickens, Dollar Savings Bank (hereinafter "Dollar"), and National Railway Utilization Corporation (hereinafter "NRUC") entered an Amendment Agreement and Supplement to Finance Agreement dated as of August 15, 1977, attached hereto as Appendix A and incorporated herein by this reference, whereby, First Pennsylvania assigned to Dollar any and all security interest in railroad cars identified in Schedule A to the Chattel Mortgage dated as of November 22, 1974, between Westport and First Pennsylvania and Westport, Pickens, and NRUC consented to said assignment; and

WHEREAS, Westport and Pickens entered a Second Amendment to Lease of Railroad Equipment dated as of August 15, 1977, filed and recorded with the Commission pursuant to Section 20c of the Act on May 22, 1978, and assigned recordation number 7754-E; and

WHEREAS, Dollar has failed to receive certain sums from time to time owing in accordance with the terms and provisions of a Nonrecourse Secured Note due 1975-1990, attached hereto as Appendix B and incorporated herein by this reference; and

WHEREAS, Pickens has failed to pay the rental, in accordance with the terms and provisions of the Lease of Railroad Equipment dated as of November 22, 1974 and assigned recordation number 7754-A; and

WHEREAS, Dollar is entitled to possession of the forty-nine (49) boxcars identified in Appendix C hereto (hereinafter "49 boxcars") and has the right to keep and store or further lease the same until sold and has the right to remove and sell and dispose of the 49 boxcars at public or private sales and may proceed by court action to effect the sale or disposition;

NOW THEREFORE, in consideration of the premises, Westport hereby sells, assigns, transfers, and sets over unto Dollar, as of the date set forth below, all of its right, title and interest in and to the 49 boxcars, together with all of its right, title, and interest in and to the Lease of Railroad Equipment dated as of November 22, 1974, between Westport and Pickens, the Assignment of Lease and Agreement dated as of November 22, 1974, between Westport and First Pennsylvania, the Amendment to Assignment of Lease and Agreement dated as of May 3, 1976, between Westport and First Pennsylvania, the Amendment Agreement and Supplement to Finance Agreement dated as of August 15, 1977, among Westport, First Pennsylvania, Pickens, Dollar, and NRUC, and the Second Amendment to Lease of Railroad Equipment dated as of August 15, 1977, between Westport and Pickens. Dollar does hereby release Westport

from the Chattel Mortgage dated as of November 22, 1974 between Westport and First Pennsylvania and assigned to Dollar by the Amendment Agreement and Supplement to Finance Agreement dated as of August 15, 1977, as of the date set forth below.

This Release of Chattel Mortgage may be executed in any number of counterparts and by the different parties hereto on separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

THIS ASSIGNMENT AND RELEASE is executed on the dates indicated below.

THE WESTPORT BANK AND TRUST COMPANY

Jan. 17, 1983

Date

By: 

DOLLAR SAVINGS BANK

\_\_\_\_\_

Date

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

STATE OF CONNECTICUT )

COUNTY OF Fairfield )

On this 17<sup>th</sup> day of January, 1989, before me personally appeared Nelson R. Cooke, to me personally known, who being by me duly sworn, says that he is a Vice President & Cont. of the WESTPORT BANK AND TRUST COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kathleen Comyn  
Notary Public

My Commission Expires:  
**KATHLEEN COMYN**  
**NOTARY PUBLIC**  
MY COMMISSION EXPIRES MARCH 31, 1985.

COMMONWEALTH OF PENNSYLVANIA )  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 198\_\_, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that he is the \_\_\_\_\_ of DOLLAR SAVINGS BANK, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

\_\_\_\_\_  
Notary Public  
My Commission Expires:

from the Chattel Mortgage dated as of November 22, 1974 between Westport and First Pennsylvania and assigned to Dollar by the Amendment Agreement and Supplement to Finance Agreement dated as of August 15, 1977, as of the date set forth below.

This Release of Chattel Mortgage may be executed in any number of counterparts and by the different parties hereto on separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

THIS ASSIGNMENT AND RELEASE is executed on the dates indicated below.

THE WESTPORT BANK AND TRUST COMPANY

\_\_\_\_\_  
Date

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

DOLLAR SAVINGS BANK

Jan. 14, 1983  
Date

By: John B. Heagy VP

STATE OF CONNECTICUT )  
 )  
COUNTY OF )

On this \_\_\_\_\_ day of \_\_\_\_\_, 198\_\_, before me personally appeared \_\_\_\_\_, to me personally known, who being by me duly sworn, says that he is a \_\_\_\_\_ of the WESTPORT BANK AND TRUST COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

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

My Commission Expires:

COMMONWEALTH OF PENNSYLVANIA )  
 )  
COUNTY OF *Allegheny* )

On this 14<sup>th</sup> day of January, 1983, before me personally appeared John B. Nease, to me personally known, who being by me duly sworn, says that he is the Vice President of DOLLAR SAVINGS BANK, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Karen Holt*  
\_\_\_\_\_  
Notary Public

My Commission Expires:

KAREN HOLT, NOTARY PUBLIC  
PITTSBURGH, ALLEGHENY COUNTY  
MY COMMISSION EXPIRES OCT. 1, 1984  
Member, Pennsylvania Association of Notaries