



Norwest Bank Minnesota, N.A.
Norwest Center
Sixth and Marquette
Minneapolis, Minnesota 55479-0001
612/667-1234

RECORDATION NO.

17495-A FILED

August 1, 1997

AUG 6 '97 1-59 PM

Janice Fort
Surface Transportation Board
Attn: Vernon A. Williams
1925 K Street, Suite 700
Washington, D.C. 20423

RECORDATION NO.

17941-B FILED

AUG 6 '97 1-59 PM

RE: Release in Full

AUG 6 1 59 PM '97

RECEIVED
SURFACE TRANSPORTATION
BOARD

Dear Ms. Fort:

Please consider this a full release of security interest of recordation numbers: 17495, dated August 26, 1991 and 17941 dated October 5, 1992. I have enclosed a check in the amount of \$48.00 for your filing fee (\$24.00 per file number). Also enclosed is a self-addressed, stamped envelope for return of the file stamped copies.

Thank-you.

Norwest Bank Minnesota, National Association

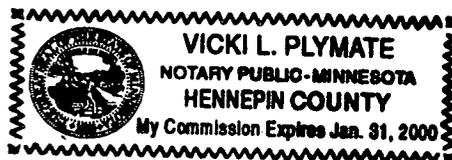
Steven P. Johnson
Vice President

Enclosures

Subscribed and sworn to before me this
1st day of August, 1997.

Notary Public

GP:405288 v1



SURFACE TRANSPORTATION BOARD
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

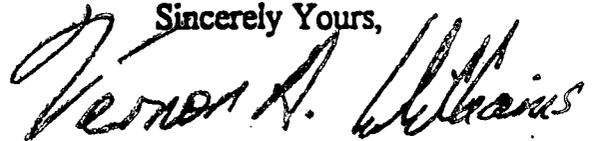
Steven P. Johnson-Vice President
Norwest Bank, Minnesota, NA
Norwest Center
Sixth and Marquette
Minneapolis, Minnesota 55479-0001

DATE: 8/6/97

Dear Sir;

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3 (c), on 8/6/97 at 1:59PM, and
assigned recordation number(s). 17495-A and 17941-B.

Sincerely Yours,

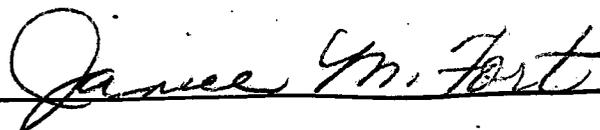


Vernon A. Williams
Secretary

Enclosure(s)

\$ 48.00 The amount indicated at the left has been received in payment of a fee in
connection with a document filed on the date shown. This receipt is issued for the amount paid.
In the event of an error or any questions concerning this fee, you will receive a notification after
the Surface Transportation Board has an opportunity to examine your document.

Signature



AUG 6 '97 1-59 PM

TERMINATION AND RELEASE OF LIEN AND SECURITY INTEREST

The undersigned, Bank One, Chicago, N.A. (formerly known as First Illinois Bank of Evanston, N.A.) (the "Bank"), for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates, releases and discharges its right, security interest, lien and other interests granted under or with respect to that certain Security Agreement made as of August 15, 1991 by Minnesota Commercial Railway Company for the benefit of the Bank (the "Security Agreement"), including all rights, interests and liens in and to the railroad locomotives described on Exhibit A attached hereto. The Security Agreement was recorded with the Interstate Commerce Commission on August 26, 1991 under ICC Recordation Number 17495. Bank One acknowledges that all obligations of Minnesota Commercial Railway Company under the Security Agreement have been satisfied and that the Security Agreement has been terminated.

Dated as of June 13, 1997.

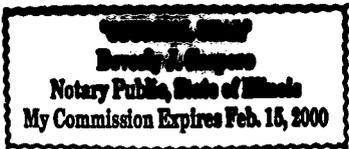
Bank One, Chicago, N.A.
(formerly known as First Illinois Bank of Evanston, N.A.)

X
By: [Signature]
Its: Service President

State of Illinois)
) SS:
County of Cook)

On June 13, 1997, before me, the undersigned, a Notary Public in and for said State, personally appeared Richard J. Wytzecki, personally known to me (or proved to me on basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that she/he executed the same in his/her authorized capacity, and that by her/his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Beverly J. Massaro
Notary Public in and for Said State

My Commission Expires:
2/15/2000

EXHIBIT A

<u>Description</u>	<u>Road No.</u>	<u>Serial No.</u>	<u>DATE BUILT</u>
NW-2 Locomotive	MC 100	N/A	January, 1990
CF-7 Locomotive	MC 484	N/A	1975
SW-1500 Locomotive	MC 302	33898	April, 1969
GP-7 Locomotive	MC 401	9945	August, 1952
GP-7 Locomotive	MC 401-T	9939	November, 1950
GP-7 Locomotive	MC 400	9947	1982

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