ELGIN, JOLIET AND EASTERN RAILWAY COMPANY

135 JAMISON LANE • P. O. BOX 68 • MONROEVILLE, PENNSYLVANIA 15146

Office of
Vice President - Law,
General Counsel and
Secretary

412-829-6895

RECEIVED
APR 12 2000
MAIL
MANAGEMENT
STB

April 10, 2000

Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C.

RECORDATION NO. 8441-B FILED

APR 14 '00 8-08 AM

TS

SURFACE TRANSPORTATION BOARD

Dear Secretary Williams:

I have enclosed one original and one copy of the documents described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Release and Termination of Finance Agreement and Conditional Sale Agreement, a secondary document, dated February 1, 2000.

The primary document to which this is connected is recorded under Recordation No. 8441.

Greenville Steel Car Company, Greenville, Pennsylvania, as VENDOR & ASSIGNOR

Liberty Life Assurance Company, Boston, Massachusetts, as ASSIGNEE

And

Elgin, Joliet and Eastern Railway Company, Monroeville, Pennsylvania, as VENDEE

A description of the equipment covered by this document follows:

Ten (10) 70- ton open top side dump hopper cars numbered
EJE 73283 - 73292, inclusive.

fs

A fee of $26.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to:

Elgin, Joliet and Eastern Railway
ATTN: Christopher Como
135 Jamison Lane
P.O. Box 68
Monroeville, PA 15146

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

Release and Termination of Finance Agreement and Conditional Sale Agreement between Liberty Life Assurance Company ("Liberty Life"), as Assignee and the Elgin, Joliet and Eastern Railway Company ("EJE") as Vendee, dated February 1, 2000, whereby Liberty Life releases to EJE, its successors and assigns the railroad equipment described as Ten (10) 70-ton open top side hopper cars numbered EJE 73283 - 73292, inclusive. Liberty Life further recognizes that EJE has satisfied all rights and obligations under the Lien documents that relate to the Conditional sale Agreement and Assignment of the above mentioned cars and recorded under Recordation Nos. 8441 and 8537.

Very truly yours,

Christopher T. Como
Attorney

Attachment

RELEASE AND TERMINATION OF FINANCE AGREEMENT AND CONDITIONAL SALE AGREEMENT

This is a Release and Termination of Finance Agreement and Conditional Sale Agreement, dated as of February 1, 2000, between Liberty Mutual Fire Insurance Company ("Liberty Mutual")and Elgin, Joliet and Eastern Railway Company ("EJE").

WHEREAS, Liberty Mutual was granted a security interest created under: (1) the Finance Agreement dated as of May 1, 1976 between Liberty Mutual, as investor, and EJE, as railroad, which pursuant to 49 U.S.C. section 11303 was filed and recorded with the Interstate Commerce Commission ("ICC") on August 17, 1976 and assigned Recordation No. 8441; (2) the Conditional Sale Agreement (No. 1) dated as of May 1, 1976 between Greenville Steel Car Company ("Greenville"), as vendor, and EJE, as vendee, which pursuant to 49 U.S.C. section 11303 was filed and recorded with the ICC on October 29, 1976 and assigned Recordation No. 8537; and (3) the Agreement and Assignment dated as of May 1, 1976 from Greenville, as assignor, to Liberty Mutual, as assignee, which was recorded as an attachment to the Conditional Sale Agreement (No. 1) (the "Lien Documents") to the extent by which the Lien Documents directly relate to and were executed in conjunction with the issuance by EJE of "Elgin, Joliet and Eastern Railway C S I 8.25% due 10/22/81" railroad bonds (the "Bonds"), with a certain portion of said Bonds thereafter purchased by Liberty Mutual.

WHEREAS, Liberty Mutual and EJE desire to execute this instrument to evidence for the public record the satisfaction and release of all rights and obligations of EJE under the Lien Documents to the extent such Lien Documents directly relate to and were executed in conjunction with the Bonds, as set forth above.

WHEREAS, Liberty Mutual, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby release to EJE, its successors and assigns, the railroad equipment described in the Attachment hereto.

RECORDATION NO. 8441-B FILED

APR 14 '00 8-08 AM

SURFACE TRANSPORTATION BOARD

NOW, THEREFORE, in consideration of the premises, Liberty Mutual and EJE agree that the liens on the railroad equipment described in the Attachment hereto created by the Lien Documents to the extent such Lien Documents directly relate to and were executed in conjunction with the Bonds are released.

IN WITNESS WHEREOF, Liberty Mutual and EJE have executed or caused this instrument to be executed as of the date first above written.

LIBERTY MUTUAL FIRE INSURANCE COMPANY

By: James W Jakobek

Its: ASST. TREASURER

ELGIN, JOLIET AND EASTERN RAILWAY COMPANY

By: J S Schulte

Its: VP FINANCE & CFO

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK COUNTY

Then personally appeared, the above-named JAMES W. Jakobek and acknowledged the foregoing instrument to be the free act and deed of Liberty Mutual Fire Insurance Company, before me,

Joanne M. Carlin
Notary Public

My Commission Expires:

(Seal)

January 31, 2003

STATE OF: Pennsylvania

COUNTY OF: Allegheny

Then personally appeared, the above-named J.W. Scholte and acknowledged the foregoing instrument to be the free act and deed of Elgin, Joliet and Eastern Railway Company, before me,

Notarial Seal
Patricia L. Kirk, Notary Public
Monroeville Boro, Allegheny County
My Commission Expires July 13, 2000

Patricia L. Kirk
Notary Public

My Commission Expires:

(Seal)

July 13, 2006

ATTACHMENT

Ten 70-ton open top side dump hopper cars numbered EJE 73283-73292, inclusive.