



RESIDCO

RESIDUAL BASED FINANCE CORPORATION

Deborah A. Edwards, General Counsel

70 W. Madison Street, Suite 2340

Chicago, Illinois 60602

tel 312.726.0695 fax 312.726.3690

August 27, 2013

Chief of the Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington D.C. 20423

Dear Section Chief:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. Section 11301.

The document is a Partial Release and Discharge of Security Agreement, dated August 27, 2013, a secondary document. The enclosed document is a complete release and relates to documents previously filed with the Board under Recordation No.26886.

The name and address of the party to the enclosed document is:

Lender: MB Financial Bank, N.A.
6111 North River Road
Rosemont, IL 60018

Borrower: Residual Based Finance Corporation
ALF P-I, Inc.
ALF P-II, Inc.
ALF P-III, Inc.
RLH1 LLC
Bangor & Aroostook Holdings, Inc.
70 W. Madison Street, #2340
Chicago, IL 60602

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

26 railcars: within the series 95014 – 95225, with old Mark NSPX and new Mark OFAX, as more particularly set forth in the equipment schedule attached to the document.

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

Partial Release and Discharge of Security Agreement

Please bill me. Please return one stamped copy to me at:

Deborah A. Edwards
c/o RESIDCO
70 W. Madison Street, #2340
Chicago, IL 60602
edwards@residco.com

Very truly yours,

A handwritten signature in blue ink that reads "Deborah Edwards". The signature is written in a cursive style and is placed on a light blue rectangular background.

Deborah A. Edwards

PARTIAL RELEASE AND DISCHARGE OF SECURITY INTEREST

The undersigned, MB Financial Bank, Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby releases and discharges any and all of its interests in, security interest in, and liens in the following described railroad equipment:

Twenty-six (26) Aluminum 1995 built railcars with the reporting marks and road numbers as listed on Exhibit A attached hereto.

This partial release and discharge includes the release of the security interest granted to Secured Party in the Property Discharged pursuant to that certain Fifth Amendment to Master Railroad Security Agreement dated July 13, 2011, and filed at the STB as that certain Memorandum of Fifth Amendment to Master Railroad Security Agreement dated as of July 13, 2011 as recordation #26886M and filed on July 14, 2011 at 12:15p.m.

NOTICE OF PARTIAL DISCHARGE ONLY: This release and discharge is intended to be only a discharge as to the Property Discharged. The Secured Party's security interest in all other railroad equipment in such Memorandum shall remain.

Dated this 27th day of August, 2013

MB Financial Bank

By: 
Maureen M. Janes

Title: First Vice President

State of Illinois

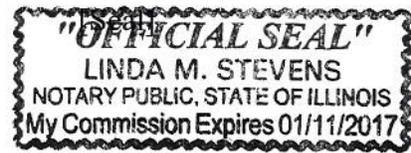
) ss:

County of Cook

On this 27th day of August, 2013, before me, personally appeared Maureen M. Janes, to me personally known, who being by me duly sworn, says that she is the First Vice President of MB Financial Bank and that said instrument was signed on behalf of said Corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Linda M. Stevens

Signature of Notary Public



My commission expires 1-11-17

Subscribed and sworn to me this 27th day of August, 2013.

Exhibit A

	Old Mark	New Mark	Number
1	NSPX	OFAX	95014
2	NSPX	OFAX	95022
3	NSPX	OFAX	95026
4	NSPX	OFAX	95028
5	NSPX	OFAX	95049
6	NSPX	OFAX	95057
7	NSPX	OFAX	95076
8	NSPX	OFAX	95080
9	NSPX	OFAX	95086
10	NSPX	OFAX	95088
11	NSPX	OFAX	95093
12	NSPX	OFAX	95094
13	NSPX	OFAX	95112
14	NSPX	OFAX	95115
15	NSPX	OFAX	95127
16	NSPX	OFAX	95134
17	NSPX	OFAX	95139
18	NSPX	OFAX	95151
19	NSPX	OFAX	95159
20	NSPX	OFAX	95168
21	NSPX	OFAX	95178
22	NSPX	OFAX	95188
23	NSPX	OFAX	95190
24	NSPX	OFAX	95192
25	NSPX	OFAX	95199
26	NSPX	OFAX	95225