

RECORDATION NO 26886-BB FILED
September 25, 2013 05:00 PM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
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September 25, 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:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release and Discharge of Security Interest, dated as of September 25, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Numbers 26886-U and 26886-Y.

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

Secured Party: MB Financial Bank
6111 North River Road
Rosemont, IL 60018

Chief of the Section of Administration
September 25, 2013
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A description of the railroad equipment covered by the enclosed document is:

10 locomotives RELEASED: UPY 1335 – UPY 1344.

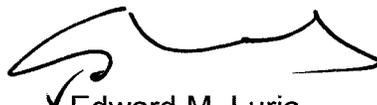
A short summary of the document to appear in the index is:

Partial Release and Discharge of Security Interest.

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem
Enclosures

PARTIAL RELEASE AND DISCHARGE OF SECURITY INTEREST

The undersigned, MB Financial Bank, as Administrative Agent under the Amended and Restated Master Railroad Security Agreement dated as of July 15, 2012, a First Amendment to Amended and Restated Master Railroad Security Agreement dated as of November 8, 2012 (the "First Amendment"), a Second Amendment to Amended and Restated Master Railroad Security Agreement dated as of December 11, 2012, and a Third Amendment to Amended and Restated Master Railroad Security Agreement dated as of July 30, 2013 (the "Third Amendment") (as amended, the "Railroad Security Agreement").

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:

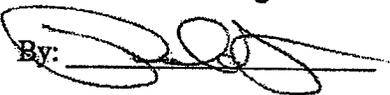
Ten (10) locomotives with the reporting marks and road numbers UPY 1335 - UPY 1344 ("Property Discharged").

This partial release and discharge includes the release of the security interest granted to Administrative Agent in the Property Discharged pursuant to the First Amendment, and filed at the STB as that certain Memorandum of First Amendment to Amended and Restated Master Railroad Security Agreement dated as of November 8, 2012 as recordation #26886U and filed on November 13, 2012 at 1:30 p.m. and the Third Amendment and filed at the STB as that certain Memorandum of Third Amendment to Amended and Restated Master Railroad Security Agreement dated as of July 30, 2013 as recordation #26886-Y and filed on July 30, 2013 at 3:35 p.m.

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

Dated this 25th day of September, 2013

MB Financial Bank, N.A., a national banking Association
as Administrative Agent

By: 

Name: Robert H. Hanigan
Title: Senior Vice President

State of Illinois

) ss:

County of Cook

On this 25th day of September, 2013, before me, personally appeared Robert H. Hanigan, to me personally known, who being by me duly sworn, says that he is Senior 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.

Linda M. Stevens

Signature of Notary Public

[Seal]

My commission expires 1-11-2017

Subscribed and sworn to me this 25th day of September, 2013.



CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 9/25/13

Edward M Luria
Edward M. Luria