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LAW OFFICES OF
LOUIS E. GITOMER

SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
LOU_GITOMER@VERIZON.NET

THE ADAMS BUILDING, SUITE 301
600 BALTIMORE AVENUE
TOWSON, MARYLAND 21204-4022
(202) 466-6532
FAX (410) 332-0885

May 12, 2011

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

Dear Ms. Brown:

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

The document is a Partial Release of Security Interest, a secondary document, dated as of May 11, 2011. The primary document to which this is connected is recorded under Recordation No. 18718. We request that this document be recorded under Recordation No. 18718-Q.

The name and address of the party to the Partial Release of Security Interest is:

Secured Party:

Banc of America, N.A.
550 W. Main Street
Knoxville, TN 37902

A description of the equipment covered by the Partial Release of Security Interest consists of four GP40-2W locomotives numbered KLWX 9552, KXHR 9580 and WGCR 9519 and 9554; two GP40 locomotives numbered KXHR 9707 and WGCR 9702; four GP38 locomotives numbered COEH 3615 and 3616 and THNR 2728 and 2821; and 43 covered hopper cars numbered NCYR 3, 16, 35, 37, 50, 52, 66, 68, 75, 76, 77, 78, 79, 80, 81, 83, and 84; and LXOH 6, 11, 14, 17, 19, 21, 22, 23, 24, 25, 27, 28, 32, 33, 38, 39, 44, 45, 47, 49, 54, 56, 59, 63, 70, and 71.

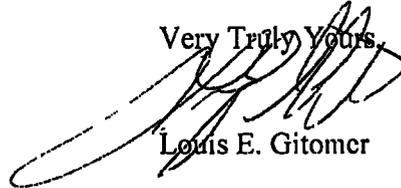
A fee of \$41.00 is enclosed. Please return one copy by email to.

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

Ms. Cynthia T. Brown
May 12, 2011
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A short summary of the document to appear in the index follows: a Partial Release of Security Interest by Banc of America, N.A., 550 W. Main Street Knoxville, TN 37902, covering four GP40-2W locomotives numbered KLWX 9552, KXHR 9580 and WPCR 9519 and 9554; two GP40 locomotives numbered KXHR 9707 and WPCR 9702; four GP38 locomotives numbered COEH 3615 and 3616 and THNR 2728 and 2821; and 43 covered hopper cars numbered NCYR 3, 16, 35, 37, 50, 52, 66, 68, 75, 76, 77, 78, 79, 80, 81, 83, and 84; and LXOH 6, 11, 14, 17, 19, 21, 22, 23, 24, 25, 27, 28, 32, 33, 38, 39, 44, 45, 47, 49, 54, 56, 59, 63, 70, and 71.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", written over the typed name below.

Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE OF SECURITY INTEREST

This Partial Release of Security Interest, dated as of May 11, 2011, is made by Bank of America, N A., as Secured Party (the "Bank").

WHEREAS, Bank is the successor by merger to NationsBank of Tennessee, N.A.; and

WHEREAS, Bank is the Secured Party described in that certain Security Agreement dated as of February 15, 1994 (the "1994 Security Agreement") between Bank, as Secured Party, and Gulf & Ohio Railways, Inc. ("G&O"), Wiregrass Central Railroad Company, Inc. ("WGCR"), Piedmont & Atlantic Railroad Co., Inc ("P&A"), Rocky Mount & Western Railroad Co., Inc ("RMW"), and Albany Bridge Company, Inc ("ABC"), as grantors, which was recorded at the Interstate Commerce Commission (the "ICC") on February 24, 1994 at 2:25 pm under Recordation No 18718 for all equipment whether now owned or hereafter acquired, including the Equipment identified in the Exhibit attached hereto (the "Equipment"); and

WHEREAS, Bank is the Secured Party described in that certain Amended and Restated Security Agreement dated as of May 15, 1995 (the "1995 Amcndment") between Bank, as Secured Party, and G&O, WGCR, P&A, RMW, ABC, and Georgia & Florida Railroad Co., Inc. ("GAFL"), as grantors, which was recorded at the ICC on May 17, 1995 at 2.50 pm under Recordation No 18718-A for all equipment whether now owned or hereafter acquired, including the Equipment, and

WHEREAS, Bank is the Secured Party described in that certain Amended and Restated Security Agreement dated as of September 24, 1996 (the "1996 Amcndment") between Bank, as Secured Party, and G&O, WGCR, P&A, RMW, ABC, GAFL, Live Oak, Perry & Georgia Railroad Company, Inc. ("LOPR"), and Lexington & Ohio Railroad Co., Inc ("LORR"), as grantors, which was recorded at the Surface Transportation Board (the "STB") on September 30, 1996 at 12.05 pm under Recordation No. 18718-D for all equipment whether now owned or hereafter acquired, including the Equipment, and

WHEREAS, Bank is the Secured Party described in that certain Amended and Restated Security Agreement dated as of April 29, 1997 (the "1997 Amendment") between Bank, as Secured Party, and G&O, WGCR, P&A, RMW, ABC, GAFL, LOPR, and LORR, as grantors, which was recorded at the STB on May 12, 1997 at 3:17 pm under Recordation No 18718-E for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, Bank is the Secured Party described in that certain Amended, Restated and Consolidated Security Agreement dated as of March 13, 1998 (the "1998 Amendment") between Bank, as Secured Party, and Gulf and Ohio Railways Holding Co., Inc. ("G&O Holdings"), G&O, WGCR, P&A, RMW, ABC, GAFL, LOPR, LORR, Knoxville & Holston River Railroad Co., Inc ("KHRR"), and Knoxville Locomotive

Works, Inc. ("KLW"), as grantors, which was recorded at the STB on March 19, 1998 at 12:26 pm under Recordation No. 18718-F for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, Bank is the Secured Party described in that certain Amended, Restated and Consolidated Security Agreement dated as of July 31, 1998 (the "July 1998 Amendment") between Bank, as Secured Party, and G&O Holdings, G&O, WGCR, P&A, RMW, ABC, GAFL, LOPR, LORR, KHRR, KLW, and Laurinburg & Southern Railroad Co., Inc. ("LSR"), as grantors, which was recorded at the STB on August 12, 1998 at 1:07 pm under Recordation No. 18718-H for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, Bank is the Secured Party described in that certain Amended, Restated and Consolidated Security Agreement dated as of February 25, 2000 (the "2000 Amendment") between Bank, as Secured Party, and G&O Holdings, G&O, WGCR, P&A, RMW, LORR, KHRR, KLW, LSR, Tennessee Railcar Services, Inc. ("TRS"), and Gulf & Ohio Airways, Inc. ("G&O Airways"), as grantors, which was recorded at the STB on March 15, 2000 at 11:28 am under Recordation No. 18718-J for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, Bank is the Secured Party described in that certain Amended, and Restated Security Agreement dated as of December 31, 2001 (the "2001 Amendment") between Bank, as Secured Party, and, G&O Holdings, WGCR, P&A, RMW, LORR, KHRR, KLW, LSR, TRS, Conecuh Valley Railroad Co., Inc. ("CVR"), and Three Notch Railroad Co., Inc. ("TNR"), as grantors, which was recorded at the STB on January 11, 2002 at 3:46 pm under Recordation No. 18718-K for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, Bank is the Secured Party described in that certain First Modification of Amended, and Restated Loan Documents dated as of July 30, 2002 (the "2002 Modification") between Bank, as Secured Party, and, G&O Holdings, G&O, WGCR, P&A, RMW, LORR, KHRR, KLW, LSR, TRS, CVR, and TNR, as guarantors, and H Peter Claussen and Linda C Claussen, which was recorded at the STB on August 13, 2002 at 2:37 pm under Recordation No. 18718-L for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, Bank is the Secured Party described in that certain First Modification of Amended, and Restated Loan Documents dated as of July 30, 2002 (the "2003 Modification") between Bank, as Secured Party, and, G&O Holdings, G&O, WGCR, P&A, RMW, LORR, KHRR, KLW, LSR, TRS, CVR, and TNR, as guarantors, and H Peter Claussen and Linda C. Claussen, which was recorded at the STB on March 26, 2003 at 8:14 am under Recordation No. 18718-M for all equipment whether now existing or hereafter acquired, including the Equipment; and

WHEREAS, as of the date hereof, all amounts due under the 1994 Security Agreement, the 1995 Amendment, the 1996 Amendment, the 1997 Amendment, the 1998

Amendment, the July 1998 Amendment, the 2000 Amendment, the 2001 Amendment, the 2002 Modification, and the 2003 Modification with respect to the Equipment have been paid in full.

NOW THEREFORE, For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Bank has released and discharged, and by these presents hereby terminates said 1994 Security Agreement, 1995 Amendment, 1996 Amendment, 1997 Amendment, 1998 Amendment, July 1998 Amendment, 2000 Amendment, 2001 Amendment, 2002 Modification, and 2003 Modification with respect to the Equipment, and releases and discharges the Equipment from all liens held by Bank created or described in said agreements and any renewals or extensions thereof.

BANK OF AMERICA, N. A

By: *John M. Hall*
Title: Senior Vice President

STATE OF TENNESSEE)
) ss.
County of Knox)

On this 11th day of May 2011, before me, G. Mark Mamantov, the undersigned Notary Public, personally appeared John M. Hall personally known to me to be the person who executed the within instrument as Senior Vice President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

G. Mark Mamantov
Notary Public for Tennessee
My Commission expires June 6, 2011



EXHIBIT
EQUIPMENT RELEASED FROM THE SECURITY AGREEMENT

1. Four GP40-2W locomotives numbered KLWX 9552, KXHR 9580 and WGCR 9519 and 9554.
2. Two GP40 locomotives numbered KXHR 9707 and WGCR 9702.
3. Four GP38 locomotives numbered COEH 3615 and 3616 and THNR 2728 and 2821.
4. 43 covered hopper cars numbered NCYR 3, 16, 35, 37, 50, 52, 66, 68, 75, 76, 77, 78, 79, 80, 81, 83, and 84; and LXOH 6, 11, 14, 17, 19, 21, 22, 23, 24, 25, 27, 28, 32, 33, 38, 39, 44, 45, 47, 49, 54, 56, 59, 63, 70, and 71.