

RECORDATION NO. 21868-5 FILED

DEC 12 '05 2:29 PM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

December 12, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Full Release of Security Interest, dated as of December 12, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Security Agreement and related documents previously filed with the Board under Recordation Number 21868.

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

Secured Party: General Electric Capital Corporation
44 Old Ridgebury Road
Danbury, Connecticut 06810

Debtor: Boston and Maine Corporation
Iron Horse Park
North Billerica, Massachusetts 01862

Mr. Vernon A. Williams
December 12, 2005
Page 2

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

98 covered hopper cars: BM 5200 – BM 5299 (except BM 5294 and BM
5297).

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

Notice of Full Release of Security Interest.

Also enclosed is a check in the amount of \$33.00 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,



Robert W. Alvord

RWA/anm
Enclosures

DEC 12 '05 2-29 PM

NOTICE OF FULL RELEASE OF SECURITY INTEREST
SURFACE TRANSPORTATION BOARD

The undersigned, GENERAL ELECTRIC CAPITAL CORPORATION, Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by it insofar as the same encumbers that certain railroad equipment identified on Schedule A attached hereto ("the Railroad Equipment").

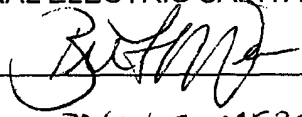
Such security interest was granted pursuant to the following documents with Boston and Maine Corporation, Debtor on file with the Surface Transportation Board ("Board"):

1. Master Security Agreement and Chattel Mortgage, dated as of December 11, 1998, filed with the Board on December 11, 1998 at 2:48 p.m. under Recordation Number 21868;
2. Collateral Schedule No. 1, dated as of December 11, 1998, filed with the Board on December 11, 1998 at 2:48 p.m. under Recordation Number 21868-A; and
3. Promissory Note, dated as of December 11, 1998, filed with the Board on December 11, 1998 at 2:48 p.m. under Recordation Number 21868-B.

Further, GENERAL ELECTRIC CAPITAL CORPORATION hereby discharges, as of record at the Board, the corporate guaranties of Guilford Transportation Industries, Inc. with respect to the Railroad Equipment evidenced by its Corporate Guaranty, dated as of December 11, 1998, filed with the Board on December 11, 1998, at 2:48 p.m. under Recordation Number 21868-C.

IN WITNESS WHEREOF, GENERAL ELECTRIC CAPITAL CORPORATION has caused this instrument to be executed by its officer thereunto duly authorized this 12 day of December, 2005.

GENERAL ELECTRIC CAPITAL CORPORATION

By: 

Name: BRIAN F. MERES

Title: SENIOR RISK ANALYST

State of)
County of) ss:

On this 12th day of December, 2005, before me personally appeared Brian Meres, to me personally known, who being by me duly sworn, says that (s)he is a Sr. Risk Analyst, of GENERAL ELECTRIC CAPITAL CORPORATION, and that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


NOTARY PUBLIC

My Commission expires: 06/30/08

CHRISTINE TREMARZO
NOTARY PUBLIC
STATE OF CONNECTICUT
My Commission Expires June 30, 2008

EXHIBIT A

Quantity	Manufacturer	Serial Numbers	Model
98	Portec Rail Products	BM 5200 through and including 5293, and BM 5295 through and including 5296, and BM 5298 and 5299	3,000 cubic feet, 100 ton covered hopper cars

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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:

12/12/05



Robert W. Alvord

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Iron Horse Park
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Very truly yours,



Robert W. Alvord

RWA/anm
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SURFACE TRANSPORTATION BOARD

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IN WITNESS WHEREOF, GENERAL ELECTRIC CAPITAL CORPORATION has caused this instrument to be executed by its officer thereunto duly authorized this 12 day of December, 2005.

GENERAL ELECTRIC CAPITAL CORPORATION

By: 

Name: BRIAN F MERES

Title: SENIOR RISK ANALYST

State of)
) ss:
County of)

On this 12th day of December, 2005, before me personally appeared Brian Meres, to me personally known, who being by me duly sworn, says that (s)he is a Sr. Risk Analyst, of GENERAL ELECTRIC CAPITAL CORPORATION, and that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



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CHRISTINE TREMARZO
NOTARY PUBLIC
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Dated: 12/12/05



Robert W. Alvord