[Alabama]

STATE OF NEW YORK)
NEW YORK COUNTY)

SATISFACTION AND RELEASE

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, BANQUE INDOSUEZ, NEW YORK BRANCH, as collateral agent, a bank, which hereby represents and warrants that it is the sole owner of the mortgage and debt referred to hereinafter, hereby acknowledges full payment of the debt secured by that certain Term Loan and Revolving Credit Mortgage, Assignment of Leases, Security Agreement and Fixture Filing, dated as of September 30, 1993, executed to it by ABC RAIL PRODUCTS CORPORATION (formerly known as ABC Rail Corporation) and recorded on October 6, 1993 in the office of the Judge of Probate of Shelby County, Alabama as Instrument No. 1993-30806, and amended by Amendment No. 1, dated as of April 7, 1994 and recorded on April 15, 1994 as Instrument No. 1994-12381 (the "Mortgage"), and does hereby further release, discharge, satisfy and cancel the said Mortgage and the lien thereof.

IN WITNESS WHEREOF, BANQUE INDOSUEZ, NEW YORK BRANCH, as collateral agent, has caused this instrument to be executed by its duly authorized officers this 304 day of March, 1995.

BANQUE INDOSUEZ, NEW YORK BRANCH, as Collateral Agent, as Mortgagee

Attest:

J. TE (a)

Its LEST

TES VICE TAKSION

Inst # 1995-30176

10/20/1995-30176
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SHELBY COUNTY JUDGE OF PROBATE
18.50

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STATE OF NEW YORK NEW YORK COUNTY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that John SARKE and Albander south, whose names as FIRST VICE PALOIDENT and of BANQUE INDOSUEZ, NEW YORK BRANCH, a bank, are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of said instrument, they, as such officers and with full authority, executed the same voluntarily for and as the act of said bank.

Given under my hand this the 507/ day pf March, 1995.

NOTARIAL SEAL

My commission expires: VLY 29,195

This instrument prepared by:

William B. Gannett, Esq. Cahill Gordon & Reindel 80 Pine Street 10005 New York, New York (212) 701-3000

MICHAEL F. WALSH Notary Public, State of New York

Qualified in New York County Commission Expires July 29, 199.

Schedule A

Beginning at the Southwest corner of Block "F", according to the Survey and Map of Resurvey C Russel R. Hetz property as recorded in Map Book 3, Page 119, in the Probate Office of Shelby County, Alabama, and run Northerly along the East line of 18th Street and along the West line of Blocks "F", "T", "D" and "D" to the intersection with the South line of Rose Lake Drive on the Western boundary of Lot 1, in Block "D" of said subdivision; thence along the South line of Rose Lake Drive in a Northeast, East, Southeast and Southerly direction around Block "D" o said subdivision to a point 40 feet South of the Northeast corner of Lot 10 in said Block "P" thence Southeasterly across Rose Lake Drive to the Northwest corner of Lot 13, Block "O" In said subdivision; mence East along the South line of 11th Avenue to the Northeast corner of Block 18 of sale subdivision; Thence South along the East line of sald Block 18, extended, to the Northeast corner of Block 11 of said subdivision; thence Northeasterly along the South line of Moodbine Avenue to the Northeast corner of Lot 3, in Block 19 of said subdivision: thence Southeast along the Northeast line of said Lot 3 to the Southeast corner of said Lot and the North line of Southern Raliway right of way, according to said map; thence Southwest along the North or Northwest line of said right of way to the point of beginning; including is the above description all of Blocks "D", "E", "F", "O", "P", "T", "U", 11, 18 and Lots 1, 2 and 3 in Block 10 according to the map of said Survey, together with certain streets and alleys included within the spove metes and bounds description.

All of Blocks "P" and "S" and all that part of Patricia Place that I-les West of 18th Avenue according to a Resurvey of Russel R. Hetz property as recorded in Map Book 3, Page 119, in the Propate Office of Shelby County, Alabama.

Beginning at the Southeast corner of Fractional Section 20, Township 22 South, Range 2 West, Shelpy County, Alabama and trop said point for North along the Section line a distance of 985 test to a point; thence run North and parallel to the west right of way of 18th Street a distance of 429 test to the point of paginning of the lot herein described; from said point continue North and parallel to said 18th Street a distance of 745 test to a point; run thence west and at right angles to said 18th Street a distance of 448 test to a point; thence run South and parallel to said 18th Street a distance of 745 test to a point; thence run South and parallel to said 18th Street a distance of 745 test to a point; thence run East and at right angles to 18th Street a distance of 745 test to a point; thence run East and at right angles to 18th Street a distance of 448 test to point of beginning; lying and being in the SE 1/4 of Section 20, Township 22 South, Range 2 West, Shelpy County, Alabama.

Section and run thence North on and along the Section 11 ne 985 test to the point of beginning of the lot herein beschibed; from said point North 69 degrees 09 minutes East 102.88 feet to 2 point; thence run North and parallel to the West right of way of 18th Street a distance of 425 test to a point; thence run North and parallel to angles to said 18th Street for 448 feet to a point; thence run North and parallel to said 18th Street for 191 test to a point; run thence West and at right angles to said 18th Street for 257 test to 191 test to a point; run thence West and 25 right angles to said 18th Street for 457 test to a point; run thence South and parallel to said 18th Street for 304 feet to a point; run thence west and at right angles to said 18th (SEE ATTACHED CONTINUATION PAGE)

Street for 350 feet, more or less, to a point on the East right of way of a public road: run thence South 9 degrees East on and along said East right of way of public road for 415 feet to a point; continue to run South 20 degrees 51 minutes East for a distance of 300 feet thence run North 69 degrees 09 minutes East 958.02 feet back to the point of beginning; lying and being in the SE 1/4 of Section 20, Township 22 South, Range 2 West and in the SW 1/4 of Section 21, Township 22 South, Range 2 West.

A part of the NE 1/4 of SE 1/4 of Section 20 and a part of the NW 1/4 of SW 1/4 of Section 21. Township 22 South, Range 2 West, described as follows:

Commence at the Southeast corner of Section 20, Township 22 South, Range 2 West and run North along the East line of Section 20 a distance of 755.27 test to the Northwest right of way line of the Southern Railway and the point of beginning; thence turn an angle of 110 degrees 51 minutes to the left and run along said right of way line a distance of 503.68 feet; thence turn an angle of 90 degrees to the right and run a distance of 210.00 feet; thence turn an angle of 89 degrees 40 minutes to the right and run Northeast and parallel with said Rallroad right of way a distance of 711.90 test to a point; thence turn an angle of 113 degrees 13 minutes to the right and run a distance of 229.73 teet to the Northwest right of way line of the Southern Rallway; thence turn an angle of 67 degrees 07 minutes to the right and run along said right of way line a distance of 118.88 teet to the point of beginning. EXCEPTING any part of the above that may lie within Lots 15, 16 and 17, Block 5 according to the Reservey of Russei R. Hetz Property as recorded in Map Book 3, Page 119, in the Probate Office of Shelby County, Alabama.

ALL OF THE ABOVE DESCRIBED PROPERTY BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

A parcel of land situated in part of Sections 20 and 21, Township 22 South, Range 2 West, Shelby County, Alabama, more particularly bescribed as tollows:

の発生の様々 Commence at the Southwest corner of Section 21, Township 22 south, Range 2 West and run in a Northerly direction along the West line of said Section, a distance of 755.27 feet to the Northwesterly right of way line of the Southern Railroad, being the point of beginning; thence 69 degrees 09 minutes right, in a Northeasterly direction, along said right-of-way, a distance of 292.32 feet; thence D degrees D1 minutes right in a Northeasterly direction along said right of way a distance of 2064.00 teet; thence 86 degrees 46 minutes left, in a Northwesterly direction, a distance of 175.28 teet to the Southern right of way line of Woodbine Avenue; thence 93 degrees 14 minutes left, in a Southwesterly direction along said right of way line, a distance of 185.00 feet; thence 114 degrees 40 minutes right in a Northerly direction, a distance of 454.68 feet; thence 50 pegrees 00 minutes left, in a Westerly direction, a distance of 643.51 teet; thence 19 segrees 45 minutes 20 seconds right, in a Northwesterly direction, a distance of 54.95 test; Thence 70 degrees 14 minutes 40 seconds right, in a Northerly direction, a distance of 440.00 teet; Thence 45 degrees 00 minutes left, in a Northwesterly direction, a distance of 200.00 test; thence 45 degrees 00 minutes left, in a

(SEE ATTACHED CONTINUATION PAGE)

Westerly direction, a distance of 493.74 feet; thence 45 degrees left in a Southwesterly direction, a distance of 329.67 feet to the Easterly right of way line of 18th Street; thence 45 degrees left. In a Southerly direction along said right of way line a distance of 484.27 feet; thence 90 degrees right, in a Westerly direction, a distance of 260.00 feet; thence 90 degrees right, in a Northerly direction, a distance of 51.53 feet; thence 90 begrees left, in a Westerly direction, a distance of 435.34 feet; thence 90 degrees 08 minutes left. In a Southerly direction, a distance of 556.79 feet; thence 90 degrees 08 minutes right, in a Westerly direction, a distance of 450.94 feet; thence 90 degrees left, in a Southerly direction, a distance of 304.00 feet; thence 90 degrees right, in a Westerly direction, a distance of 310.00 feet; thence 108 degrees 08 minutes 50 seconds left, in a Southeasterly direction, a distance of 293.40 feet; thence 3 degrees 21 minutes 20 seconds right, in a Southeasterly direction a distance of 203.00 feet; thence 9 degrees 16 minutes 30 seconds left, in a Southeasterly direction, a distance of 210.18 feet; thence 2 degrees 18 minutes 40 seconds left, in a Southeasterly direction, a distance of 95.74 feet; thence 90 degrees 19 minutes 20 seconds left, in a Northeasterly direction, a distance of 357.29 test; thence 90 degrees 01 minutes right, in a Southeasterly direction, a distance of 210.01 feet to said Northwesterly right of way line of the Southern Rallroad; thence 90 degrees left, in a Northeasterly direction along said right of way line, a distance of 480.14 teet to the point of beginning.

THERE IS EXCEPTED FROM THE FOLLOWING DESCRIBED PARCEL:

A parcel of land situated in Section 21, Township 22 South, Range 2 West, Shelby County, Alabama, more particularly described as follows:

Commence at the Sw corner of said Section 21; Thence in a Northerly direction along the West line of said Section 21, a distance of 755.27 test to the intersection with the Northwesterly right of way line of the Southern Raliroad; Thence 69 degrees 09 minutes right, in a Northeasterly direction along said right of way line, a distance of 137.00 feet to the point of beginning, said point also being that certain point of beginning as described in Deed Book 343, Page 492, in the Office of the Judge of Probate in Shelby County, Alabama; thence continue along last described course, a distance of 155.32 feet; thence 0 degrees 01 minutes right, in a Northeasterly direction along said right of way line, a distance of 571.48 feet; thence 90 degrees left, in a Southwesterly direction, a distance of 255.00 feet; thence 90 degrees right, in a Northwesterly direction, a distance of 257.00 feet; thence 90 degrees right, in a Southwesterly direction, a distance of 65.97 feet; thence 90 degrees 56 minutes left, in a Southwesterly direction a distance of 469.80 feet; thence 90 degrees 04 minutes left, in a Southwesterly direction, a distance of 321.57 feet to the point of beginning.

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