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January 5, 2016

Chief
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 Complete Termination of Lease and Release of Security Interests (Equipment Lot Siemens 1998A-FH), dated as of January 4, 2016, 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 Number 21802.

The names and addresses of the parties to the enclosed document are:

Head Lessor/Lessee/ Mortgagor:	Tri-County Metropolitan Transportation District of Oregon 4012 S.E. 17 th Avenue Portland, OR 97202
Head Lessee/Lessor:	Wells Fargo Bank Northwest, National Association 79 South Main Street Salt Lake City, UT 84111
Lender:	AIG Financial Products (Jersey) Limited 100 Nyala Farm Westport, CT 06880

Section Chief
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A description of the equipment covered by the enclosed document is:

All railroad equipment covered by the Memorandum of Head Lease Agreement filed under Recordation Number 21802-A, the Memorandum of Lease Agreement filed under Recordation Number 21802-A, the Memorandum of Loan and Security Agreement filed under Recordation Number 21802-B, the Memorandum of Equipment Mortgage filed under Recordation Number 21802-C, the Memorandum of Head Lessor's Lease Mortgage filed under Recordation Number 21802-F, and the Memorandum of Lessor's Security Agreement filed under Recordation Number 21802-G is hereby RELEASED and Terminated.

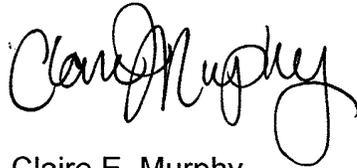
A short summary of the document to appear in the index is:

Complete Termination of Lease and Release of Security Interests
(Equipment Lot Siemens 1998A-FH).

Also enclosed is a check in the amount of \$43.00 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,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M".

Claire E. Murphy

CEM
Enclosures

COMPLETE TERMINATION OF LEASE AND RELEASE OF SECURITY
INTERESTS
(Equipment Lot Siemens 1998A-FH)

This Complete Termination of Lease and Release of Security Interests, dated as of January 4, 2016 (the "Complete Termination") is made by and among Tri-County Metropolitan Transportation District of Oregon, a municipal corporation and public body corporate and politic established under the laws of the State of Oregon ("Tri-Met"), Wells Fargo Bank Northwest, National Association, a national banking association ("WFBNW"), successor in interest to First Security Bank, N.A. ("FSB"), and AIG Financial Products (Jersey) Limited, a corporation organized under the laws of Jersey, Channel Islands ("AIGFPJ").

WHEREAS, Tri-Met and FSB entered into a Head Lease Agreement, a Lease Agreement, an Equipment Mortgage, a Head Lessor's Lease Mortgage and a Lessor's Security Agreement, all dated as of June 16, 1998, as more particularly identified on Exhibit A attached hereto;

WHEREAS, AIGFPJ and FSB entered into a Loan and Security Agreement, dated as of June 16, 1998, as more particularly identified on Exhibit A attached hereto;

WHEREAS, a Memorandum of each of the aforesaid agreements was duly filed and recorded with the Surface Transportation Board, pursuant to the provisions of 49 U.S.C. 11301(a), on the date, at the time, and under the Recordation Number identified on Exhibit A attached hereto;

WHEREAS, each of the aforesaid agreements covered twelve (12) light rail vehicles, model SD 600, identification numbers 235 through 246, inclusive (the "Equipment"); and

WHEREAS, pursuant to that certain Purchase Agreement (Equipment Lot Siemens 1998A-FH), dated as of December 30, 2015 (the "1998A Purchase Agreement") among Tri-Met, AIGFPJ, WFBNW and the other parties listed therein, the parties hereto have terminated each of the aforesaid agreements and have agreed that all security interests in the Equipment created under, or granted by, any of the aforesaid agreements shall be terminated and released.

NOW, THEREFORE, in consideration of the premises and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. Tri-Met and WFBNW confirm that the Head Lease Agreement, Lease Agreement, Equipment Mortgage, Head Lessor's Lease Mortgage, Lessor's Security Agreement and Assignment of Equipment Mortgage have been terminated, as set forth in the 1998A Purchase Agreement, and each does hereby fully and finally release any and all security interests in the Equipment created under, or granted by, said agreements.

2. AIGFPJ and WFBNW confirm that the Loan and Security Agreement has been terminated and that each and every obligation of the parties thereto has been satisfied in full as set forth in the 1998A Purchase Agreement, and each does hereby fully and finally release any and all security interests in the Equipment created under, or granted by, said agreement.

3. This Complete Termination is executed and delivered without prejudice to the rights and obligations, if any, of the parties which expressly survive the termination of any of the aforesaid agreements.

[signature pages to follow]

IN WITNESS WHEREOF, the parties hereto have each caused this Complete Termination to be duly executed by their respective officers duly authorized as of the 4th day of January, 2016.

I certify that I hold the title set forth below, that I am duly authorized to sign this instrument on behalf of Tri-County Metropolitan Transportation District of Oregon, the Head Lessor, Lessee and Mortgagee. I acknowledge that the execution of the foregoing instrument was the free act and deed of Tri-County Metropolitan Transportation District of Oregon. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

TRI-COUNTY METROPOLITAN
TRANSPORTATION DISTRICT OF
OREGON, as Head Lessor, Lessee and
Mortgagee

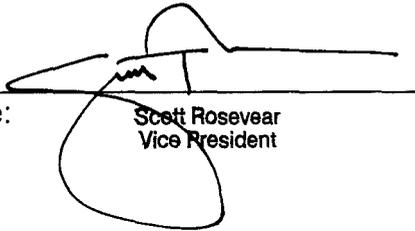
By: Lori Baker
Name: Lori Baker
Title: Director, Financial Services

I certify that I hold the title set forth below, that I am duly authorized to sign this instrument on behalf of Wells Fargo Bank Northwest, National Association, the Head Lessee and Lessor. I acknowledge that the execution of the foregoing instrument was the free act and deed of Wells Fargo Bank Northwest, National Association. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION (successor
in interest to First Security Bank, N.A.),
as Head Lessee and Lessor

By: _____

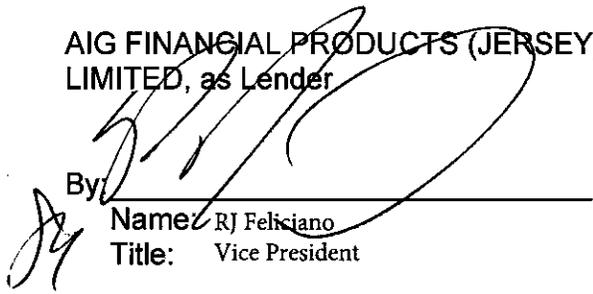
Name:
Title:



Scott Rosevear
Vice President

I certify that I hold the title set forth below, that I am duly authorized to sign this instrument on behalf of AIG Financial Products (Jersey) Limited, the Lender. I acknowledge that the execution of the foregoing instrument was the free act and deed of AIG Financial Products (Jersey) Limited. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

AIG FINANCIAL PRODUCTS (JERSEY)
LIMITED, as Lender

By 

Name: RJ Feliciano

Title: Vice President

EXHIBIT A

1. Memorandum of Head Lease Agreement, dated as of June 16, 1998, between Tri-County Metropolitan Transportation District of Oregon, Head Lessor, and First Security Bank, N.A., Head Lessee, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802.
2. Memorandum of Lease Agreement, dated as of June 16, 1998, between First Security Bank, N.A., Lessor, and Tri-County Metropolitan Transportation District of Oregon, Lessee, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802-A.
3. Memorandum of Loan and Security Agreement, dated as of June 16, 1998, between First Security Bank, N.A., Trustee, and AIG Financial Products (Jersey) Limited, Lender, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802-B.
4. Memorandum of Equipment Mortgage, dated as of June 16, 1998, between Tri-County Metropolitan Transportation District of Oregon, Head Lessor, and First Security Bank, N.A., Head Lessee, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802-C.
5. Assignment of Equipment Mortgage, dated as of June 16, 1998, between First Security Bank, N.A., Assignee, and Tri-County Metropolitan Transportation District of Oregon, Assignor, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802-E.
6. Memorandum of Head Lessor's Lease Mortgage, dated as of June 16, 1998, between Tri-County Metropolitan Transportation District of Oregon, Head Lessor, and First Security Bank, N.A., Head Lessee, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802-F.
7. Memorandum of Lessor's Security Agreement, dated as of June 16, 1998, between First Security Bank, N.A., Lessor, and Tri-County Metropolitan Transportation District of Oregon, Lessee, filed with the Board on November 20, 1998 at 11:30 a.m. under Recordation Number 21802-G.

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New York and the State of New Jersey, 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: January 5, 2016



Claire E. Murphy