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August 8, 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 Partial Termination, dated as of July 28, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Assignment and Assumption Agreement previously filed with the Board under Recordation Number 29338.

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

Lessor: Midwest Railcar Corporation
4949 Autumn Oaks Drive
Maryville, IL 62062

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

30 railcars TERMINATED: KO 24372 and within the series KO 20921 – KO 21003 as set forth in the attachment to the document:

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

Partial Termination.

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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,



Edward M. Luria

EML/sem
Enclosures

PARTIAL TERMINATION

THIS PARTIAL TERMINATION (this “Termination”) dated as of July 28, 2016 is by MIDWEST RAILCAR CORPORATION (as successor-by-assignment to General Electric Railcar Services Corporation) (“Lessor”).

Lessor was leasing railcars to Kansas & Oklahoma Railroad, Inc., as lessee (“Lessee”) pursuant to that certain Rider No. 18 dated July 18, 2008 (the “Rider”), incorporating the terms of that certain Car Leasing Agreement No. 1921-83-0 dated and effective August 1, 2003, each by and between Lessee, as lessee, and Lessor, as successor lessor (the Rider, incorporating such Master Railcar Lease as it relates to the railcars listed therein, the “Lease”).

An Assignment and Assumption Agreement dated as of June 30, 2010 by and between General Electric Railcar Services Corporation, as assignor, and Lessor, as assignee, was filed with the Surface Transportation Board on July 6, 2010 and assigned recordation number 29338.

The railcars leased by Lessor to Lessee pursuant to Lease include the thirty (30) railcars bearing the following reporting marks and numbers (the “Released Railcars”):

1. KO 020921
2. KO 020922
3. KO 020927
4. KO 020934
5. KO 020936
6. KO 020938
7. KO 020939
8. KO 020940
9. KO 020942
10. KO 020944
11. KO 020945
12. KO 020947
13. KO 020949
14. KO 020950
15. KO 020953
16. KO 020955
17. KO 020956
18. KO 020959
19. KO 020963
20. KO 020964
21. KO 020973
22. KO 020981
23. KO 020987
24. KO 020988
25. KO 020989

26. KO 020992
27. KO 020994
28. KO 021001
29. KO 021003
30. KO 024372

This is to show for the public record that the lease term of the Lease for the Thirty Released Railcars has ended.

For the avoidance of doubt, nothing herein shall be interpreted to affect the lease of the other railcars (other than the Thirty Released Railcars) subject, and pursuant, to the Lease.

[signature appears on the following page]

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: August 8, 2016

Edward M. Luria

Edward M. Luria