



Wells Fargo Rail
9377 W. Higgins Rd.
Suite 600
Rosemont, IL 60018

wellsfargo.com

RECORDATION NO. 22840-C
FILED AUGUST 23, 2016 12:00 PM
SURFACE TRANSPORTATION BOARD

August 23, 2016

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) please find one (1) originally executed Memorandum of Lease Termination dated August 22, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memoranda of Lease evidencing such Equipment duly filed with the Surface Transportation Board on March 27, 2000 under **primary recordation number 22840** and also on October 6, 2000 having **secondary recordation number 22840-A**.

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

Lessor: Wells Fargo Rail Corporation
f/k/a First Union Rail Corporation
9377 W. Higgins Rd, Suite 600
Rosemont, IL 60018

Lessee: Conagra, Inc.
One Conagra Drive
Omaha, NE 68102

The enclosed document is for 26 covered hopper cars marked XTRX 11105-11106, 11109, 11308-11309, 11315, 11322, 11821-11822, 11829, 12288, 12312-12313, 12324, 12340, 12375, 12403-12404, 77643-77648, 77651-77652, which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows: Memorandum of Lease Termination

Please accept this E-filing and invoice our account # 22860 in the amount of \$43.00 covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marela Dunne
Manager Contract Administration

Enclosures

(CONA021-022)

Together we'll go far



MEMORANDUM OF LEASE TERMINATION

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as August 22, 2016 is made by Wells Fargo Rail Corporation, f/k/a First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of December 20, 1996 (collectively, the "Lease"), between Lessor and Conagra, Inc. (the "Lessee"), a Nebraska corporation.

W I T N E S S E T H:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on March 27, 2000, with primary recordation number 22840 and also on October 6, 2000 having secondary recordation number 22840-A.

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. Lessor wishes to record this Notice of Termination of Lease and Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

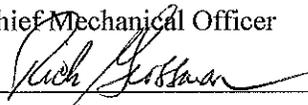
IN WITNESS WHEREOF, Wells Fargo Rail Corporation, as Lessor, has caused this Memorandum of Lease Termination to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

WELLS FARGO RAIL CORPORATION

Name: Rick Grossman

Title: Chief Mechanical Officer

Signature:  _____

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

RIDER NOS. 11 and 12

NUMBER OF CARS: Twenty-six (26)

DESCRIPTION OF CARS: 4750 cu. ft. covered hopper cars

CAR NUMBERS:

XTRX	11105	XTRX	12324
XTRX	11106	XTRX	12340
XTRX	11109	XTRX	12375
XTRX	11308	XTRX	12403
XTRX	11309	XTRX	12404
XTRX	11315	XTRX	77643
XTRX	11322	XTRX	77644
XTRX	11821	XTRX	77645
XTRX	11822	XTRX	77646
XTRX	11829	XTRX	77647
XTRX	12288	XTRX	77648
XTRX	12312	XTRX	77651
XTRX	12313	XTRX	77652