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ELIAS C. ALVORD (1942)  
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June 25, 2014

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 of Lease No. 1, dated as of June 13, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease of Railroad Equipment No. 1 previously filed with the Board under Recordation Number 30389.

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

Owner: JPMorgan Chase Bank, N.A.  
1111 Polaris Parkway, Suite A3  
Columbus, OH 43240

[Lessee: Wisconsin Central Ltd.  
c/o Canadian National Railway  
935 de la Gauchetiere St West  
Montreal, Quebec H3B 2M9 Canada]

Section Chief  
June 23, 2014  
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A description of the railroad equipment covered by the enclosed document is:

31 railcars TERMINATED within the series DMIR 71204 – DMIR 71428 as set forth in the attachment to the document.

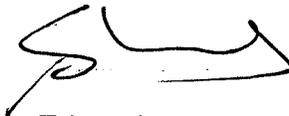
A short summary of the document to appear in the index is:

Partial Termination of Lease No. 1.

Also enclosed is a check in the amount of \$44.00 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 'E. M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

(WC / JPM - No. 1)

**PARTIAL TERMINATION OF LEASE NO. 1** dated as of June 13, 2014 by **JPMORGAN CHASE BANK, N.A.** (the "Owner").

**WHEREAS**, the Owner and **Wisconsin Central Ltd.** (the "Lessee") entered into that certain Lease of Railroad Equipment No. 1 dated as of September 20, 2012 (the "Lease") covering two-hundred thirty-two (232) 70-ton 1,150 cu. ft. bottom dump ore cars built by American Railcar Industries Inc. in 2012 (the "Equipment");

**WHEREAS**, to evidence the above described lease of the Equipment, a Memorandum of Lease of Railroad Equipment No. 1 dated as of September 20, 2012 was i) filed at the Surface Transportation Board on September 20, 2012 at 8:00 A.M. with assigned primary recordation number 30389 and ii) deposited at the Registrar General of Canada (the "RGC") on September 20, 2012 at 10:57 A.M.;

**WHEREAS**, Owner and Lessee have agreed to partially terminate the Lease as of the date hereof in respect of the thirty-one (31) units of the Equipment more particularly specified in Exhibit A hereto (the "Terminated Equipment");

**AND WHEREAS**, the Lease remains in full force and effect in respect of the remaining two-hundred one (201) units of the Equipment (collectively, the "Remaining Equipment").

**IN WITNESS WHEREOF**, the Owner wishes to show for the public record: (i) the partial termination of the Lease in respect of the Terminated Equipment, ii) that it has sold, and disposed of, all its right, title and interest in the Terminated Equipment to the Lessee, (iii) that it hereby releases any security interest in the Terminated Equipment and (iv) the Lease remains in full force and effect in respect of the Remaining Equipment and, accordingly has caused this Partial Termination of Lease No. 1 to be executed, as its free act and deed, by its officer thereunto duly authorized, such officer bearing the title set forth beneath his / her name below, as of the date first above written and such officer declares pursuant to 28 U.S.C. §1746 under penalty of perjury that the foregoing is a true and correct document.

**JPMORGAN CHASE BANK, N.A.**

By: Terri E. Sagerst  
Name: Terri E. Sagerst  
Title: Authorized Officer

**Exhibit A to Bill of Sale**

Thirty-one (31) 70-ton 1,150 cu. ft. bottom dump ore cars built by American Railcar Industries Inc. in 2012 marked and numbered:

DMIR 71204;  
DMIR 71208;  
DMIR 71217;  
DMIR 71220;  
DMIR 71228;  
DMIR 71234;  
DMIR 71238;  
DMIR 71239;  
DMIR 71247;  
DMIR 71262;  
DMIR 71267;  
DMIR 71274;  
DMIR 71281;  
DMIR 71284;  
DMIR 71295;  
DMIR 71301;  
DMIR 71307;  
DMIR 71308;  
DMIR 71353;  
DMIR 71362;  
DMIR 71371;  
DMIR 71373;  
DMIR 71379;  
DMIR 71380;  
DMIR 71381;  
DMIR 71383;  
DMIR 71384;  
DMIR 71396;  
DMIR 71405;  
DMIR 71411; and  
DMIR 71428.

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: 6/25/14

Edward M Luria  
Edward M. Luria