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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

November 6, 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 Memorandum of Termination of Lease, dated as of October 31, 2014, 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 being filed with the Board under Recordation Number 29337.

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

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

Chief, Section of Administration  
November 6, 2014  
Page 2

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

90 railcars TERMINATED: GWIX 2003, GWIX 2016, GWIX 2047, GWIX 2049 and within the series CAGY 2001 - CAGY 2090 (including 3 casualties) as set forth in the attachment to the document.

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

Memorandum of Termination of Lease.

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

**MEMORANDUM OF TERMINATION OF LEASE**

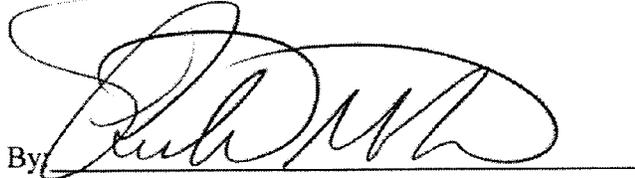
THIS MEMORANDUM OF TERMINATION OF LEASE (this "Memorandum") is made as of October 31, 2014 by MIDWEST RAILCAR CORPORATION, an Illinois corporation ("Lessor"), with reference to the following:

- A. Lessor, as a successor-in-interest to General Electric Railcar Services Corporation ("GE"), leased ninety (90) mill gondolas described in Exhibit A attached hereto to Columbus and Greenville Railway Company, a Mississippi corporation, as a lessee, pursuant to that certain Rider No. 1 dated April 7, 2008 (as amended and extended from time to time) to that certain Car Leasing Agreement 1512-97 effective April 7, 2008, each by and between Lessor, as successor lessor, and Lessee, as lessee (collectively, the "Lease").
- B. The evidence of the Lease was recorded at the Surface Transportation Board by the filing of that certain Assignment and Assumption Agreement dated as of June 30, 2010 by and between GE, as seller, and Lessor, as buyer, bearing the recordation number 29337 (the "Lease Filing").
- C. The term of the Lease has been terminated and Lessor desires to show for the public record the termination of such lease term, and to release the Lease Filing, by the recordation of this Memorandum with the records of the Surface Transportation Board.

[signature appears on following page]

IN WITNESS WHEREOF, this Memorandum has been executed as of the first date herein above written.

MIDWEST RAILCAR CORPORATION

By 

Richard M. Folio  
Executive Vice President

STATE OF MARYLAND )  
                                  ) SS  
City OF BALTIMORE )

The foregoing Memorandum was acknowledged before me, the undersigned Notary Public, in the City of Baltimore this 30<sup>th</sup> day of October, 2014 by Richard M. Folio, as the Executive Vice President of Midwest Railcar Corporation, an Illinois corporation.

  
Notary Public

My commission expires: 7/8/18

[Notarial Seal]

HENRYKA W. GRYC CRAIG  
NOTARY PUBLIC STATE OF MARYLAND  
County of Baltimore  
My Commission Expires ~~September 20, 2005~~ 7/8/18

**Exhibit A**

**Description of Railcars**

Eighty-Seven (87) 100-ton mill gondolas with Reporting Marks and Numbers as follows:

<b>Reporting Mark &amp; Number</b>	<b>Reporting Mark &amp; Number</b>	<b>Reporting Mark &amp; Number</b>
CAGY002001	CAGY002033	CAGY002065
CAGY002002	CAGY002034	CAGY002067
CAGY002004	CAGY002035	CAGY002068
CAGY002005	CAGY002036	CAGY002069
CAGY002006	CAGY002037	CAGY002070
CAGY002007	CAGY002038	CAGY002071
CAGY002008	CAGY002039	CAGY002072
CAGY002009	CAGY002040	CAGY002073
CAGY002010	CAGY002041	CAGY002074
CAGY002011	CAGY002042	CAGY002075
CAGY002012	CAGY002043	CAGY002076
CAGY002013	CAGY002044	CAGY002077
CAGY002014	CAGY002045	CAGY002078
CAGY002017	CAGY002046	CAGY002079
CAGY002018	CAGY002048	CAGY002080
CAGY002019	CAGY002050	CAGY002081
CAGY002020	CAGY002051	CAGY002082
CAGY002021	CAGY002052	CAGY002083
CAGY002022	CAGY002053	CAGY002085
CAGY002023	CAGY002054	CAGY002086
CAGY002024	CAGY002055	CAGY002087
CAGY002025	CAGY002056	CAGY002088
CAGY002026	CAGY002057	CAGY002089
CAGY002027	CAGY002058	CAGY002090
CAGY002028	CAGY002059	GWIX002003
CAGY002029	CAGY002060	GWIX002016
CAGY002030	CAGY002061	GWIX002047
CAGY002031	CAGY002062	GWIX002049
CAGY002032	CAGY002063	
	CAGY002064	

Three (3) railcars were destroyed: CAGY 2015, CAGY 2066 and CAGY 2084

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: 11/6/14

Edward M Luria  
Edward M. Luria