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

December 10, 2015

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 December 9, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease Agreement previously filed with the Board under Recordation Number 21686-I.

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

Lessor: The CIT Group/Equipment Financing, Inc.
1211 Avenue of the Americas
New York, NY 10036

[Lessee: PCS Nitrogen Fertilizer, L.P.
Pot Ash 1101 Skokie Boulevard,
Northbrook, IL 60062]

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

All railroad equipment covered by the Memorandum of Railcar Lease Agreement filed under Rec. No. 21686-I is hereby TERMINATED.

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

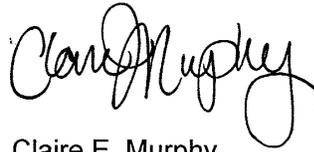
Memorandum of Termination of Lease.

Chief
Section of Administration
December 10, 2015
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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,

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

Claire E. Murphy

CEM
Enclosures

MEMORANDUM OF TERMINATION OF LEASE

The CIT Group/Equipment Financing, Inc. ("CIT") is the lessor under that certain Master Railcar Lease dated as of September 17, 1998 and Schedule No. 09 thereto (the "Lease"), between CIT and PCS Nitrogen Fertilizer, L.P. ("Lessee"), with respect to the lease to Lessee of certain tank cars identified in the Lease.

A Memorandum of Railcar Lease Agreement between CIT and Lessee dated as of June 7, 2004 evidencing the Lease, was duly filed and recorded with the Surface Transportation Board on August 23, 2004 under Recordation Number 21686-I.

This Memorandum of Termination of Lease acknowledges for the public record that the Lease has terminated and that CIT has no further interest in the Lease.

This Memorandum of Termination of Lease shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its termination.

Dated this 9th day of December, 2015.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by all necessary corporate authority and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: 
Name: PAMELA A. MAC
Title: VP

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: December 10, 2015



Claire E. Murphy