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SURFACE TRANSPORTATION BOARD

# FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.384.5356  
Fax 847.318.7588  
www.firstunionrail.com

VIA FEDERAL EXPRESS

July 24, 2014

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 Partial Lease Termination**

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Partial Lease Termination dated July 22, 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 evidencing such lease Equipment which was duly filed at the Surface Transportation Board on April 5, 2011 at 11:25 a.m. with recordation number 22778-H.

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

Lessor: First Union Rail Corporation  
One O'Hare Centre  
6250 N River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Grain Processing Corporation  
1600 Oregon Street  
Muscatine, IA 52761

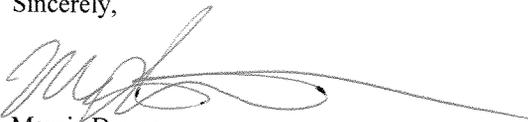
The enclosed document is for one (1) tank car marked FURX 120049, which has been terminated in all respects and is no longer covered under the Lease.

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

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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

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,



Marcia Dunne  
Senior Documentation Specialist

Enclosures

(GRPC016)

**MEMORANDUM OF PARTIAL LEASE TERMINATION**

**THIS MEMORANDUM OF PARTIAL TERMINATION OF LEASE** (the "Memorandum") dated as of July 22, 2014 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated January 19, 2000 (the "Lease"), between Lessor and Grain Processing Corporation (the "Lessee"), an Iowa corporation.

**WITNESSETH:**

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

**WHEREAS**, Lessor and Lessee entered into that certain Memorandum of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on April 5, 2011 at 11:25 a.m. with recordation number 22778-H.

**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 Lease between Lessor and Lessee relating to the Equipment and evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects.
2. Lessor wishes to record this Memorandum of Partial Lease Termination so as to release the lien with respect to the Equipment.

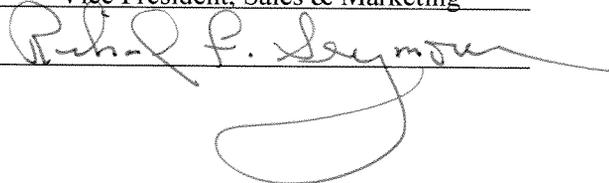
**IN WITNESS WHEREOF**, the Lessor has caused this Memorandum to be executed by its respective officer duly authorized as of the date and year first above written, that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation.

**LESSOR:**

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President, Sales & Marketing

Signature: 

**EXHIBIT A  
TO  
MEMORANDUM OF PARTIAL TERMINATION OF LEASE**

NUMBER OF CARS:           One (1)

DESCRIPTION OF CARS:    Tank Car

CAR NUMBER:             FURX 120049