

## FIRST UNION RAIL

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

Tel 847.318.7575  
Fax 847.318.7588  
www.firstunionrail.com

December 18, 2015

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) please find one (1) original of a Memorandum of Partial Lease Termination dated December 17, 2015, 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 lease Equipment which was duly filed with the Surface Transportation Board on November 4, 2002 under secondary recordation number 24197-B, August 25, 2005 with recordation number 24197-D and also on October 23, 2008 having recordation number 24197-E.

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:	Iowa, Chicago & Eastern Railroad Corp. 140 N. Phillips Avenue Sioux Falls, SD 57104
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The enclosed document is for four hundred (400) covered hopper cars having IMRL marks, (see Exhibit A for unit numbers) 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 Partial Lease Termination

Please accept this E-filing and invoice our account number 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,



Marcia Dunne  
Manager Contract Administration

Enclosures

(ICE003, 004, 006, 007/A)

**MEMORANDUM OF PARTIAL LEASE TERMINATION**

**THIS MEMORANDUM OF PARTIAL TERMINATION OF LEASE** (the "Memorandum") dated as of December 17, 2015 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated October 15, 2002 (the "Lease"), between Lessor and Iowa, Chicago and Eastern Railroad Corporation (the "Lessee"), a Delaware 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 on Exhibit A attached hereto; and,

**WHEREAS**, Lessor and Lessee entered into that certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which were filed at the Surface Transportation Board on November 4, 2002 with secondary recordation number 24197-B, August 25, 2005 with recordation number 24197-D and on October 23, 2008 having recordation number 24197-E.

**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 Memoranda 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.

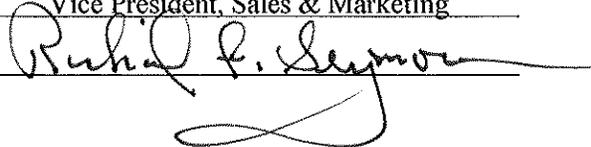
**IN WITNESS WHEREOF**, the Lessor has caused this Memorandum to be executed by its respective officer duly authorized as of the date and year first above written, that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation.

**LESSOR:**

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President, Sales & Marketing

Signature: 

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

**RIDER NOS. 3, 4, 6 and 7:**

NUMBER OF CARS: Four hundred (400)

DESCRIPTION OF CARS: Covered Hopper Cars

**CAR NUMBERS:**

IMRL 815150	IMRL 818197	IMRL 823306	IMRL 825042	IMRL 825110	IMRL 825747	IMRL 826222	IMRL 830085
IMRL 815227	IMRL 818199	IMRL 823307	IMRL 825043	IMRL 825111	IMRL 825749	IMRL 826231	IMRL 830125
IMRL 815229	IMRL 820000	IMRL 823310	IMRL 825045	IMRL 825112	IMRL 826008	IMRL 826235	IMRL 830132
IMRL 815230	IMRL 820001	IMRL 823312	IMRL 825048	IMRL 825113	IMRL 826009	IMRL 826236	IMRL 830133
IMRL 815232	IMRL 820685	IMRL 823313	IMRL 825049	IMRL 825115	IMRL 826014	IMRL 826246	IMRL 830134
IMRL 815233	IMRL 820801	IMRL 823317	IMRL 825052	IMRL 825116	IMRL 826019	IMRL 826251	IMRL 830135
IMRL 815242	IMRL 820802	IMRL 823319	IMRL 825053	IMRL 825118	IMRL 826020	IMRL 826252	IMRL 830136
IMRL 815249	IMRL 820805	IMRL 823320	IMRL 825055	IMRL 825119	IMRL 826024	IMRL 826255	IMRL 830137
IMRL 815251	IMRL 820808	IMRL 823321	IMRL 825056	IMRL 825120	IMRL 826027	IMRL 826257	IMRL 830138
IMRL 815258	IMRL 820812	IMRL 823323	IMRL 825057	IMRL 825121	IMRL 826034	IMRL 826258	IMRL 830139
IMRL 815270	IMRL 820818	IMRL 823324	IMRL 825059	IMRL 825122	IMRL 826036	IMRL 826259	IMRL 830140
IMRL 815274	IMRL 820822	IMRL 823325	IMRL 825060	IMRL 825123	IMRL 826038	IMRL 826262	IMRL 830141
IMRL 815276	IMRL 820828	IMRL 823326	IMRL 825061	IMRL 825124	IMRL 826039	IMRL 826263	IMRL 830142
IMRL 815286	IMRL 820834	IMRL 823327	IMRL 825062	IMRL 825125	IMRL 826040	IMRL 826265	IMRL 830143
IMRL 815295	IMRL 820848	IMRL 823328	IMRL 825063	IMRL 825126	IMRL 826044	IMRL 826267	IMRL 830144
IMRL 815299	IMRL 820850	IMRL 823329	IMRL 825064	IMRL 825127	IMRL 826053	IMRL 826269	IMRL 830145
IMRL 815305	IMRL 820869	IMRL 823330	IMRL 825065	IMRL 825131	IMRL 826057	IMRL 826270	IMRL 830147
IMRL 815315	IMRL 821028	IMRL 823333	IMRL 825069	IMRL 825133	IMRL 826060	IMRL 826271	IMRL 830150
IMRL 815317	IMRL 821030	IMRL 823335	IMRL 825070	IMRL 825135	IMRL 826061	IMRL 826272	IMRL 830151
IMRL 815341	IMRL 821061	IMRL 823344	IMRL 825071	IMRL 825140	IMRL 826069	IMRL 826277	IMRL 830156
IMRL 815344	IMRL 821066	IMRL 823380	IMRL 825073	IMRL 825141	IMRL 826072	IMRL 826279	IMRL 830157
IMRL 815349	IMRL 821070	IMRL 823383	IMRL 825074	IMRL 825345	IMRL 826073	IMRL 826280	IMRL 830158
IMRL 815386	IMRL 821072	IMRL 823426	IMRL 825075	IMRL 825705	IMRL 826076	IMRL 826281	IMRL 830160
IMRL 815390	IMRL 821083	IMRL 823436	IMRL 825076	IMRL 825706	IMRL 826080	IMRL 826282	IMRL 830163
IMRL 815393	IMRL 821087	IMRL 823773	IMRL 825077	IMRL 825708	IMRL 826089	IMRL 826284	IMRL 830165
IMRL 815394	IMRL 821091	IMRL 823969	IMRL 825078	IMRL 825711	IMRL 826092	IMRL 826285	IMRL 830166
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IMRL 815409	IMRL 821103	IMRL 824409	IMRL 825084	IMRL 825715	IMRL 826104	IMRL 826290	IMRL 830171
IMRL 815443	IMRL 821107	IMRL 824501	IMRL 825085	IMRL 825716	IMRL 826106	IMRL 826294	IMRL 830173
IMRL 815453	IMRL 821483	IMRL 824517	IMRL 825086	IMRL 825718	IMRL 826114	IMRL 827968	IMRL 830174
IMRL 815456	IMRL 821484	IMRL 824576	IMRL 825087	IMRL 825721	IMRL 826124	IMRL 828019	IMRL 830176
IMRL 815457	IMRL 821489	IMRL 824589	IMRL 825088	IMRL 825723	IMRL 826125	IMRL 828174	IMRL 830177
IMRL 815462	IMRL 821527	IMRL 824591	IMRL 825089	IMRL 825725	IMRL 826134	IMRL 828791	IMRL 830178
IMRL 815474	IMRL 821530	IMRL 824811	IMRL 825091	IMRL 825726	IMRL 826135	IMRL 829203	IMRL 830180
IMRL 815480	IMRL 821717	IMRL 824812	IMRL 825092	IMRL 825727	IMRL 826137	IMRL 829204	IMRL 830187
IMRL 815483	IMRL 822065	IMRL 824813	IMRL 825093	IMRL 825729	IMRL 826149	IMRL 829207	IMRL 830291
IMRL 815484	IMRL 822069	IMRL 824814	IMRL 825094	IMRL 825730	IMRL 826151	IMRL 829247	IMRL 830332
IMRL 815485	IMRL 822070	IMRL 824815	IMRL 825095	IMRL 825732	IMRL 826152	IMRL 829359	IMRL 831155
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IMRL 815491	IMRL 822085	IMRL 824832	IMRL 825098	IMRL 825735	IMRL 826165	IMRL 829361	IMRL 832029
IMRL 815494	IMRL 822093	IMRL 824834	IMRL 825099	IMRL 825737	IMRL 826168	IMRL 829362	IMRL 832034
IMRL 815497	IMRL 822096	IMRL 824860	IMRL 825101	IMRL 825738	IMRL 826175	IMRL 829363	IMRL 832037
IMRL 815499	IMRL 822100	IMRL 824931	IMRL 825102	IMRL 825739	IMRL 826177	IMRL 829364	IMRL 832039
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IMRL 816526	IMRL 822211	IMRL 824951	IMRL 825104	IMRL 825741	IMRL 826199	IMRL 829367	IMRL 832061
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IMRL 816528	IMRL 822430	IMRL 824967	IMRL 825106	IMRL 825744	IMRL 826213	IMRL 829369	IMRL 832533
IMRL 818195	IMRL 823301	IMRL 824980	IMRL 825107	IMRL 825745	IMRL 826216	IMRL 830023	IMRL 832697
IMRL 818196	IMRL 823304	IMRL 824982	IMRL 825109	IMRL 825746	IMRL 826221	IMRL 830027	IMRL 833180

Count: 400