

RECORDATION NO. 19361-F FILED  
March 04, 2014 08:00 AM  
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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March 3, 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 Memorandum of Termination, dated as of February 28, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memoranda of Lease Agreement and Assignment and Assumption Agreement previously filed with the Board under Recordation Numbers 19361-D and 19361-E, respectively.

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

Lessor: Macquarie Rail Inc. (successor in interest to Mitsui Rail Capital, LLC and Citicorp Railmark, Inc.)  
One North Wacker Drive, 9th Floor  
Chicago, IL 60605

[Lessee: Union Pacific Railroad Company  
1400 Douglas Street  
Omaha, NE 68179]

Section Chief  
March 3, 2014  
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A description of the railroad equipment covered by the enclosed document is:

140 hopper railcars TERMINATED within the series SPTX 481151 – SPTX 481399 as set forth in the attachment to the document.

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

Memorandum of 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 stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem  
Enclosures

**MEMORANDUM OF  
TERMINATION**

MACQUARIE RAIL INC., successor in interest to Mitsui Rail Capital, LLC and Citicorp Railmark, Inc., does hereby execute this Memorandum to evidence termination of the lease of railroad equipment with Union Pacific Railroad Company, which lease was evidenced by that certain **Memorandum of Lease Agreement** dated as of March 6, 2008, and filed with the Surface Transportation Board on March 7, 2008, under Recordation No. **19361-D** and assigned to Macquarie Rail Inc., as evidenced by that certain **Memorandum of Assignment and Assumption Agreement** dated as of March 20, 2008, and filed with the Surface Transportation Board on March 20, 2008, under Recordation No. **19361-E**. The lease related to the equipment described on the attached Exhibit A.

WITNESS our hand and seal this 28<sup>th</sup> day of February, 2014.

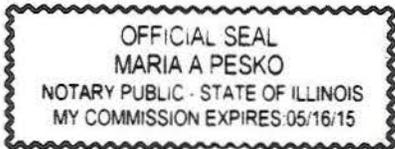
MACQUARIE RAIL INC.

By: [Signature]  
Title: President

STATE OF ILLINOIS     )  
  ) SS  
COUNTY OF COOK     )

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of February, 2014, by Mark Brecht, the President of **MACQUARIE RAIL INC.**, on behalf of the corporation.

[Signature]  
Notary Public



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**EXHIBIT A  
LEASED CARS**

**Equipment:** 100-Ton Open Top Hopper Cars  
**Quantity:** One Hundred Forty (140)  
**Marks and Road Numbers:** See Schedule I Attached Hereto

## SCHEDULE I

### LEASED CARS

<u>Car Count</u>	<u>Car Mark and Numbers</u>						
1	SPTX481151	36	SPTX481218	71	SPTX481275	106	SPTX481348
2	SPTX481155	37	SPTX481220	72	SPTX481277	107	SPTX481347
3	SPTX481158	38	SPTX481221	73	SPTX481278	108	SPTX481348
4	SPTX481160	39	SPTX481222	74	SPTX481281	109	SPTX481350
5	SPTX481161	40	SPTX481223	75	SPTX481284	110	SPTX481351
6	SPTX481165	41	SPTX481224	76	SPTX481285	111	SPTX481353
7	SPTX481167	42	SPTX481225	77	SPTX481286	112	SPTX481355
8	SPTX481168	43	SPTX481227	78	SPTX481289	113	SPTX481356
9	SPTX481169	44	SPTX481228	79	SPTX481291	114	SPTX481359
10	SPTX481171	45	SPTX481229	80	SPTX481292	115	SPTX481362
11	SPTX481172	46	SPTX481230	81	SPTX481293	116	SPTX481365
12	SPTX481173	47	SPTX481232	82	SPTX481298	117	SPTX481368
13	SPTX481174	48	SPTX481233	83	SPTX481301	118	SPTX481367
14	SPTX481175	49	SPTX481234	84	SPTX481303	119	SPTX481369
15	SPTX481177	50	SPTX481235	85	SPTX481304	120	SPTX481371
16	SPTX481178	51	SPTX481236	86	SPTX481305	121	SPTX481372
17	SPTX481184	52	SPTX481238	87	SPTX481306	122	SPTX481373
18	SPTX481185	53	SPTX481239	88	SPTX481307	123	SPTX481375
19	SPTX481189	54	SPTX481243	89	SPTX481309	124	SPTX481376
20	SPTX481190	55	SPTX481244	90	SPTX481310	125	SPTX481377
21	SPTX481191	56	SPTX481248	91	SPTX481312	126	SPTX481378
22	SPTX481193	57	SPTX481247	92	SPTX481316	127	SPTX481380
23	SPTX481194	58	SPTX481249	93	SPTX481317	128	SPTX481381
24	SPTX481195	59	SPTX481251	94	SPTX481318	129	SPTX481382
25	SPTX481196	60	SPTX481253	95	SPTX481324	130	SPTX481385
26	SPTX481197	61	SPTX481257	96	SPTX481325	131	SPTX481386
27	SPTX481200	62	SPTX481258	97	SPTX481327	132	SPTX481387
28	SPTX481201	63	SPTX481259	98	SPTX481328	133	SPTX481389
29	SPTX481202	64	SPTX481260	99	SPTX481329	134	SPTX481391
30	SPTX481204	65	SPTX481262	100	SPTX481330	135	SPTX481392
31	SPTX481206	66	SPTX481266	101	SPTX481332	136	SPTX481393
32	SPTX481208	67	SPTX481270	102	SPTX481334	137	SPTX481394
33	SPTX481209	68	SPTX481272	103	SPTX481336	138	SPTX481395
34	SPTX481212	69	SPTX481273	104	SPTX481339	139	SPTX481396
35	SPTX481216	70	SPTX481274	105	SPTX481345	140	SPTX481399

**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: March 3, 2014

*Edward M. Luria*

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Edward M. Luria