

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

February 28, 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 Memorandum of Schedule #2, dated as of February 27, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Schedule #2 previously filed with the Board under Recordation Number 25247.

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

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

Chief
Section of Administration
February 28, 2014
Page 2

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

110 railcars TERMINATED: PFMX 322 – PFMX 431.

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

Memorandum of Termination of Memorandum of Schedule #2.

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,

A handwritten signature in black ink, appearing to read 'Edward M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

MEMORANDUM OF TERMINATION OF MEMORANDUM OF SCHEDULE #2

Midwest Railcar Corporation, an Illinois corporation (the "Lessor"), hereby terminates and releases that certain Memorandum of Schedule #2 effective as of July 26, 2004, recorded with the Surface Transportation Board ("STB") on October 19, 2004 under Recordation No. 25247, to show for the public record the expiration or termination of the lease term of that certain Schedule #2 dated October 8, 2004 (incorrectly shown as dated July 26, 2004 in the Memorandum of Schedule #2) to the Master Railcar Lease Agreement dated October 8, 2004, each by and between Lessor, as Lessor, and Perdue Farms, Incorporated, as Lessee, pursuant to which lease the Lessor leased to the Lessee One Hundred Ten (110) covered hopper railcars with the reporting marks as specifically listed on Schedule A attached hereto.

Dated as of this 27th day of February, 2014.

MIDWEST RAILCAR CORPORATION

By: Jon Sparks
Jon Sparks
Senior V.P. Operations

STATE OF Illinois

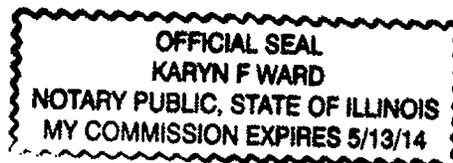
COUNTY OF Madison

I, a Notary Public in and for said County, in the State aforesaid, DO HEREBY CERTIFY that Jon Sparks of Midwest Railcar Corporation, personally known to me or to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of Midwest Railcar Corporation for the uses and purposes therein set forth.

Given my hand and notarial seal this 27th day of February, 2014.

Karyn F Ward
Notary Public

My Commission Expires: 5/13/14



Schedule A

DESCRIPTION OF EQUIPMENT

One Hundred Ten (110) railcars with the following reporting marks:

PFMX 322 through 431, inclusive

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: 2/28/14

Edward M Luria

Edward M. Luria