RECORDATION NO. 23855-C FILED

OCT 30 '14 -2 44 PM

SURFACE TRANSPORTATION BOARD

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

Via Federal Express

October 29, 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 Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are four (4) originals of a Memorandum of Lease Termination dated October 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 which was duly filed with the Surface Transportation Board on February 7, 2002 at 9:50 a.m., September 6, 2002 at 11:32 a.m. and on May 1, 2007 at 2:55 p.m. with recordation numbers 23855, 23855-A and 23855-B respectively. The names and addresses of the parties to the enclosed document are:

Lessor:	First Union Rail Corporation One O'Hare Centre 6250 N. River Rd., Suite 5000 Rosemont, IL 60018	Lessee:	Duferco Farrell Corporation 15 Roemer Blvd Farrell, PA 16121

The enclosed document is for two hundred sixty (260) gondola cars in Rider No. 1, seventy-five (75) gondola cars under Rider No. 2 and three hundred sixty-two (362) gondola cars in Rider No. 4 all having NOKL marks (see Exhibit A for car numbers) 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 Lease Termination

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 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
(DFAC001-DFAC005)

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE TERMINATION

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as of October 28, 2014 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of July 18, 2001, Rider No. 1, Rider No. 2 and Rider No. 4 (collectively, the "Lease"), between Lessor and Duferco Farrell 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 in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on February 7, 2002 at 9:50 a.m. with recordation number 23855; September 6, 2002 at 11:32 a.m. having recordation number 23855-A and on May 1, 2007 at 2:55 p.m. with recordation number 23855-B.

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 Equipment listed on the attached Exhibit A as evidenced by the Memoranda of Lease filed with the Surface Transportation Board, has been terminated in all respects.

2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.

3. Lessor wishes to record this Notice of Termination of Lease and Termination of Memoranda of Lease so as to release the lien with respect to the Equipment.

IN WITNESS WHEREOF, First Union Rail Corporation, as Lessor, has caused this Memorandum of Lease Termination to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury 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: Richard F. Seymour

OCT 30 2014 RECEIVED

EXHIBIT A TO
MEMORANDUM OF LEASE TERMINATION

RIDER NO. 1

NUMBER OF CARS: Two hundred and sixty (260).

DESCRIPTION OF CARS: 52'6 gondola cars with 5-ft. and 5-1/2 ft. sides

CAR NUMBERS: See below:

NOKL 315000	NOKL 315038	NOKL 315628	NOKL 315835	NOKL 323003
NOKL 315001	NOKL 315039	NOKL 315629	NOKL 315836	NOKL 323004
NOKL 315002	NOKL 315040	NOKL 315630	NOKL 315838	NOKL 323005
NOKL 315003	NOKL 315041	NOKL 315631	NOKL 315839	NOKL 323007
NOKL 315004	NOKL 315042	NOKL 315632	NOKL 315840	NOKL 323008
NOKL 315005	NOKL 315043	NOKL 315633	NOKL 315841	NOKL 323010
NOKL 315006	NOKL 315044	NOKL 315634	NOKL 315843	NOKL 323012
NOKL 315007	NOKL 315045	NOKL 315800	NOKL 315844	NOKL 323013
NOKL 315008	NOKL 315046	NOKL 315801	NOKL 315845	NOKL 323014
NOKL 315009	NOKL 315047	NOKL 315802	NOKL 315846	NOKL 323015
NOKL 315010	NOKL 315048	NOKL 315803	NOKL 315847	NOKL 323016
NOKL 315011	NOKL 315049	NOKL 315804	NOKL 315848	NOKL 323017
NOKL 315012	NOKL 315435	NOKL 315805	NOKL 315849	NOKL 323018
NOKL 315013	NOKL 315436	NOKL 315806	NOKL 315850	NOKL 323019
NOKL 315014	NOKL 315437	NOKL 315807	NOKL 315851	NOKL 323020
NOKL 315015	NOKL 315438	NOKL 315809	NOKL 315852	NOKL 323021
NOKL 315016	NOKL 315439	NOKL 315810	NOKL 315853	NOKL 323022
NOKL 315017	NOKL 315440	NOKL 315811	NOKL 315854	NOKL 323023
NOKL 315018	NOKL 315441	NOKL 315812	NOKL 315855	NOKL 323024
NOKL 315019	NOKL 315442	NOKL 315814	NOKL 315856	NOKL 323025
NOKL 315020	NOKL 315443	NOKL 315815	NOKL 315857	NOKL 323026
NOKL 315021	NOKL 315444	NOKL 315816	NOKL 315858	NOKL 323027
NOKL 315022	NOKL 315445	NOKL 315817	NOKL 315859	NOKL 323028
NOKL 315023	NOKL 315446	NOKL 315818	NOKL 315860	NOKL 323029
NOKL 315024	NOKL 315447	NOKL 315819	NOKL 315862	NOKL 323030
NOKL 315025	NOKL 315448	NOKL 315820	NOKL 315863	NOKL 323031
NOKL 315026	NOKL 315449	NOKL 315821	NOKL 315864	NOKL 323032
NOKL 315027	NOKL 315450	NOKL 315822	NOKL 315865	NOKL 323033
NOKL 315028	NOKL 315451	NOKL 315823	NOKL 315866	NOKL 323034
NOKL 315029	NOKL 315452	NOKL 315824	NOKL 315867	NOKL 323035
NOKL 315030	NOKL 315453	NOKL 315825	NOKL 315868	NOKL 323036
NOKL 315031	NOKL 315454	NOKL 315827	NOKL 315870	NOKL 323037
NOKL 315032	NOKL 315602	NOKL 315828	NOKL 315871	NOKL 323038
NOKL 315033	NOKL 315603	NOKL 315829	NOKL 315872	NOKL 323050
NOKL 315034	NOKL 315624	NOKL 315830	NOKL 315873	NOKL 323051
NOKL 315035	NOKL 315625	NOKL 315831	NOKL 315874	NOKL 323052
NOKL 315036	NOKL 315626	NOKL 315832	NOKL 323000	NOKL 323053
NOKL 315037	NOKL 315627	NOKL 315834	NOKL 323001	NOKL 323054

NOKL 323055	NOKL 323072	NOKL 323102	NOKL 323131	NOKL 323146
NOKL 323058	NOKL 323073	NOKL 323103	NOKL 323132	NOKL 323147
NOKL 323059	NOKL 323074	NOKL 323104	NOKL 323133	NOKL 323148
NOKL 323060	NOKL 323075	NOKL 323105	NOKL 323134	NOKL 323149
NOKL 323061	NOKL 323076	NOKL 323106	NOKL 323135	NOKL 323150
NOKL 323062	NOKL 323077	NOKL 323107	NOKL 323136	NOKL 323151
NOKL 323063	NOKL 323078	NOKL 323108	NOKL 323137	NOKL 323152
NOKL 323064	NOKL 323079	NOKL 323109	NOKL 323138	NOKL 323153
NOKL 323065	NOKL 323080	NOKL 323110	NOKL 323139	NOKL 323154
NOKL 323066	NOKL 323089	NOKL 323113	NOKL 323140	NOKL 323155
NOKL 323067	NOKL 323097	NOKL 323120	NOKL 323141	Count: 260
NOKL 323068	NOKL 323098	NOKL 323126	NOKL 323142	
NOKL 323069	NOKL 323099	NOKL 323127	NOKL 323143	
NOKL 323070	NOKL 323100	NOKL 323129	NOKL 323144	
NOKL 323071	NOKL 323101	NOKL 323130	NOKL 323145	

EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION

RIDER NO. 2

NUMBER OF CARS: Seventy-five (75)

DESCRIPTION OF CARS: Gondola Cars

CAR NUMBERS: See below:

NOKL	320201	NOKL	320262
NOKL	320202	NOKL	320263
NOKL	320205	NOKL	320264
NOKL	320209	NOKL	320266
NOKL	320212	NOKL	320268
NOKL	320214	NOKL	320270
NOKL	320216	NOKL	320271
NOKL	320221	NOKL	320272
NOKL	320222	NOKL	320274
NOKL	320223	NOKL	320275
NOKL	320225	NOKL	320276
NOKL	320226	NOKL	320277
NOKL	320228	NOKL	320280
NOKL	320229	NOKL	320281
NOKL	320231	NOKL	320282
NOKL	320233	NOKL	320283
NOKL	320234	NOKL	320284
NOKL	320236	NOKL	320286
NOKL	320237	NOKL	320288
NOKL	320239	NOKL	320289
NOKL	320240	NOKL	320291
NOKL	320241	NOKL	320292
NOKL	320243	NOKL	320293
NOKL	320245	NOKL	320294
NOKL	320246	NOKL	320295
NOKL	320247	NOKL	320296
NOKL	320248	NOKL	320297
NOKL	320249	NOKL	320298
NOKL	320250	NOKL	320299
NOKL	320251	NOKL	322126
NOKL	320252	NOKL	322133
NOKL	320253	NOKL	322145
NOKL	320254	NOKL	322146
NOKL	320255	NOKL	322178
NOKL	320256	NOKL	322185
NOKL	320257	NOKL	322204
NOKL	320260	NOKL	322217
NOKL	320261	Count:	75

EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION

RIDER NO. 4

NUMBER OF CARS: Three hundred sixty-two (362)

DESCRIPTION OF CARS: 52'6" gondola cars with 5-ft. and 5-1/2 ft. sides and total weight on rail of 268,000 and 286,000 lbs.

CAR NUMBERS: Page 1 of 2

NDYX	316001	NOKL	315018	NOKL	315448	NOKL	315828	NOKL	320209
NDYX	316006	NOKL	315019	NOKL	315449	NOKL	315829	NOKL	320212
NDYX	316011	NOKL	315020	NOKL	315450	NOKL	315830	NOKL	320214
NDYX	316017	NOKL	315021	NOKL	315451	NOKL	315831	NOKL	320216
NDYX	316021	NOKL	315022	NOKL	315452	NOKL	315832	NOKL	320221
NDYX	316027	NOKL	315023	NOKL	315453	NOKL	315834	NOKL	320222
NDYX	316028	NOKL	315024	NOKL	315454	NOKL	315835	NOKL	320223
NDYX	316032	NOKL	315025	NOKL	315602	NOKL	315836	NOKL	320225
NDYX	316035	NOKL	315026	NOKL	315603	NOKL	315838	NOKL	320226
NDYX	316040	NOKL	315027	NOKL	315624	NOKL	315839	NOKL	320228
NDYX	316041	NOKL	315028	NOKL	315625	NOKL	315840	NOKL	320229
NDYX	316042	NOKL	315029	NOKL	315626	NOKL	315841	NOKL	320231
NDYX	316043	NOKL	315030	NOKL	315627	NOKL	315843	NOKL	320233
NDYX	316046	NOKL	315031	NOKL	315628	NOKL	315844	NOKL	320234
NDYX	316061	NOKL	315032	NOKL	315629	NOKL	315845	NOKL	320236
NDYX	316066	NOKL	315033	NOKL	315630	NOKL	315846	NOKL	320237
NDYX	316070	NOKL	315034	NOKL	315631	NOKL	315847	NOKL	320239
NDYX	316071	NOKL	315035	NOKL	315632	NOKL	315848	NOKL	320240
NDYX	316073	NOKL	315036	NOKL	315633	NOKL	315849	NOKL	320241
NDYX	316077	NOKL	315037	NOKL	315634	NOKL	315850	NOKL	320243
NDYX	316084	NOKL	315038	NOKL	315800	NOKL	315851	NOKL	320245
NDYX	316091	NOKL	315039	NOKL	315801	NOKL	315852	NOKL	320246
NDYX	316094	NOKL	315040	NOKL	315802	NOKL	315853	NOKL	320247
NDYX	316097	NOKL	315041	NOKL	315803	NOKL	315854	NOKL	320248
NDYX	316100	NOKL	315042	NOKL	315804	NOKL	315855	NOKL	320249
NDYX	316101	NOKL	315043	NOKL	315805	NOKL	315856	NOKL	320250
NDYX	316102	NOKL	315044	NOKL	315806	NOKL	315857	NOKL	320251
NOKL	315000	NOKL	315045	NOKL	315807	NOKL	315858	NOKL	320252
NOKL	315001	NOKL	315046	NOKL	315809	NOKL	315859	NOKL	320253
NOKL	315002	NOKL	315047	NOKL	315810	NOKL	315860	NOKL	320254
NOKL	315003	NOKL	315048	NOKL	315811	NOKL	315862	NOKL	320255
NOKL	315004	NOKL	315049	NOKL	315812	NOKL	315863	NOKL	320256
NOKL	315005	NOKL	315435	NOKL	315814	NOKL	315864	NOKL	320257
NOKL	315006	NOKL	315436	NOKL	315815	NOKL	315865	NOKL	320260
NOKL	315007	NOKL	315437	NOKL	315816	NOKL	315866	NOKL	320261
NOKL	315008	NOKL	315438	NOKL	315817	NOKL	315867	NOKL	320262
NOKL	315009	NOKL	315439	NOKL	315818	NOKL	315868	NOKL	320263
NOKL	315010	NOKL	315440	NOKL	315819	NOKL	315870	NOKL	320264
NOKL	315011	NOKL	315441	NOKL	315820	NOKL	315871	NOKL	320266
NOKL	315012	NOKL	315442	NOKL	315821	NOKL	315872	NOKL	320268
NOKL	315013	NOKL	315443	NOKL	315822	NOKL	315873	NOKL	320270
NOKL	315014	NOKL	315444	NOKL	315823	NOKL	315874	NOKL	320271
NOKL	315015	NOKL	315445	NOKL	315824	NOKL	320201	NOKL	320272
NOKL	315016	NOKL	315446	NOKL	315825	NOKL	320202	NOKL	320274
NOKL	315017	NOKL	315447	NOKL	315827	NOKL	320205	NOKL	320275

NOKL	320276	NOKL	323001	NOKL	323033	NOKL	323074	NOKL	323131
NOKL	320277	NOKL	323003	NOKL	323034	NOKL	323075	NOKL	323132
NOKL	320280	NOKL	323004	NOKL	323035	NOKL	323076	NOKL	323133
NOKL	320281	NOKL	323005	NOKL	323036	NOKL	323077	NOKL	323134
NOKL	320282	NOKL	323007	NOKL	323037	NOKL	323078	NOKL	323135
NOKL	320283	NOKL	323008	NOKL	323038	NOKL	323079	NOKL	323136
NOKL	320284	NOKL	323010	NOKL	323050	NOKL	323080	NOKL	323137
NOKL	320286	NOKL	323012	NOKL	323051	NOKL	323089	NOKL	323138
NOKL	320288	NOKL	323013	NOKL	323052	NOKL	323097	NOKL	323139
NOKL	320289	NOKL	323014	NOKL	323053	NOKL	323098	NOKL	323140
NOKL	320291	NOKL	323015	NOKL	323054	NOKL	323099	NOKL	323141
NOKL	320292	NOKL	323016	NOKL	323055	NOKL	323100	NOKL	323142
NOKL	320293	NOKL	323017	NOKL	323058	NOKL	323101	NOKL	323143
NOKL	320294	NOKL	323018	NOKL	323059	NOKL	323102	NOKL	323144
NOKL	320295	NOKL	323019	NOKL	323060	NOKL	323103	NOKL	323145
NOKL	320296	NOKL	323020	NOKL	323061	NOKL	323104	NOKL	323146
NOKL	320297	NOKL	323021	NOKL	323062	NOKL	323105	NOKL	323147
NOKL	320298	NOKL	323022	NOKL	323063	NOKL	323106	NOKL	323148
NOKL	320299	NOKL	323023	NOKL	323064	NOKL	323107	NOKL	323149
NOKL	322126	NOKL	323024	NOKL	323065	NOKL	323108	NOKL	323150
NOKL	322133	NOKL	323025	NOKL	323066	NOKL	323109	NOKL	323151
NOKL	322145	NOKL	323026	NOKL	323067	NOKL	323110	NOKL	323152
NOKL	322146	NOKL	323027	NOKL	323068	NOKL	323113	NOKL	323153
NOKL	322178	NOKL	323028	NOKL	323069	NOKL	323120	NOKL	323154
NOKL	322185	NOKL	323029	NOKL	323070	NOKL	323126	NOKL	323155
NOKL	322204	NOKL	323030	NOKL	323071	NOKL	323127		
NOKL	322217	NOKL	323031	NOKL	323072	NOKL	323129		
NOKL	323000	NOKL	323032	NOKL	323073	NOKL	323130		