RECORDATION NO. 24600-E FILED
February 04, 2015 02:45 PM
SURFACE TRANSPORTATION BOARD

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February 4, 2015

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 Partial Lease Termination, dated as of February 2, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 24600-A.

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

Lessor: The Fifth Third Leasing Company (as successor in interest to SunTrust Leasing Corporation)
38 Fountain Square Plaza
Cincinnati, Ohio 45263

[Lessee: Oglethorpe Power Corporation
2100 East Exchange Place
Tucker, GA 30085]

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

1 railcar RELEASED: RWSX 23200.

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

Partial 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 stamped copies of the enclosed document to the undersigned.

Very truly yours,

for

Edward M. Luria

EML/cem
Enclosures

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PARTIAL LEASE TERMINATION

THIS PARTIAL LEASE TERMINATION AGREEMENT is made as of February 2, 2015 by FIFTH THIRD EQUIPMENT FINANCE COMPANY, f/k/a The Fifth Third Leasing Company, as successor in interest to Sun Trust Leasing Corporation, ("Lessor").

WHEREAS Lessor entered into that certain Railcar Lease Agreement, dated as of September 23, 2003 (the "Lease Agreement"), between Lessor and OGLETHORPE POWER CORP. ("Lessee");

WHEREAS, Lessor and Lessee entered into Schedule No. 02 dated as of September 23, 2003 covering those various railcars;

WHEREAS, a Memorandum of Lease Agreement was duly filed and recorded as Recordation No. 24600-A, recorded at 2:02 p.m. on September 23, 2003, with the Surface Transportation Board;

WHEREAS, a Memorandum of Assignment of Lease was duly filed and recorded as Recordation No. 24600-C, recorded at 10:15 a.m. on February 23, 2010, with the Surface Transportation Board;

NOW, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Lessor does hereby release all of its right, title and interest in and to the railcars described on Exhibit A attached hereto.

FIFTH THIRD EQUIPMENT FINANCE COMPANY

By: _____

Name: Thomas P Dwyer

Title: VP

STATE OF OHIO)
) ss.
COUNTY OF HAMILTON)

On this 4 day of Feb, 2015, before me appeared Thomas P Dwyer, to me personally known, who, being duly sworn did say that he is the VP of Fifth Third Equipment Finance, and that said instrument was signed on behalf said corporation by authority of its board of directors and said He acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Paula D. McQueen
NOTARY PUBLIC

NOTARY PUBLIC STATE OF OHIO

My Commission Expires:

PAULA D. McQUEEN
Notary Public, State of Ohio
My Commission Expires
October 21, 2018

Exhibit A
TO PARTIAL RELEASE OF SECURITY INTEREST

Description of Equipment

One (1) RWSX 23200

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: February 4, 2015

Edward M Luria

Edward M. Luria