

August 1, 2014

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
c/o First Union Rail Corporation  
6250 River Road, Suite 5000  
Rosemont, IL 60018  
Attn: Kathy Dombrowski

Re: TTX Company  
Termination of Lease  
Termination and Release Agreement

Dear Section Chief:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two copies of the Termination of Lease, dated as of August 1, 2014, between Siemens Financial Services, Inc., successor to Citicorp Railmark, Inc. as owner and lessor (the "*Lessor*"), and TTX COMPANY, as lessee (the "*Lessee*").

Please note that the enclosed document relates to the lease agreement described in the Memorandum of Lease of Railroad Equipment previously filed under Recordation Number 25444.

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

Lessee: TTX Company  
101 North Wacker Drive  
Chicago, Illinois 60606

Lessor: Siemens Financial Services, Inc. (successor to Citicorp Railmark,  
Inc.)  
170 Wood Avenue South  
Iselin, New Jersey 08830

A description of the equipment covered as of the date hereof by the aforesaid memorandum is:

# Chapman and Cutler LLP

The 708 Railcars as more specifically described in Exhibit A attached hereto.

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

Termination of Lease.

A fee of forty-one dollars (\$41.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Ed Luria, Esq.  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, DC 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned at (312) 845-2977.

Sincerely,

CHAPMAN AND CUTLER LLP

By August J. Francis  
August J. Francis

AJF/CCC  
Enclosures

**EXHIBIT A  
RAILCARS**

PURCHASED RAILCARS

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
<u>50' 6" 70-ton capacity general service boxcar with 16' combination doors - ABOX</u>	FMC Corporation	52212 - 52214 52216 - 52217 52219 - 52253 52255 - 52256 52258 - 52260 52262 - 52264 52267 - 52271 52273 - 52280 52282 - 52291 52293 - 52297 52299 - 52306 52308 - 52327 52329 - 52357 52359 - 52368 52371 - 52372 52374 - 52382 52384 - 52395 52397 52399 - 52423 52425 - 52427 52429 - 52438 52440 - 52449	215
<u>50' 6" 70-ton capacity general service boxcar with 10' doors - RBOX</u>	PACCAR, Inc.	34670 - 34681 34683 - 34707 34709 - 34750 34753 - 34763 34765 - 34779	301

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
		34781 - 34791	
		34793 - 34806	
		34808 - 34811	
		34813 - 34819	
		34821 - 34826	
		34828 - 34838	
		34840	
		34842 - 34853	
		34855 - 34859	
		34861 - 34869	
		34872 - 34884	
		34886 - 34905	
		34907 - 34915	
		34917 - 34929	
		34931 - 34936	
		34938 - 34940	
		34943 - 34968	
		34970 - 34977	
		34979 - 34985	
		34987 - 34995	
		34998 - 34999	
<u>50' 6" 70-ton capacity general service boxcar with 10' doors - RBOX</u>	Pullman Standard		192
		32108	
		32110 - 32112	
		32114 - 32115	
		32117	
		32119 - 32121	
		32123 - 32136	
		32138 - 32182	
		32185 - 32189	
		32191 - 32198	
		32200 - 32213	
		32215 - 32221	

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
		32223 - 32230	
		32232 - 32238	
		32240	
		32242 - 32243	
		32245 - 32249	
		32850 - 32851	
		32853	
		32855 - 32866	
		32868 - 32875	
		32877 - 32911	
		32914 - 32917	
		33544 - 33546	
		33553	
TOTAL			<u>708</u>

CASUALTIED RAILCARS

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
<u>50' 6" 70-ton capacity general service boxcar with 16' combination doors - ABOX</u>	FMC Corporation	52210	25
		52211	
		52215	
		52218	
		52254	
		52257	
		52261	
		52265	
		52266	
		52272	
		52281	
		52292	
		52298	
		52307	
		52328	
		52358	
		52369	
		52370	
		52373	
		52383	
		52396	
		52398	
		52424	
		52428	
		52439	
<u>50' 6" 70-ton capacity general service boxcar with 10' doors - RBOX</u>	PACCAR, Inc.		29
		34682	
		34708	
		34751	
		34752	

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
		34764	
		34780	
		34792	
		34807	
		34812	
		34820	
		34827	
		34839	
		34841	
		34854	
		34860	
		34870	
		34871	
		34885	
		34906	
		34916	
		34930	
		34937	
		34941	
		34942	
		34969	
		34978	
		34986	
		34996	
		34997	
<u>50' 6" 70-ton capacity general service boxcar with 10' doors - RBOX</u>	Pullman Standard		23
		32109	
		32113	
		32116	
		32118	
		32122	
		32137	
		32183	

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
		32184	
		32190	
		32199	
		32214	
		32222	
		32231	
		32239	
		32241	
		32244	
		32852	
		32854	
		32867	
		32876	
		32912	
		32913	
		33554	
TOTAL			<u>77</u>

**TERMINATION OF LEASE  
(STB)**

THIS TERMINATION OF LEASE is made and entered into as of August 1, 2014 by and between Siemens Financial Services, Inc., successor to Citicorp Railmark, Inc. as owner and lessor, as Owner ("*Lessor*"), and TTX COMPANY, as Lessee ("*Lessee*").

1. Lessor has leased to Lessee certain railroad equipment pursuant to the Lease of Railroad Equipment (BL 11B) dated as of July 1, 2004 (together, as amended, modified or supplemented, the "*Lease*"), which Lease is described in the Memorandum of Lease of Railroad Equipment dated as of July 1, 2004, a copy of which was filed with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. Section 11303 on February 8, 2004 under Recordation Number 25444.

2. The Lease is terminated effective as of the date hereof and Lessor hereby releases all of its right, title and interest in and to the railroad equipment set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

SIEMENS FINANCIAL SERVICES, INC., as Lessor

By:   
Name: Joseph Alvarez  
Title: Siemens Financial Services  
Vice President  
Portfolio Management

By:   
Name: Doug Mahler  
Title: CEO

STATE OF [NEW JERSEY]            )  
                                                  )    SS.:  
COUNTY OF [MIDDLESEX]        )

On this, the 28<sup>th</sup> day of July, 2014, before me, a Notary Public in and for said County and State, personally appeared Joseph Alvarez and Doug Maher, who being by me duly sworn, says that he is a Vice President and Chief Risk Officer, respectively, of SIEMENS FINANCIAL SERVICES, INC., that said instrument was signed on July 28, 2014 on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

  
\_\_\_\_\_  
Name: **TENA M. SCOTT**  
Notary Public **NOTARY PUBLIC OF NEW JERSEY**  
My Commission Expires: **I.D. # 2446812**  
Residing in \_\_\_\_\_ **My Commission Expires 6/3/2019**  
**(Seal)**

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RAILCARS**

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<u>50' 6" 70-ton capacity general service boxcar with 16' combination doors - ABOX</u>	FMC Corporation	52212 - 52214	215
		52216 - 52217	
		52219 - 52253	
		52255 - 52256	
		52258 - 52260	
		52262 - 52264	
		52267 - 52271	
		52273 - 52280	
		52282 - 52291	
		52293 - 52297	
		52299 - 52306	
		52308 - 52327	
		52329 - 52357	
		52359 - 52368	
		52371 - 52372	
		52374 - 52382	
		52384 - 52395	
		52397	
		52399 - 52423	
		52425 - 52427	
52429 - 52438			
52440 - 52449			
<u>50' 6" 70-ton capacity general service boxcar with 10' doors - RBOX</u>	PACCAR, Inc.	34670 - 34681	301
		34683 - 34707	
		34709 - 34750	
		34753 - 34763	
		34765 - 34779	

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
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		34813 - 34819	
		34821 - 34826	
		34828 - 34838	
		34840	
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		34931 - 34936	
		34938 - 34940	
		34943 - 34968	
		34970 - 34977	
		34979 - 34985	
		34987 - 34995	
		34998 - 34999	
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		32117	
		32119 - 32121	
		32123 - 32136	
		32138 - 32182	
		32185 - 32189	
		32191 - 32198	
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		32240	
		32242 - 32243	
		32245 - 32249	
		32850 - 32851	
		32853	
		32855 - 32866	
		32868 - 32875	
		32877 - 32911	
		32914 - 32917	
		33544 - 33546	
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		52369	
		52370	
		52373	
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		52398	
		52424	
		52428	
		52439	
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		34708	
		34751	

<u>EQUIPMENT TYPE</u>	<u>BUILDER</u>	<u>CAR NUMBERS</u>	<u>NUMBER OF CARS</u>
		34752	
		34764	
		34780	
		34792	
		34807	
		34812	
		34820	
		34827	
		34839	
		34841	
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		32184	
		32190	
		32199	
		32214	
		32222	
		32231	
		32239	
		32241	
		32244	
		32852	
		32854	
		32867	
		32876	
		32912	
		32913	
		33554	
TOTAL			<u>77</u>

**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: August 1, 2014

*Edward M. Luria*

\_\_\_\_\_  
Edward M. Luria