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

June 19, 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 Termination of Security Interest, dated as of June 19, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Note Security Agreement previously filed with the Board under Recordation Number 30010-E.

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

2011 Senior Notes
Agent: U.S. Bank National Association
60 Livingston Avenue
St. Paul, MN 55107

Section Chief
June 19, 2014
Page 2

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

598 covered hopper railcars: GNWR 5000 – GNWR 5135, GNWR 5137 – GNWR 5159 and GNWR 5161 – GNWR 5599

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

Termination of Security Interest.

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

TERMINATION OF SECURITY INTEREST

This TERMINATION OF SECURITY INTEREST (herein called **Termination**) is made as of June 19, 2014, by U.S. BANK NATIONAL ASSOCIATION, in its capacity as trustee and collateral agent under the 2011 Senior Notes Documents referred to below (together with its successors and assigns in such capacities, herein called **2011 Senior Notes Agent**), for the benefit of AMERICAN ROCK SALT COMPANY LLC (herein called **Company**) and RAILCAR AMROCK LLC (herein called **Railcar Newco**).

WHEREAS, the 2011 Senior Notes Agent, the Company and Railcar Newco were parties to a Security Agreement dated as of April 25, 2011, as supplemented by a Note Security Agreement Supplement dated as of December 2, 2011 (as so amended, herein called the **Security Agreement**), pursuant to which Railcar Newco and the Company granted to the 2011 Senior Notes Agent a security interest in certain property then owned or thereafter acquired by the Company and by Railcar Newco, including without limitation, 598 covered hopper railcars bearing road numbers GNWR 5000 – GNWR 5135, GNWR 5137 – GNWR 5159 and GNWR 5161 – GNWR 5599 (collectively herein called the **Equipment**).

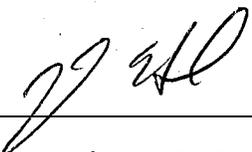
WHEREAS, to evidence the security interest that the Company and Railcar Newco had granted to the 2011 Senior Notes Agent pursuant to the Security Agreement, including without limitation in the Equipment, there is recorded with the Surface Transportation Board a certain Memorandum of Note Security Agreement dated as of December 2, 2011 under Recordation Number 30010-E filed on December 2, 2011 at 4:30 pm.

TERMINATION OF SECURITY INTEREST

IN WITNESS WHEREOF, the 2011 Senior Notes Agent's security interest in the Equipment and other collateral arising pursuant to the Security Agreement shall be and is hereby terminated upon the filing of this Termination with the Surface Transportation Board and all of the 2011 Senior Notes Agent's right, title and interest in the Equipment and the other collateral described in the Security Agreement shall be and have become null and void. Accordingly, the 2011 Senior Notes Agent has caused this Termination to be executed by its officer thereunto duly authorized, as of the date first above written.

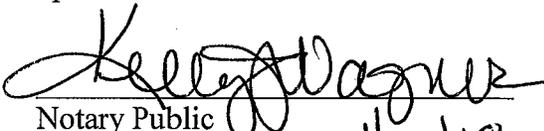
The next page is the signature page.

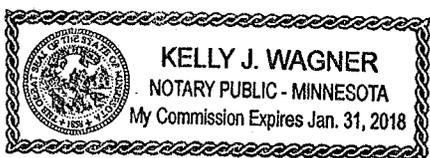
U.S. BANK NATIONAL ASSOCIATION,
in its capacity as the 2011 Senior Notes Agent

By: 
Name: _____
Title: **Joshua A. Hahn**
Vice President

STATE OF Minnesota
COUNTY OF Dakota

In St. Paul, MN, on the 17th day of June, 2014, before me personally appeared Joshua A. Hahn, a Vice President of U.S. Bank National Association to me known and known by me to be the person executing the foregoing instrument on behalf of said corporation, and he/she acknowledged said instrument by him/her executed to be his/her free act and deed and the free act and deed of said corporation.


Notary Public
My commission expires: 11/31/18
[Notarial Seal]



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: June 19, 2014

Edward M Luria

Edward M. Luria