



RECORDATION NO. 29640-B FILED  
August 21, 2015 12:15 PM  
SURFACE TRANSPORTATION BOARD

Mitsui Rail Capital, LLC  
71 South Wacker Drive  
Suite 1800  
Chicago, Illinois 60606

Main (312) 803-8880  
Fax (312) 803-8890

August 21, 2015

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Termination of Lease dated February 28, 2015 between the following parties:

Lessor: Mitsui Rail Capital, LLC  
71 S. Wacker Drive, Suite 1800  
Chicago, IL 60606

Lessee: Tennessee Valley Authority  
1101 Market Street  
Chattanooga, TN 37402

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 29640.

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

All railcars covered by the Memorandum of Lease Agreement on file under Recordation Number 29640 are RELEASED.

This filing is to appear in the index as follows: Memorandum of Termination of Lease.

Please file this as a secondary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$43.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

*/s/ Christine Peterson*

Christine Peterson  
Manager, Contract Administration

Enclosure

**MEMORANDUM OF TERMINATION OF LEASE**

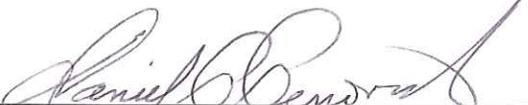
**Memorandum of Termination of Lease** dated as of February 28, 2015 by Mitsui Rail Capital, LLC, a Delaware limited liability company ("**Lessor**").

WITNESSETH:

1. Lessor and Tennessee Valley Authority (the "**Lessee**") are parties to that certain Lease Agreement (the "**Lease Agreement**"), dated August 16, 2005, and Schedule No. 8 thereto dated as of December 1, 2010 (the "**Schedule**"), whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars described in such Schedule. (The Schedule, incorporating the terms of the Lease Agreement, is herein referred to as the "**Lease**.")
2. Notice of the Lease has been put of record by the filing of a Memorandum of Lease Agreement dated as of December 1, 2010 with the Surface Transportation Board on February 9, 2011 under Recordation Number 29640.
3. The Lease has been terminated.

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

**MITSUI RAIL CAPITAL, LLC**

By:   
Name: Daniel P. Penovich  
Title: President

STATE OF ILLINOIS

COUNTY OF COOK

On this 18<sup>th</sup> day of August, 2015, before me personally appeared Daniel P. Penovich, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was his free act and deed.

  
NOTARY PUBLIC

My commission expires: 7/26/16

