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February 4, 2016

001889-0047

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

Dear Section Chief,

Please find enclosed for recordation with the Surface Transportation Board pursuant to the provisions of 49 U.S. Code Section 11301 the following document:

- Partial Release and Termination of Lease dated as of February 1, 2016.

The enclosed document relates to the Memorandum of Lease Agreement being filed with the Board under STB Recordation No. 26163. Therefore, please file the enclosed Partial Release and Termination of Lease as a secondary document to STB Recordation No. 26163.

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

Lessor: MHBK (USA) Leasing & Finance LLC, a New York limited liability company (successor by merger to MHCB (USA) Leasing & Finance Corporation)
1251 Avenue of the Americas
New York, NY 10020

Lessee: Oklahoma Gas and Electric Company
321 North Harvey Street
Oklahoma City, OK 73102

Equipment: One (1) Coalporter Railcar - OGEX 2506

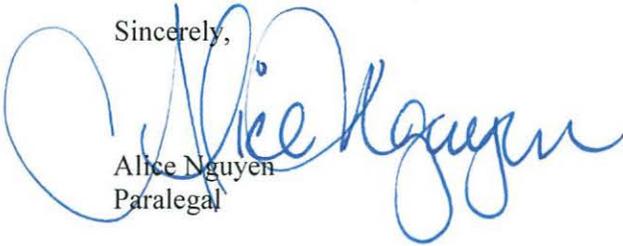
All filing fees should be charged as stated in the enclosed Payment Form. **Please provide an e-mail confirmation of receipt of this filing.**

After filing the Partial Release and Termination of Lease, kindly return stamped copies of same to the undersigned by e-mail to anguyen@porterhedges.com.

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
February 4, 2016
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Thank you in advance for your assistance with this matter and if you need any further information, please feel free to contact me by telephone to 713.226.6518.

Sincerely,

A handwritten signature in blue ink, appearing to read "Alice Nguyen". The signature is fluid and cursive, with a large initial "A" and "N".

Alice Nguyen
Paralegal

PARTIAL RELEASE AND TERMINATION OF LEASE

By this Partial Release and Termination of Lease (the "*Partial Release*"), dated as of February 1, 2016, MHBK (USA) LEASING & FINANCE LLC, a New York limited liability company, as lessor (and successor by merger to MHCBS (USA) Leasing & Finance Corporation, "*MHBK*"), and Oklahoma Gas and Electric Company ("*OGE*"), as lessee, do agree as follows.

A. A Memorandum of Lease Agreement dated as of February 1, 2006 between MHBK, as lessor, and OGE, as lessee, was recorded at the Surface Transportation Board on February 1, 2006 under Recordation No. 26163, as amended by that certain Memorandum of First Amendment to Lease Agreement dated April 17, 2008, and recorded at the Surface Transportation Board on April 17, 2008 under Recordation No. 26163-D, as further amended by that certain Memorandum of Second Amendment to Lease Agreement dated December 15, 2010 and recorded at the Surface Transportation Board on January 28, 2011, under Recordation No. 26163-E, and as further amended by that certain Memorandum of Third Amendment to Lease Agreement dated December 17, 2015 and to be recorded at the Surface Transportation Board on or about February 1, 2016 (collectively, the "*Lease*") for 1,383 coalporter cars numbered OGEX 2001-3585, inclusive (excluding cars numbered OGEX 2003, 2007, 2013, 2016, 2024, 2025, 2030, 2042, 2054, 2081, 2085, 2099, 2109, 2116, 2150, 2153, 2161, 2164, 2165, 2167, 2169, 2178, 2180, 2183, 2198, 2215, 2219, 2221, 2226, 2245, 2254, 2257, 2258, 2269, 2299, 2253, 2303, 2307, 2319, 2335, 2336, 2345, 2346, 2363, 2364, 2366, 2385, 2394, 2399, 2405, 2406, 2412, 2422, 2426, 2433, 2434, 2435, 2446, 2462, 2469, 2471, 2478, 2480, 2489, 2490, 2492, 2496, 2503, 2504, 2510, 2512, 2517, 2523, 2528, 2535, 2537, 2558, 2597, 2564, 2581, 2592, 2593, 2606, 2614, 2622, 2625, 2647, 2650, 2656, 2667, 2694, 2703, 2718, 2732, 2737, 2773, 2774, 2786, 2800, 2802, 2805, 2807, 2809, 2814, 2836, 2837, 2843, 2865, 2871, 2876, 2880, 2883, 2893, 2894, 2897, 2908, 2910, 2913, 2938, 2945, 2950, 2953, 2961, 2967, 2968, 2977, 2978, 2981, 2986, 2993, 3027, 3033, 3034, 3054, 3066, 3068, 3070, 3088, 3089, 3091, 3122, 3123, 3125, 3146, 3160, 3174, 3175, 3178, 3187, 3194, 3195, 3198, 3199, 3207, 3225, 3232, 3239, 3240, 3241, 3250, 3257, 3258, 3259, 3261, 3270, 3277, 3284, 3290, 3291, 3307, 3310, 3314, 3318, 3325, 3327, 3329, 3332, 3343, 3351, 3352, 3355, 3360, 3366, 3384, 3389, 3398, 3403, 3409, 3411, 3420, 3425, 3432, 3464, 3475, 3485, 3492, 3493, 3520, 3548, 3562, 3570, and 3579).

B. OGE desires to remove 1 coalporter car numbered OGEX 2506 from under the Lease (the "*Specified Car*").

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. MHBK and OGE do hereby acknowledge and confirm for the public record:

(a) that all sums due with respect to the Specified Car have been fully discharged and satisfied; and

(b) the satisfaction and release of their interests to the Specified Car under the Lease.

2. This Partial Release does not apply to the Equipment and provisions of the Lease stated to survive such termination.

3. This Partial Release may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Partial Release.

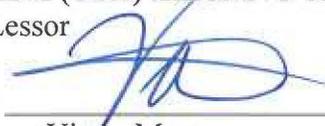
[Signatures appear on the following pages]

IN WITNESS WHEREOF, the parties hereto have executed this Partial Release on the dates set forth in the notary acknowledgements below, but this Partial Release is to be effective for all purposes as of February 1, 2016.

MHBK (USA) LEASING & FINANCE LLC

as Lessor

By: _____

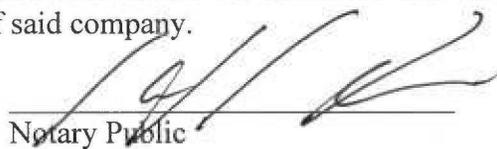


Victor Mora
President

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

On this 27 day of February 2016, before me personally appeared Victor Mora to me personally known, who being duly sworn, says that he is President of MHBK (USA) Leasing & Finance LLC, that said instrument was signed and sealed on behalf of said company and that said instrument is the free act and deed of said company.

Notary Public



My Commission expires on: _____

HIROMI HIRAYAMA
Notary Public, State of New York
No. 02H16118460
Qualified in New York County
Commission Expires November 8, 2016

