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

March 30, 2016

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 Lease (No. 46), dated as of March 30, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Memorandum of Lease and related documents previously filed with the Board under Recordation Number 21085.

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

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

Lessor: Wilmington Trust, National Association,
not in its individual capacity, but solely as
trustee of TTX Lease 46 Trust
1100 North Market Street
Wilmington, DE 19890

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

All railcars covered by the Memorandum of Lease and related documents filed under Recordation Number 21085 are TERMINATED.

Chief, Section of Administration
March 30, 2016
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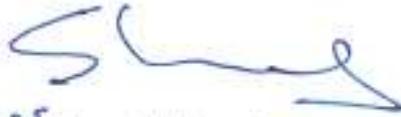
A short summary of the document to appear in the index is:

Termination of Lease (No. 46).

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,

A handwritten signature in blue ink, appearing to read "E. Luria", with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

**TERMINATION OF LEASE (No. 46)
(STB)**

THIS TERMINATION OF LEASE (No. 46) is made and entered into as of March 30, 2016 by and between WILMINGTON TRUST, NATIONAL ASSOCIATION (successor to First Omni Bank, N.A.), not in its individual capacity, but solely as trustee of TTX Lease 46 Trust, as lessor ("*Lessor*"), and TTX COMPANY, as lessee ("*Lessee*").

1. Lessor has leased to Lessee certain railroad equipment pursuant to the Lease of Railroad Equipment (No. 46), dated as of December 1, 1997 (as amended, modified or supplemented, the "*Lease*"), a copy of which (or evidence thereof) was filed with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. Section 11301 on December 19, 1997 under Recordation Number 21085.
2. The Lease covering the railroad equipment set forth on Exhibit A attached hereto is terminated effective as of the date hereof.

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.

WILMINGTON TRUST. NATIONAL ASSOCIATION,
not in its individual capacity, but solely as
trustee of TTX Lease 46 Trust, as Lessor

By: 

Name:
Title: **Mark H. Brzoska**
Vice President

TTX COMPANY, as Lessee

By: 

Name:
Title:

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.

WILMINGTON TRUST, NATIONAL ASSOCIATION,
not in its individual capacity, but solely as
trustee of TTX Lease 46 Trust, as Lessor

By: _____
Name:
Title:

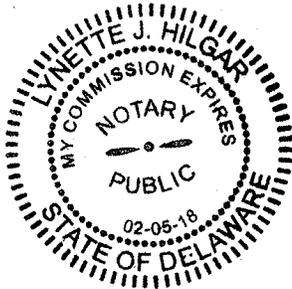
TTX COMPANY, as Lessee

By: Victoria A. Dudley
Name: Victoria A. Dudley
Title: Vice President, Chief Financial
Officer and Treasurer

STATE OF Delaware)
)
COUNTY OF New Castle) SS.:

On this, the ___ day of March, 2016, before me, a Notary Public in and for said County and State, personally appeared Mark H. Brzoska, who being by me duly sworn, says that (s)he is the Vice President of WILMINGTON TRUST, NATIONAL ASSOCIATION, that said instrument was signed on March 24, 2016 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

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



(SEAL)

[Signature]
Name: _____
Notary Public
My Commission Expires: _____
Residing in _____
Delaware

STATE OF _____)
)
COUNTY OF _____) SS.:

On this, the _____ day of March, 2016, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of TTX COMPANY, that said instrument was signed on March __, 2016 on behalf of said corporation by authority of its Board of Directors, and (s)he 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: _____
Notary Public
My Commission Expires: _____
Residing in _____

(SEAL)

STATE OF _____)
) SS.:
COUNTY OF _____)

On this, the ____ day of March, 2016, before me, a Notary Public in and for said County and State, personally appeared _____, who being by me duly sworn, says that (s)he is the _____ of WILMINGTON TRUST, NATIONAL ASSOCIATION, that said instrument was signed on March ___, 2016 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

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

Name:
Notary Public
My Commission Expires:
Residing in _____

(SEAL)

STATE OF Illinois)
) SS.:
COUNTY OF Cook)

On this, the 30th day of March, 2016, before me, a Notary Public in and for said County and State, personally appeared Victoria A. Dudley, who being by me duly sworn, says that (s)he is the V.P. & C.F.O. of TTX COMPANY, that said instrument was signed on March 30, 2016 on behalf of said corporation by authority of its Board of Directors, and (s)he 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.



(SEAL)

Eric R. Enstrom
Name: Eric R. Enstrom
Notary Public
My Commission Expires: 9/10/19
Residing in Illinois

**EXHIBIT A
LEASE NO. 46**

PURCHASED RAILCARS

TYPE A EQUIPMENT	BUILDER	CAR NUMBERS	NUMBER OF CARS
Five-unit double stack well car - DTTX	Gunderson	750101-750109	76
		750111-750115	
		750117-750126	
		750128-750136	
		750138-750151	
		750153	
		750154-750160	
		750162-750182	
			<hr/>
			156
			<hr/>
TYPE B EQUIPMENT	BUILDER	CAR NUMBERS	NUMBER OF CARS
Five-unit all-purpose spine car - TTAX	Trinity	555069-555081	29
		555205-555217	
		555220-555222	
			<hr/>
			29
			<hr/>
TYPE C EQUIPMENT	BUILDER	CAR NUMBERS	NUMBER OF CARS
Three-unit all-purpose spine car - TTAX	Trinity	355000-355001	71
		355003-355031	
		355160-355199	
Five-unit all-purpose spine car - TTAX	Trinity	555082	40
		555084-555119	
		555223-555225	
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TYPE D EQUIPMENT	BUILDER	CAR NUMBERS	NUMBER OF CARS
Five-unit double stack well car - DTTX	Gunderson	750194-750209	16
Three-unit double stack well car - DTTX	NSC	400251	24
		400255-400256	
		400260-400261	
		400265-400270	
		400272-400274	
		400276-400285	
			40
TOTAL			336

CASUALTIED RAILCARS

EQUIPMENT TYPE	BUILDER	CAR NUMBERS	NUMBER OF CARS
Five-unit double stack well car - DTTX	Gunderson	750110	6
		750116	
		750127	
		750137	
		750152	
		750161	
Three-unit double stack well car - DTTX	NSC	400196	1
Five-unit all-purpose spine car - TTAX	Trinity	555218	2
		555219	
Three-unit all-purpose spine car - TTAX	Trinity	355002	2
		355032	
Five-unit all-purpose spine car - TTAX	Trinity	555083	1
TOTAL			12

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: March 30, 2016

Edward M. Luria

Edward M. Luria