

RECORDATION NO 26887-L FILED
MARCH 18, 2014 08:00 AM
SURFACE TRANSPORTATION BOARD

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March 18, 2014

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

Re: American Honda Trust 2007-1

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination of Lease, dated as of March 17, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease and Lease Supplements previously filed with the Board under Recordation Number 26887.

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

Lessor:	Wells Fargo Bank Northwest, National Association, as Owner Trustee 299 South Main Street Salt Lake City, Utah 84111
Lessee:	American Honda Motor Co., Inc. 1919 Torrance Blvd. Torrance, California 90501-2746

Chief
Section of Administration
November 15, 2013
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A description of the railroad equipment covered by the enclosed document is:

4 Auto Max II auto hauler railcars: AOK 501669, AOK 501679, AOK 501833 and AOK 501853.

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

Partial Termination of Lease.

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

PARTIAL TERMINATION OF LEASE

THIS PARTIAL TERMINATION OF LEASE, dated as of March 17, 2014 ("Partial Termination"), is between WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, not in its individual capacity but solely as Owner Trustee (the "Lessor") and AMERICAN HONDA MOTOR CO., INC., as Lessee ("Lessee").

1. Lessee has heretofore leased from Lessor certain railroad equipment identified on Schedule 1 attached hereto (the "Equipment"), as indicated under Lease Supplement No. 1 dated as of March 29, 2007, Lease Supplement No. 2 dated as of June 28, 2007 and Lease Supplement No. 3 dated as of October 30, 2007 to that certain Equipment Lease Agreement (American Honda Trust 2007-1), dated as of March 29, 2007 (collectively, the "Lease"), evidence of which was filed with the Surface Transportation Board (the "STB") and the Registrar General of Canada, on such dates, and with respect to the STB, with such recordation numbers, as set forth on Schedule 2 hereto.

Capitalized terms used herein without definition shall have the meanings given such terms in the Lease.

2. Lessee provided notice that the Equipment has suffered an Event of Loss and in connection therewith Lessee has elected to make the payments required by Section 11.2(ii) of the Lease. The Lease is terminated effective as of the date hereof solely with respect to the Equipment.

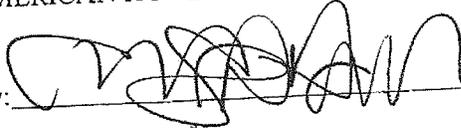
3. This Partial Termination shall neither impair nor terminate the rights and obligations of the parties under the Lease which expressly survive this termination.

4. This Partial Termination may be executed by the parties hereto in separate counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute one and the same instrument.

[The remainder of this page has been intentionally left blank]

IN WITNESS WHEREOF, the undersigned has caused this Partial Termination of Lease to be executed as of the first date herein above written.

AMERICAN HONDA MOTOR CO., INC.

By: 

Name: Charles A. Harmon

Title: Senior Manager,

Corporate Procurement

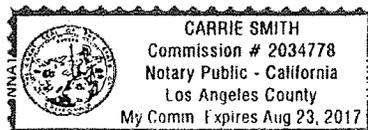
STATE OF CALIFORNIA)
) ss:
COUNTY OF LOS ANGELES)

The foregoing Partial Termination of Lease was acknowledged before me, the undersigned Notary Public, in the County of Los Angeles this 5th day of March, 2014 by Charles A. Harmon, as Senior Manager, Corporate Procurement of American Honda Motor Co., Inc.


Notary Public

My commission expires: August 23, 2017

[Notarial Seal]



Schedule 1

**EQUIPMENT DESCRIPTION
(Group A Equipment)**

Type of Railcar: Auto-Max II two-unit (Bi-Level or Tri-Level configured) auto hauler rail cars with 70-ton end trucks and 70-ton intermediate trucks

Quantity: One (1)

Car Marks: AOK501669

(Group B Equipment)

Type of Railcar: Auto-Max II two-unit (Bi-Level or Tri-Level configured) auto hauler rail cars with 70-ton end trucks and 70-ton intermediate trucks

Quantity: One (1)

Car Marks: AOK501679

(Group C Equipment)

Type of Railcar: Auto-Max II two-unit (Bi-Level or Tri-Level configured) auto hauler rail cars with 70-ton end trucks and 70-ton intermediate trucks

Quantity: Two (2)

Car Marks: AOK501833 and AOK501853

Schedule 2

EVIDENCE OF FILING

A Memorandum of Equipment Lease Agreement and Lease Supplement No. 1 was filed with (i) the Surface Transportation Board on March 29, 2007 at 8:00 a.m. under recordation number 26887, and (ii) the Registrar General of Canada on March 29, 2007 at 10:21 a.m with respect to Railcar AOK501669 (Group A Equipment).

A Memorandum of Equipment Lease Agreement and Lease Supplement No. 2 was filed with (i) the Surface Transportation Board on June 28, 2007 at 8:00 a.m. under recordation number 26887-B, and (ii) the Registrar General of Canada on June 28, 2007 at 10:57 a.m. with respect to Railcar AOK501679 (Group B Equipment).

A Memorandum of Equipment Lease Agreement and Lease Supplement No. 3 was filed with (i) the Surface Transportation Board on October 30, 2007 at 8:00 a.m. under recordation number 26887-D, and (ii) the Registrar General of Canada on October 30, 2007 at 10:17 a.m. with respect to Railcars AOK501833 and AOK501853 (Group C Equipment).

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 18, 2014

Edward M Luria

Edward M. Luria