



Wells Fargo Rail  
9377 W. Higgins Rd.  
Suite 600  
Rosemont, IL 60018

wellsfargo.com

October 26, 2016

RECORDATION NO. 24251-Z  
FILED OCTOBER 26, 2016 11:19 AM  
SURFACE TRANSPORTATION BOARD

Chief Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Partial Termination of Lease**

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) please find one (1) originally executed Memorandum of Partial Termination of Lease dated October 26, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memoranda of Lease evidencing such Equipment duly filed with the Surface Transportation Board on February 24, 2003, September 9, 2003 and August 3, 2012 under secondary recordation numbers **24251-A, 24251-B and 24251-X** respectively.

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

Lessor: Wells Fargo Rail Corporation  
f/k/a First Union Rail Corporation  
9377 W. Higgins Rd, Suite 600  
Rosemont, IL 60018

Lessee: Union Pacific Railroad Company  
1400 Douglas Street  
Omaha, NE 68179-0780

The enclosed document is for **296 gondola cars under Rider No. 11** marked: FURX 310105 – FURX 310395, n.i.; and NDYX 101-104, NDYX 107 – 123, NDYX 126 – 150, NDYX 152 – 165, NDYX 167 – 174, NDYX 176 – 191, NDYX 193, NDYX 195 – 209, NDYX 211 – 214, NDYX 216 – 219, NDYX 221 – 237, NDYX 239, NDYX 241 – 306, NDYX 308 – 311, NDYX 313 – 314, NDYX 316 – 317, NDYX 319 – 346, NDYX 349 – 368, NDYX 370 – 372, NDYX 374 – 377, NDYX 379 – 381, NDYX 383 – 384, NDYX 387 – 393, NDYX 396 – 400; **218 gondola cars under Rider No. 13** marked CBRY 3900 – CBRY 6124, n.i. and **100 gondola cars under Rider No. 42** marked NOKL 315101 – NOKL 316231, n.i. and SMW 315051 – SMW 316041, n.i., which are terminated in all respects and no longer covered under the Lease.

A short summary of the document to appear in the index follows: Memorandum of Partial Termination of Lease

Please accept this E-filing and invoice our account # 22860 in the amount of \$45.00 covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne  
Manager Contract Administration

Enclosures

(UP 087, 106, 179)

Together we'll go far



**MEMORANDUM OF PARTIAL TERMINATION OF LEASE**

**THIS MEMORANDUM OF PARTIAL TERMINATION OF LEASE** (the "Memorandum") dated as October 26, 2016 is made by Wells Fargo Rail Corporation, f/k/a First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of April 1, 1997, (collectively, the "Lease"), between Lessor and Union Pacific Railroad Company (the "Lessee"), a Delaware corporation.

**WITNESSETH:**

**WHEREAS**, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto; and,

**WHEREAS**, Lessor and Lessee entered into certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on February 24, 2003, September 9, 2003 and August 3, 2012 having **secondary recordation numbers 24251-A, 24251-B and 24251-X** respectively.

**WHEREAS**, certain Equipment has been released and is no longer covered under the Lease; and,

**NOW, THEREFORE**, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memoranda of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. Lessor wishes to record this Memorandum of Partial Termination of Lease so as to release the lien with respect to the Equipment.

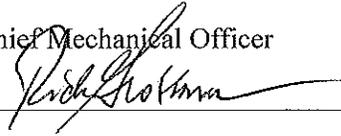
**IN WITNESS WHEREOF**, Wells Fargo Rail Corporation, as Lessor, has caused this Memorandum of Partial Termination of Lease to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

**LESSOR:**

WELLS FARGO RAIL CORPORATION

Name: Rick Grossman

Title: Chief Mechanical Officer

Signature:  \_\_\_\_\_

**EXHIBIT A  
TO  
MEMORANDUM OF PARTIAL TERMINATION OF LEASE**

**RIDER NO. 11**

NUMBER OF CARS: Two hundred ninety-six (296)

DESCRIPTION OF CARS: 52' 6" 100-ton, 2555 cf Gondola Cars

CAR NUMBERS:

FURX	310105	NDYX	122	NDYX	169	NDYX	217	NDYX	263	NDYX	306	NDYX	355
FURX	310124	NDYX	123	NDYX	170	NDYX	218	NDYX	264	NDYX	308	NDYX	356
FURX	310125	NDYX	126	NDYX	171	NDYX	219	NDYX	265	NDYX	309	NDYX	357
FURX	310151	NDYX	127	NDYX	172	NDYX	221	NDYX	266	NDYX	310	NDYX	358
FURX	310166	NDYX	128	NDYX	173	NDYX	222	NDYX	267	NDYX	311	NDYX	359
FURX	310175	NDYX	129	NDYX	174	NDYX	223	NDYX	268	NDYX	313	NDYX	360
FURX	310192	NDYX	130	NDYX	176	NDYX	224	NDYX	269	NDYX	314	NDYX	361
FURX	310194	NDYX	131	NDYX	177	NDYX	225	NDYX	270	NDYX	316	NDYX	362
FURX	310210	NDYX	132	NDYX	178	NDYX	226	NDYX	271	NDYX	317	NDYX	363
FURX	310215	NDYX	133	NDYX	179	NDYX	227	NDYX	272	NDYX	319	NDYX	364
FURX	310220	NDYX	134	NDYX	180	NDYX	228	NDYX	273	NDYX	320	NDYX	365
FURX	310238	NDYX	135	NDYX	181	NDYX	229	NDYX	274	NDYX	321	NDYX	366
FURX	310240	NDYX	136	NDYX	182	NDYX	230	NDYX	275	NDYX	322	NDYX	367
FURX	310312	NDYX	137	NDYX	183	NDYX	231	NDYX	276	NDYX	323	NDYX	368
FURX	310318	NDYX	138	NDYX	184	NDYX	232	NDYX	277	NDYX	324	NDYX	370
FURX	310347	NDYX	139	NDYX	185	NDYX	233	NDYX	278	NDYX	325	NDYX	371
FURX	310348	NDYX	140	NDYX	186	NDYX	234	NDYX	279	NDYX	326	NDYX	372
FURX	310369	NDYX	141	NDYX	187	NDYX	235	NDYX	280	NDYX	327	NDYX	374
FURX	310373	NDYX	142	NDYX	188	NDYX	236	NDYX	281	NDYX	328	NDYX	375
FURX	310382	NDYX	143	NDYX	189	NDYX	237	NDYX	282	NDYX	329	NDYX	376
FURX	310385	NDYX	144	NDYX	190	NDYX	239	NDYX	283	NDYX	330	NDYX	377
FURX	310386	NDYX	145	NDYX	191	NDYX	241	NDYX	284	NDYX	331	NDYX	379
FURX	310394	NDYX	146	NDYX	193	NDYX	242	NDYX	285	NDYX	332	NDYX	380
FURX	310395	NDYX	147	NDYX	195	NDYX	243	NDYX	286	NDYX	333	NDYX	381
NDYX	101	NDYX	148	NDYX	196	NDYX	244	NDYX	287	NDYX	334	NDYX	383
NDYX	102	NDYX	149	NDYX	197	NDYX	245	NDYX	288	NDYX	335	NDYX	384
NDYX	103	NDYX	150	NDYX	198	NDYX	246	NDYX	289	NDYX	336	NDYX	387
NDYX	104	NDYX	152	NDYX	199	NDYX	247	NDYX	290	NDYX	337	NDYX	388
NDYX	107	NDYX	153	NDYX	200	NDYX	248	NDYX	291	NDYX	338	NDYX	389
NDYX	108	NDYX	154	NDYX	201	NDYX	249	NDYX	292	NDYX	339	NDYX	390
NDYX	109	NDYX	155	NDYX	202	NDYX	250	NDYX	293	NDYX	340	NDYX	391
NDYX	110	NDYX	156	NDYX	203	NDYX	251	NDYX	294	NDYX	341	NDYX	392
NDYX	111	NDYX	157	NDYX	204	NDYX	252	NDYX	295	NDYX	342	NDYX	393
NDYX	112	NDYX	158	NDYX	205	NDYX	253	NDYX	296	NDYX	343	NDYX	396
NDYX	113	NDYX	159	NDYX	206	NDYX	254	NDYX	297	NDYX	344	NDYX	397
NDYX	114	NDYX	160	NDYX	207	NDYX	255	NDYX	298	NDYX	345	NDYX	398
NDYX	115	NDYX	161	NDYX	208	NDYX	256	NDYX	299	NDYX	346	NDYX	399
NDYX	116	NDYX	162	NDYX	209	NDYX	257	NDYX	300	NDYX	349	NDYX	400
NDYX	117	NDYX	163	NDYX	211	NDYX	258	NDYX	301	NDYX	350	Count:	296
NDYX	118	NDYX	164	NDYX	212	NDYX	259	NDYX	302	NDYX	351		
NDYX	119	NDYX	165	NDYX	213	NDYX	260	NDYX	303	NDYX	352		
NDYX	120	NDYX	167	NDYX	214	NDYX	261	NDYX	304	NDYX	353		
NDYX	121	NDYX	168	NDYX	216	NDYX	262	NDYX	305	NDYX	354		

**EXHIBIT A  
TO  
MEMORANDUM OF PARTIAL TERMINATION OF LEASE**

**RIDER NO. 13**

NUMBER OF CARS: Two hundred eighteen (218)

DESCRIPTION OF CARS: 52' 6" 100-ton, 2494 cu. ft. Gondola Cars

CAR NUMBERS:           CBRY 3900 – CBRY 3918  
                              CBRY 3920 – CBRY 3980  
                              CBRY 3982  
                              CBRY 3984 – CBRY 4007  
                              CBRY 4009 – CBRY 4038  
                              CBRY 4040 – CBRY 4042  
                              CBRY 4044 – CBRY 4049  
                              CBRY 5001  
                              CBRY 5003  
                              CBRY 5005  
                              CBRY 5009  
                              CBRY 5012 – CBRY 5015  
                              CBRY 5021  
                              CBRY 5024 – CBRY 5025  
                              CBRY 5033  
                              CBRY 5039  
                              CBRY 5041  
                              CBRY 5043  
                              CBRY 5047  
                              CBRY 5057  
                              CBRY 5059 – CBRY 5061  
                              CBRY 5065  
                              CBRY 5069  
                              CBRY 5072 – CBRY 5073  
                              CBRY 5092  
                              CBRY 5099  
                              CBRY 5102 – CBRY 5103  
                              CBRY 5112 – CBRY 5115  
                              CBRY 5118  
                              CBRY 5121 – CBRY 5123  
                              CBRY 5125  
                              CBRY 5131  
                              CBRY 5135  
                              CBRY 5137  
                              CBRY 5139 – CBRY 5140  
                              CBRY 5142 – CBRY 5144  
                              CBRY 5146 – CBRY 5147  
                              CBRY 5152 – CBRY 5153  
                              CBRY 5157  
                              CBRY 5157  
                              CBRY 5161  
                              CBRY 6100  
                              CBRY 6102 – CBRY 6124

**EXHIBIT A  
TO  
MEMORANDUM OF PARTIAL TERMINATION OF LEASE**

**RIDER NO. 42**

NUMBER OF CARS: One hundred (100)

DESCRIPTION OF CARS: 52' 6" Gondola Cars

CAR NUMBERS:

NOKL 315101	NOKL 315740	NOKL 316150
NOKL 315147	NOKL 315745	NOKL 316156
NOKL 315175	NOKL 315748	NOKL 316158
NOKL 315189	NOKL 315752	NOKL 316161
NOKL 315190	NOKL 315763	NOKL 316164
NOKL 315191	NOKL 315807	NOKL 316165
NOKL 315192	NOKL 315813	NOKL 316172
NOKL 315252	NOKL 315814	NOKL 316214
NOKL 315272	NOKL 315816	NOKL 316216
NOKL 315313	NOKL 315832	NOKL 316217
NOKL 315352	NOKL 315837	NOKL 316218
NOKL 315357	NOKL 315842	NOKL 316227
NOKL 315359	NOKL 315850	NOKL 316230
NOKL 315360	NOKL 315857	NOKL 316231
NOKL 315365	NOKL 315861	NOKL 316235
NOKL 315367	NOKL 315868	SMW 315051
NOKL 315373	NOKL 315869	SMW 315096
NOKL 315376	NOKL 315871	SMW 315249
NOKL 315380	NOKL 315873	SMW 315274
NOKL 315381	NOKL 316004	SMW 315460
NOKL 315383	NOKL 316008	SMW 315474
NOKL 315384	NOKL 316010	SMW 315481
NOKL 315387	NOKL 316088	SMW 315487
NOKL 315391	NOKL 316095	SMW 315515
NOKL 315393	NOKL 316096	SMW 315551
NOKL 315396	NOKL 316116	SMW 315559
NOKL 315398	NOKL 316118	SMW 315572
NOKL 315602	NOKL 316124	SMW 315587
NOKL 315720	NOKL 316129	SMW 315593
NOKL 315726	NOKL 316131	SMW 315596
NOKL 315728	NOKL 316138	SMW 315600
NOKL 315736	NOKL 316142	SMW 316041
NOKL 315737	NOKL 316145	
NOKL 315739	NOKL 316146	