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

August 19, 2104

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 Notice of Termination of Lease, effective as of July 31, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Numbers 23966-R, 23966-T, 23966-V and 23966-MM.

The name and address of the party to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC
One Centerpointe Drive, Suite 200
Lake Oswego, Oregon 97035

Chief, Section of Administration
August 19, 2014
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A description of the railroad equipment covered by the enclosed document is:

180 flatcars TERMINATED: AOK 29350 - AOK 29449 and AOK 29500 - AOK 29579.

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

Notice of 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,

A handwritten signature in black ink, appearing to read 'Edward M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

NOTICE OF TERMINATION OF LEASE

The undersigned, Greenbrier Leasing Company LLC, formerly known as Greenbrier Leasing Corporation, as Lessor, publishes this notice that the Second Amended and Restated Schedule No. 7 (as amended from time to time) to the Lease Agreement dated as of March 1, 2002 (the "Lease"), between the Lessor and Canadian National Railway Company, as assignee of BC Rail Partnership, as Lessee, has been fully terminated as to all railcars covered therein except with respect to those obligations, if any, of Lessor and Lessee under the Lease which expressly survive any termination thereof.

A Second Amended and Restated Memorandum of Lease Agreement dated as of June 2, 2004, was duly filed with the Surface Transportation Board on December 16, 2004, under Recordation Number 23966-R (the "Memorandum of Lease"), superseding prior filings relative to the Lease and covering the railroad equipment identified therein. An Assignment and Assumption Agreement between the Lessor, as assignor, and Babcock & Brown Rail Funding LLC, as assignee, was duly filed with the Surface Transportation Board on December 16, 2004, under Recordation Number 23966-T; an Assignment and Assumption Agreement between Babcock & Brown Rail Funding LLC, as assignor, and Wilmington Trust Company, as assignee, was duly filed with the Surface Transportation Board on December 29, 2004, under Recordation Number 23966-V; and a Memorandum of Assignment and Assumption Agreement between Wilmington Trust Company, as assignor, and the Lessor, as assignee, was duly filed with the Surface Transportation Board on May 30, 2014, under Recordation Number 23966-MM; all in connection with the Lease.

The Lessor is filing this Notice of Termination of Lease, acknowledging for the public record that the Lease is fully terminated and all related recordations are released.

IN WITNESS WHEREOF, Greenbrier Leasing Company LLC has caused this instrument to be executed by its officer thereunto duly authorized as of the 28th day of July, 2014, with an effective date of August 31, 2014.

GREENBRIER LEASING COMPANY LLC
Lessor

By: _____

Title: _____


Senior Vice President

STATE OF OREGON)
)
COUNTY OF CLACKAMAS)

ss:

On this, the 28th day of July, 2014, before me personally appeared Harry Stanley, to me personally known, who being by me duly sworn, says that s/he is the Senior Vice President of Greenbrier Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was her or his free act and deed.



Emily Swensen
NOTARY PUBLIC FOR OREGON
My commission expires: May 22, 2018

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: 8/19/14

Edward M Luria

Edward M. Luria