



Mitsui Rail Capital, LLC
71 South Wacker Drive
Suite 1800
Chicago, Illinois 60606

Main (312) 803-8880
Fax (312) 803-8890

RECORDATION NO. 21606-A
FILED SEPTEMBER 12, 2014 04:25 PM
SURFACE TRANSPORTATION BOARD

September 12, 2014

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

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Partial Termination of Lease dated September 2, 2014 between the following parties:

Lessor: JPMorgan Chase Bank, N.A.
(successor by merger to Chase Equipment Finance, Inc.)
1111 Polaris Parkway, Suite A-3
Columbus, OH 43240

Lessee: Mitsui Rail Capital, LLC
71 S. Wacker Drive, Suite 1800
Chicago, IL 60606

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 21606.

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

100 mill gondola cars: CHTT 28625 - CHTT 286624
20 box cars: IBT 19000 - IBT 19019

This filing is to appear in the index as follows: Memorandum of Partial Termination of Lease.

Please file this as a secondary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$43.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Manager, Contract Administration

Enclosure

MEMORANDUM OF PARTIAL TERMINATION OF LEASE

Memorandum of Partial Termination of Lease dated as of September 2, 2014 by JPMorgan Chase Bank, N.A. successor by merger to Chase Equipment Finance, Inc., an Ohio corporation, formerly known as Banc One Leasing Corporation ("*Lessor*").

WITNESSETH:

1. Lessor and Mitsui Rail Capital, LLC, formerly known as MRC Rail Services, LLC (the "*Lessee*") are parties to that certain Equipment Lease Agreement (the "*Lease Agreement*"), dated August 31, 1998, and Lease Schedule No. 2 and Lease Schedule No. 3 thereto dated as of August 31, 1998 (collectively the "*Schedules*"), whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars described in such Schedules. (The Schedules, incorporating the terms of the Lease Agreement, is herein referred to as the "*Lease.*")
2. Notice of the Lease has been put of record by the filing of a Memorandum of Lease Agreement dated as of August 31, 1998 with the Surface Transportation Board on August 31, 1998 under Recordation Number 21606.
3. The railcars listed on Exhibit 1 attached hereto have been terminated and are no longer covered under the Lease.
4. The remaining railcars under the Lease are not terminated and continue to be subject to the Notice of Lease referenced above.

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

JPMORGAN CHASE BANK, N.A.

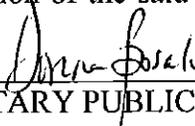
By: 
 Name: Verla Campbell
 Title: COLLATERAL MANAGER

STATE OF Ohio
 COUNTY OF Delaware



DONNA BOSAK
 Notary Public, State of Ohio
 My Commission Expires 12-21-2018

On this 3rd day of September, 2014, before me personally appeared Verla Campbell, to me personally known, who being by me duly sworn, says that s/he is the Collateral Manager of JPMorgan Chase Bank, N.A. that the foregoing instrument was signed on behalf of said company, and s/he acknowledged that the execution of the said instrument was his/her free act and deed.


 NOTARY PUBLIC

My commission expires: 12/21/2018

EXHIBIT 1
CAR MARKS AND NUMBERS

Description	Quantity	Numbers
52-foot 6-inch, 286,000 lbs mill gondola	100	CHTT 286525 – 286624
50-foot 6-inch, 286,000 lbs Plate F box cars	20	IBT 19000 - 19019