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

March 27, 2014

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 Lease Termination 1994-1 [Tranche 2], dated March 27, 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 Number 19241.

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

Owner Trustee: Wilmington Trust Company  
1100 North Market Street  
Wilmington, DE 19890

Chief  
Section of Administration  
March 27, 2014  
Page 2

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

192 railcars TERMINATED: WC 84669 – WC 84915 as set forth in the attachment to the document.

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

Lease Termination 1994-1 [Tranche II].

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

(1994-1 [Series B / Tranche II])

**LEASE TERMINATION 1994-1 [TRANCHE II]** dated as of March 27, 2014.

**WHEREAS, Wilmington Trust Company** as owner trustee (“Owner Trustee”) and **Wisconsin Central Ltd.** as lessee (“Lessee”) entered into an Equipment Lease Agreement 1994-1 dated as of December 27, 1994 (“Lease”), as supplemented by Lease Supplement 1994-1 No. 1 dated February 15, 1995 (“Supplement No. 1”), Lease Supplement 1994-3 No. 2 dated March 30, 1995 (“Supplement No. 2”) and Lease Supplement 1994-3 No. 3 dated June 2, 1995 (“Supplement No. 3” and, together with Supplement No. 1 and Supplement No. 2, collectively, the “Lease Supplements”), covering, in the aggregate, five-hundred sixty-five (565) railcars (being five-hundred fifteen (515) 3,000 cubic foot covered hopper cars and fifty (50) 50’ plate F 100-ton boxcars);

**WHEREAS,** to evidence liens and interests under the Lease and the Lease Supplements, each of the four (4) above described documents was recorded or deposited, as the case may be, in the period February 15, 1995 to June 2, 1995, at (i) the Interstate Commerce Commission (predecessor to the Surface Transportation Board) under recordation numbers 19241, 19241-B, 19241-D and 19241-F and (ii) the Registrar General of Canada;

**WHEREAS,** the Owner Trustee previously terminated the Lease (in respect of the Tranche I Units (as defined in the Lease) only) and Supplement No. 1 (and the one-hundred fifty-five (155) Tranche I Units thereunder);

**AND WHEREAS,** as of the date hereof, (i) the Lease as it pertains to Supplement No. 3, covering, in the aggregate, two-hundred eighteen (218) 3,000 cubic foot covered hopper cars, remains in full force and effect in all respects and (ii) the Lessee has fully discharged and satisfied its obligations under the Lease solely as it pertains to Supplement No. 2 covering one-hundred ninety-two (192) 3,000 cubic foot covered hopper cars bearing WC marks and the road numbers set forth in Schedule A hereto (“Tranche II Units”).

**NOW, THEREFORE,** the Owner Trustee hereby (i) terminates the Lease solely in respect of Supplement No. 2, and the Tranche II Units thereunder and (ii), for greater certainty, releases any security interest thereunder in the Tranche II Units.

[Execution on next page.]

**IN WITNESS WHEREOF**, the Owner Trustee has caused this Lease Termination 1994-1 [Tranche II] to be executed, by its officer thereunto duly authorized, as of the day and year first above written.

**WILMINGTON TRUST COMPANY,**  
not in its individual capacity but solely as  
owner trustee

By:  
Its:



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**Steve Barone**  
Assistant Vice President

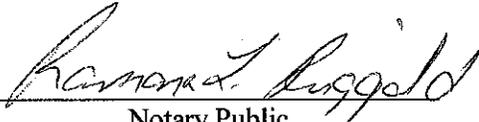
WC File Reference: 2090-09B

STATE OF DELAWARE )

CITY OF WILMINGTON )

ss:

On this \_\_\_\_\_ day of March, 2014, before me personally appeared SEVE BARONE, to me personally known, who, being by me duly sworn, says that he / she is ASSIST VICE-PRES of Wilmington Trust Company, that the foregoing instrument was signed on behalf of said company by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing instrument was the free act and deed of said company association.

  
Notary Public

My commission expires: \_\_\_\_\_

[Notarial Seal]



**RAMONA L. RINGGOLD**  
**NOTARY PUBLIC**  
**STATE OF DELAWARE**  
My Commission Expires 09-16-2015

**Schedule A**

**Tranche II Units**

10/1/2000  
10/1/2001  
10/1/2002  
10/1/2003  
10/1/2004  
10/1/2005  
10/1/2006  
10/1/2007  
10/1/2008  
10/1/2009  
10/1/2010  
10/1/2011  
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10/1/2021  
10/1/2022  
10/1/2023  
10/1/2024  
10/1/2025  
10/1/2026  
10/1/2027  
10/1/2028  
10/1/2029  
10/1/2030

SCHEDULE 1  
LIST OF UNITS

1994-1  
Tranche #2

All units stencilled with WC prefix.

1	84669	47	84754
2	84677	48	84755
3	84684	49	84756
4	84689	50	84757
5	84691	51	84759
6	84692	52	84760
7	84693	53	84761
8	84694	54	84762
9	84695	55	84763
10	84696	56	84771
11	84698	57	84772
12	84699	58	84773
13	84700	59	84774
14	84701	60	84776
15	84702	61	84777
16	84703	62	84778
17	84704	63	84779
18	84705	64	84780
19	84706	65	84781
20	84707	66	84782
21	84708	67	84784
22	84709	68	84785
23	84710	69	84786
24	84711	70	84787
25	84712	71	84788
26	84713	72	84789
27	84714	73	84790
28	84715	74	84791
29	84716	75	84792
30	84717	76	84793
31	84718	77	84794
32	84719	78	84795
33	84720	79	84796
34	84721	80	84797
35	84722	81	84798
36	84723	82	84799
37	84724	83	84800
38	84725	84	84801
39	84726	85	84802
40	84727	86	84803
41	84728	87	84804
42	84729	88	84805
43	84730	89	84806
44	84750	90	84807
45	84752	91	84808
46	84753	92	84809

SCHEDULE 1  
LIST OF UNITS

1994-1  
Tranche #2

All units stencilled with WC prefix.

93	84810	139	84856
94	84811	140	84857
95	84812	141	84858
96	84813	142	84859
97	84814	143	84860
98	84815	144	84861
99	84816	145	84862
100	84817	146	84863
101	84818	147	84864
102	84819	148	84865
103	84820	149	84866
104	84821	150	84867
105	84822	151	84868
106	84823	152	84869
107	84824	153	84870
108	84825	154	84871
109	84826	155	84872
110	84827	156	84873
111	84828	157	84874
112	84829	158	84875
113	84830	159	84876
114	84831	160	84877
115	84832	161	84879
116	84833	162	84880
117	84834	163	84881
118	84835	164	84882
119	84836	165	84883
120	84837	166	84884
121	84838	167	84885
122	84839	168	84886
123	84840	169	84887
124	84841	170	84888
125	84842	171	84889
126	84843	172	84890
127	84844	173	84891
128	84845	174	84892
129	84846	175	84893
130	84847	176	84894
131	84848	177	84895
132	84849	178	84896
133	84850	179	84897
134	84851	180	84898
135	84852	181	84899
136	84853	182	84900
137	84854	183	84901
138	84855	184	84902

SCHEDULE 1  
LIST OF UNITS

1994-1  
Tranche #2

All units stencilled with WC prefix.

185	84903
186	84904
187	84905
188	84906
189	84907
190	84909
191	84910
192	84915

**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 27, 2014

*Edward M Luria*

\_\_\_\_\_  
Edward M. Luria