RECORDATION NO. 27866-D
FILED AUGUST 01, 2014 05:58 PM
SURFACE TRANSPORTION BOARD

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

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

August 1, 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 Termination of Lease dated February 24, 2014 between the following parties:

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

Lessee: Georgia Power Company
241 Ralph McGill Blvd., N.E.
Atlanta, GA 30308

The enclosed document relates to the Memorandum of Net Lease Agreement previously filed with the Board under Recordation Number 27866.

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

All railcars covered by the Memorandum of Net Lease Agreement on file under Recordation Number 27866 are RELEASED.

This filing is to appear in the index as follows: Memorandum of 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 $44.00 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
Paralegal, Legal Department

Enclosure

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MEMORANDUM OF TERMINATION OF LEASE

Memorandum of Termination of Lease dated as of February 24, 2014 by Mitsui Rail Capital, LLC, a Delaware limited liability company ("***Lessor***").

WITNESSETH:

1. Lessor and Georgia Power Company (the "***Lessee***") are parties to that certain Net Lease Agreement (the "***Lease Agreement***"), dated April 1, 2009, and Schedule No. 1 thereto dated as of April 1, 2009 (the "***Schedule***"), whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars described in such Schedule. (The Schedule, 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 Net Lease Agreement dated as of April 1, 2009 with the Surface Transportation Board on April 7, 2009 under Recordation Number 27866.

3. The Lease has been terminated.

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

MITSUI RAIL CAPITAL, LLC

By: _____
Name: John O'Bryan
Title: President

STATE OF ILLINOIS

COUNTY OF COOK

On this 24th day of February, 2014, before me personally appeared John O'Bryan, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was his free act and deed.

Christine C Peterson
NOTARY PUBLIC

My commission expires: July 26, 2016

OFFICIAL SEAL
CHRISTINE C PETERSON
Notary Public - State of Illinois
My Commission Expires Jul 26, 2016