

## FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588  
www.firstunionrail.com

December 18, 2015

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 Lease Termination**

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 Lease Termination dated December 18, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Lease dated June 5, 1997, evidencing such Equipment which was duly filed with the Surface Transportation Board on October 28, 1997 at 10:29 a.m. under primary recordation number 20966.

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

Lessor: First Union Rail Corporation  
One O'Hare Centre  
6250 N River Road, Suite 5000  
Rosemont, IL 60018

Lessee: Toledo, Peoria & Western Railway Corp.  
1 Railroad Avenue  
Cooperstown, NY 13326

The enclosed document is for one hundred fifty (150) covered hopper railcars having NOKL marks, (see Exhibit A for unit numbers) which have been terminated in all respects and are no longer covered under the Lease.

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

Please accept this E-filing and invoice our account number 22860 in the amount of \$43.00 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

(TPW001-002)

**MEMORANDUM OF LEASE TERMINATION**

**THIS MEMORANDUM OF LEASE TERMINATION** (the "Memorandum") dated as of December 18, 2015 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of June 5, 1997, Rider No. 1 and Rider No. 2 (collectively, the "Lease"), between Lessor and Toledo, Peoria & Western Railway Corp. (the "Lessee").

**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 on Exhibit A attached hereto; and,

**WHEREAS**, Lessor and Lessee entered into that certain Memorandum of Lease, evidencing the above described Lease of such Equipment, which was filed at the Surface Transportation Board on October 28, 1997 with primary recordation number 20966.

**WHEREAS**, the Lease between Lessor and Lessee has been terminated; and

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

1. This Notice serves as notice that the Lease between Lessor and Lessee relating to the Equipment and evidenced by the Memorandum of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. Lessor wishes to record this Notice of Termination of Lease and Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

**IN WITNESS WHEREOF**, the Lessor has caused this Memorandum to be executed by its duly authorized officer as of the 18<sup>th</sup> day of December, 2015 (and the undersigned declares under penalty of perjury that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

**LESSOR:**

FIRST UNION RAIL CORPORATION

Name: RICHARD F. SEYMOUR  
VICE PRESIDENT SALES & MARKETING

Title: \_\_\_\_\_

Signature: Richard F. Seymour

EXHIBIT A  
to

MEMORANDUM OF TERMINATION OF LEASE

NUMBER OF CARS: One hundred fifty (150)

DESCRIPTION OF CARS: Covered Hopper Cars

CAR NUMBERS: See below:

CAR INITIAL	CAR NUMBER
NOKL	824527
NOKL	824528
NOKL	824530
NOKL	824535
NOKL	824537
NOKL	824538
NOKL	824539
NOKL	824540
NOKL	824541
NOKL	824545
NOKL	824478
NOKL	824549
NOKL	824620
NOKL	824622
NOKL	824625
NOKL	824626
NOKL	824563
NOKL	824565
NOKL	824566
NOKL	824568
NOKL	824627
NOKL	824628
NOKL	824571
NOKL	824572
NOKL	824574
NOKL	824576
NOKL	824577
NOKL	824578

CAR INITIAL	CAR NUMBER
NOKL	824579
NOKL	824580
NOKL	824581
NOKL	824582
NOKL	824583
NOKL	824584
NOKL	824586
NOKL	824589
NOKL	824590
NOKL	824595
NOKL	824596
NOKL	824599
NOKL	824600
NOKL	824605
NOKL	824606
NOKL	824607
NOKL	824608
NOKL	824610
NOKL	824611
NOKL	824612
NOKL	824613
NOKL	824614
NOKL	824630
NOKL	824633
NOKL	824635
NOKL	824637
NOKL	824639
NOKL	824640

CAR INITIAL	CAR NUMBER
NOKL	829200
NOKL	829201
NOKL	829202
NOKL	818198
NOKL	818200
NOKL	818201
NOKL	818202
NOKL	818203
NOKL	818204
NOKL	818205
NOKL	818206
NOKL	822141
NOKL	822142
NOKL	822143
NOKL	822144
NOKL	822145
NOKL	822146
NOKL	822147
NOKL	822148
NOKL	822149
NOKL	822150
NOKL	822151
NOKL	822152
NOKL	822153
NOKL	822154
NOKL	822155
NOKL	822156
NOKL	821334
NOKL	821485
NOKL	821486
NOKL	820798
NOKL	820803
NOKL	820806
NOKL	820810
NOKL	820811
NOKL	820820
NOKL	820845
NOKL	820846
NOKL	820849
NOKL	820859
NOKL	820863
NOKL	820865
NOKL	820867
NOKL	820870
NOKL	822206
NOKL	822038
NOKL	821651

CAR INITIAL	CAR NUMBER
NOKL	822073
NOKL	822092
NOKL	829205
NOKL	821029
NOKL	821030
NOKL	821038
NOKL	821048
NOKL	821054
NOKL	821058
NOKL	721069
NOKL	821081
NOKL	821086
NOKL	821094
NOKL	821101
NOKL	821104
NOKL	821105
NOKL	821108
NOKL	821109
NOKL	820680
NOKL	820681
NOKL	820682
NOKL	820683
NOKL	820686
NOKL	826170
NOKL	826171
NOKL	824487
NOKL	823336
NOKL	823337
NOKL	823338
NOKL	823339
NOKL	823355
NOKL	823356
NOKL	823357
NOKL	823350
NOKL	823351
NOKL	823353
NOKL	823354
NOKL	824500
NOKL	824503
NOKL	824505
NOKL	824506
NOKL	824507
NOKL	824513
NOKL	824518
NOKL	824522
NOKL	824523
NOKL	824525