

**OSTER RESEARCHING SERVICES**

12897 Colonial Drive  
Mt. Airy, Maryland 21771  
(301) 253-6040  
www.osterresearchingservices.com  
maryannoster@comcast.net

May 19, 2014

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

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

TERMINATION OF MASTER LEASE AGREEMENT, MEMORANDUM OF  
LEASE AND ASSIGNMENT AND ASSUMPTION dated as of 5/1/14

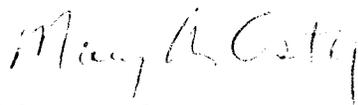
Assignee: Wells Fargo Equipment Finance, Inc.  
733 Marquette Avenue  
Minneapolis, MN 55402

Lessee: Chicago Freight Car Leasing Co.  
425 N. Martingale Road, 6<sup>th</sup> Floor  
Schaumburg, IL 60173

Equipment: 100, Covered Hoppers  
CRDX 14145-14244

Please record this agreement as a secondary document to STB Recordation #20667. The filing fee of \$44 is enclosed. Thank you.

Sincerely,



Mary Ann Oster  
Research Consultant



# Termination of Master Lease Agreement, Memorandum of Lease And Assignment and Assumption

Wells Fargo Equipment Finance, Inc. | 733 Marquette Avenue, Suite 700 | MAC N9306-070 | Minneapolis, MN 55402

THIS TERMINATION OF MASTER LEASE AGREEMENT, MEMORANDUM OF LEASE AND ASSIGNMENT AND ASSUMPTION is made as of May 1, 2014 (the "Termination") by Wells Fargo Equipment Finance, Inc. ("Assignee") for the benefit of Chicago Freight Car Leasing Co. ("Lessee").

WHEREAS, the Bancorp Leasing of Hawaii, Inc., as Lessor, and Lessee are parties to that certain Master Lease Agreement dated as of May 1, 1997 (the "Master Lease") pursuant to which Lessor leased to Lessee that certain equipment set forth on Schedule I attached hereto, and all additions thereto alterations thereof, replacements thereof and substitutions therefor (the "Equipment");

WHEREAS, a Memorandum of Lease (the "Memorandum of Lease") was filed and recorded with the Surface Transportation Board on May 2, 1997 under recordation no. 20667;

WHEREAS, an Assignment and Assumption Agreement dated December 26, 2000 (the "Assignment") between Pacific Century Leasing, Inc., (f/k/a Bancorp Leasing of Hawaii, Inc.) and Wells Fargo Equipment Finance, Inc., as successor by merger to First Security Leasing Company of Nevada (hereinafter, the Master Lease together with the Memorandum of Lease and the Assignment, being referred to herein as the "Lease") was filed with the Surface Transportation Board on December 28, 2000 under recordation no. 20667-A; and

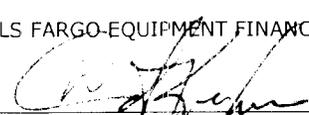
NOW, THEREFORE, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Lessor and Lessee hereby agree as follows:

1. The Lease is hereby terminated and the Equipment is released from all of the terms and conditions thereof; provided that the provisions of the Lease that by their terms are to survive the termination or expiration of the Lease shall survive the termination of the Lease for their full observance and performance.

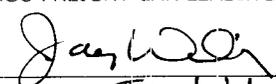
2. This Agreement may be executed in counterparts, each of which when executed and delivered shall be deemed an original and all together shall constitute one and the same instrument.

IN WITNESS WHEREOF, Lessor has duly executed this Termination as of the date first above written.

WELLS FARGO-EQUIPMENT FINANCE, INC., Assignee

By:   
Name: David J. Kuhn  
Title: Vice President

CHICAGO FREIGHT CAR LEASING CO., Lessee

By:   
Name: Jay Wilensky  
Title: VP Accts & Finance

STATE OF North Carolina  
COUNTY OF Mecklenburg

I, Susan Sorrell Cooper, a Notary Public in and for said state and county, do hereby certify that David S. Kuhn personally appeared before me this day and acknowledged their due execution of the foregoing Termination.

Witness my hand and officials seal this 16th day of May, 2014.

Susan Sorrell Cooper  
Notary Public

My commission expires: 2-22-19

[NOTARY SEAL]

STATE OF ILLINOIS  
COUNTY OF COOK

I, DEVAL C. PANDERO, a Notary Public in and for said state and county, do hereby certify that JAY WILENSKY personally appeared before me this day and acknowledged their due execution of the foregoing Termination.

Witness my hand and officials seal this 12<sup>th</sup> day of MAY, 2014.

Deval C. Pandero  
Notary Public

My commission expires: 4-23-18

[NOTARY SEAL]

