

FIRST UNION RAIL

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December 23, 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 Partial Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) please find one (1) original of a Memorandum of Partial Lease Termination dated December 22, 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 evidencing such lease Equipment which was duly filed with the Surface Transportation Board on March 20, 2003 at 10:46 a.m. under recordation number 22538-C.

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:	Dakota, Missouri Valley and Western Railroad, Inc. 1131 South 22 nd Street Bismarck, ND 58504
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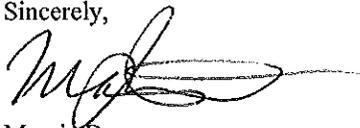
The enclosed document is for two hundred one (201) covered hopper cars having NOKL marks, (see Exhibit A for unit numbers) which have been terminated in all respects and are no longer covered under the Lease.

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

(DMVW030/A-B)

DMVW030/A-B

MEMORANDUM OF PARTIAL LEASE TERMINATION

THIS MEMORANDUM OF PARTIAL TERMINATION OF LEASE (the "Memorandum") dated as of December 22, 2015 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated March 24, 1997 (the "Lease"), between Lessor and Dakota, Missouri Valley and Western Railroad, Inc. (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 dated as of February 25, 2003, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on March 20, 2003 at 10:46 a.m. with recordation number 22538-C.

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; 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 Memorandum of Partial Lease Termination so as to release the lien with respect to the Equipment.

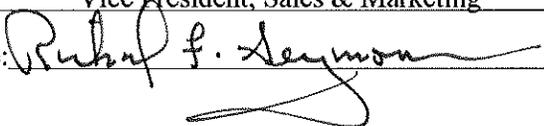
IN WITNESS WHEREOF, the Lessor has caused this Memorandum to be executed by its respective officer duly authorized as of the date and year first above written, that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation.

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President, Sales & Marketing

Signature: 

**EXHIBIT A
TO
MEMORANDUM OF PARTIAL TERMINATION OF LEASE**

NUMBER OF CARS: Two hundred one (201)

DESCRIPTION OF CARS: 4750 and 4650 cu. ft. Covered Hopper Cars

CAR NUMBERS:

NOKL 61	NOKL 3083	NOKL 3146	NOKL 821661	NOKL 822938	NOKL 832480
NOKL 62	NOKL 3084	NOKL 3147	NOKL 821663	NOKL 823146	NOKL 832490
NOKL 64	NOKL 3085	NOKL 3151	NOKL 821666	NOKL 824618	NOKL 832493
NOKL 71	NOKL 3088	NOKL 3155	NOKL 821675	NOKL 824619	NOKL 832495
NOKL 72	NOKL 3089	NOKL 3156	NOKL 821687	NOKL 824641	NOKL 832500
NOKL 3001	NOKL 3092	NOKL 3159	NOKL 821691	NOKL 824642	NOKL 832503
NOKL 3004	NOKL 3095	NOKL 3160	NOKL 821696	NOKL 824643	NOKL 832545
NOKL 3005	NOKL 3096	NOKL 3312	NOKL 821699	NOKL 824644	NOKL 832546
NOKL 3015	NOKL 3097	NOKL 816401	NOKL 821712	NOKL 827203	NOKL 832549
NOKL 3016	NOKL 3098	NOKL 816406	NOKL 821714	NOKL 827208	NOKL 832559
NOKL 3018	NOKL 3099	NOKL 816407	NOKL 821715	NOKL 827215	NOKL 832560
NOKL 3022	NOKL 3100	NOKL 816410	NOKL 821720	NOKL 827225	NOKL 832561
NOKL 3023	NOKL 3105	NOKL 816413	NOKL 821731	NOKL 827228	NOKL 832562
NOKL 3024	NOKL 3107	NOKL 816415	NOKL 821756	NOKL 832313	NOKL 832565
NOKL 3025	NOKL 3108	NOKL 816416	NOKL 821823	NOKL 832318	NOKL 832566
NOKL 3030	NOKL 3110	NOKL 816418	NOKL 821849	NOKL 832338	NOKL 832567
NOKL 3032	NOKL 3113	NOKL 816425	NOKL 821868	NOKL 832349	NOKL 832571
NOKL 3033	NOKL 3114	NOKL 816426	NOKL 821869	NOKL 832369	NOKL 832572
NOKL 3037	NOKL 3116	NOKL 816432	NOKL 821889	NOKL 832394	NOKL 832576
NOKL 3039	NOKL 3117	NOKL 816433	NOKL 821940	NOKL 832397	NOKL 832585
NOKL 3040	NOKL 3119	NOKL 816437	NOKL 822767	NOKL 832409	NOKL 470092
NOKL 3041	NOKL 3120	NOKL 816438	NOKL 822789	NOKL 832421	NOKL 470146
NOKL 3043	NOKL 3122	NOKL 816439	NOKL 822816	NOKL 832422	NOKL 5000
NOKL 3044	NOKL 3123	NOKL 816441	NOKL 822825	NOKL 832426	NOKL 5001
NOKL 3045	NOKL 3125	NOKL 816442	NOKL 822830	NOKL 832427	NOKL 5002
NOKL 3046	NOKL 3126	NOKL 816446	NOKL 822831	NOKL 832428	NOKL 5003
NOKL 3048	NOKL 3127	NOKL 821533	NOKL 822841	NOKL 832430	NOKL 5004
NOKL 3049	NOKL 3131	NOKL 821542	NOKL 822843	NOKL 832447	NOKL 5005
NOKL 3077	NOKL 3135	NOKL 821593	NOKL 822847	NOKL 832450	NOKL 5006
NOKL 3078	NOKL 3136	NOKL 821631	NOKL 822863	NOKL 832451	NOKL 5007
NOKL 3079	NOKL 3138	NOKL 821650	NOKL 822872	NOKL 832455	NOKL 5008
NOKL 3080	NOKL 3141	NOKL 821652	NOKL 822891	NOKL 832459	Count: 201
NOKL 3081	NOKL 3142	NOKL 821654	NOKL 822926	NOKL 832462	
NOKL 3082	NOKL 3145	NOKL 821659	NOKL 822931	NOKL 832471	