



RECORDATION NO. 22468-H FILED
SEPTEMBER 15, 2016 11:53 AM
SURFACE TRANSPORTATION BOARD

Wells Fargo Rail
9377 W. Higgins Rd.
Suite 600
Rosemont, IL 60018
wellsfargo.com

September 15, 2016

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 August 24, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memoranda of Lease, evidencing such Equipment duly filed with the Surface Transportation Board on October 18, 1999, October 17, 2000, September 18, 2001 and October 1, 2003 under **primary recordation number 22468** and secondary recordation numbers **22468-A, 22468-B and 22468-C** respectively.

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

Lessor: Wells Fargo Rail Corporation
f/k/a First Union Rail Corporation
9377 W. Higgins Rd, Suite 600
Rosemont, IL 60018

Lessee: Dakota Minnesota & Eastern Railroad Corp.
337 22nd Ave., South
Brookings, SD 57006

The enclosed document is for seventy-one (71) covered hopper cars covered under Rider Nos. 5, 6 and 8 marked: DME 1-DME 830130 n.i. and three hundred seventy (370) covered hopper cars under Rider No. 9 marked DME 3 – DME 830130 n.i. and NOKL 815432 – 833039 n.i. 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 Wells Fargo Rail Corporation's account number 22860 in the amount of \$45.00 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
(DME005-006, 008-009, 016)

Together we'll go far



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MEMORANDUM OF LEASE TERMINATION

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as August 24, 2016 is made by Wells Fargo Rail Corporation, f/k/a First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of June 23, 1998 (collectively, the "Lease"), between Lessor and Dakota Minnesota & Eastern Railroad Company (the "Lessee"), a South Dakota corporation.

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 in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memoranda of Lease, evidencing the above-described Lease of such Equipment, which were filed at the Surface Transportation Board on Oct. 18, 1999, Oct. 17, 2000, September 18, 2001 and Oct. 1, 2003 having primary recordation number 22468 and secondary recordation numbers 22468-A, 22468-B and 22468-C respectively.

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 Equipment listed on the attached Exhibit A as evidenced by the Memoranda of Lease filed with the Surface Transportation Board, have been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. 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.

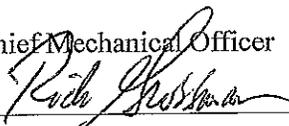
IN WITNESS WHEREOF, Wells Fargo Rail Corporation, as Lessor, has caused this Memorandum of Lease Termination to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

WELLS FARGO RAIL CORPORATION

Name: Rick Grossman

Title: Chief Mechanical Officer

Signature: 

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

RIDER NOS. 5, 6 and 8

NUMBER OF CARS: Seventy-one (71)

DESCRIPTION OF CARS: 4750 cu. ft. covered hopper cars

CAR NUMBERS:

DME	1	DME	5047	DME	488048
DME	2	DME	5048	DME	488061
DME	3	DME	5049	DME	488062
DME	4	DME	5050	DME	488067
DME	6	DME	5241	DME	488068
DME	7	DME	10525	DME	488075
DME	8	DME	10534	DME	488080
DME	10	DME	10550	DME	488083
DME	5023	DME	10649	DME	488084
DME	5027	DME	10655	DME	488092
DME	5030	DME	10656	DME	488100
DME	5031	DME	10683	DME	488103
DME	5032	DME	10701	DME	488109
DME	5033	DME	10737	DME	500002
DME	5034	DME	11131	DME	500031
DME	5035	DME	463104	DME	500076
DME	5037	DME	485010	DME	500082
DME	5038	DME	486587	DME	510020
DME	5039	DME	486589	DME	510037
DME	5041	DME	486595	DME	510072
DME	5042	DME	486600	DME	830130
DME	5043	DME	486601	Count:	71
DME	5044	DME	486605		
DME	5045	DME	486638		
DME	5046	DME	488040		

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

RIDER NO. 9

NUMBER OF CARS: Three hundred seventy-five (370)

DESCRIPTION OF CARS: 4750 cu. ft. covered hopper cars

CAR NUMBERS: See following list, DME marked cars to be remarked to NOKL

1 NOKL 815432	43 NOKL 821732	85 NOKL 823631
2 NOKL 816403	44 NOKL 821740	86 NOKL 823634
3 NOKL 816411	45 NOKL 821743	87 NOKL 823635
4 NOKL 816414	46 NOKL 822063	88 NOKL 823636
5 NOKL 816420	47 NOKL 822067	89 NOKL 823638
6 NOKL 816428	48 NOKL 822075	90 NOKL 824282
7 NOKL 816444	49 NOKL 822089	91 NOKL 824317
8 NOKL 818801	50 NOKL 822095	92 NOKL 824346
9 NOKL 818803	51 NOKL 822102	93 NOKL 824428
10 NOKL 818805	52 NOKL 822110	94 NOKL 824452
11 NOKL 818806	53 NOKL 822118	95 NOKL 824453
12 NOKL 818811	54 NOKL 822163	96 NOKL 824460
13 NOKL 819207	55 NOKL 822213	97 NOKL 824465
14 NOKL 820023	56 NOKL 822223	98 NOKL 824466
15 NOKL 820781	57 NOKL 822226	99 NOKL 824469
16 NOKL 820799	58 NOKL 822233	100 NOKL 824473
17 NOKL 820829	59 NOKL 822250	101 NOKL 824605
18 NOKL 820842	60 NOKL 822402	102 NOKL 825957
19 NOKL 820969	61 NOKL 822425	103 NOKL 826041
20 NOKL 820971	62 NOKL 822464	104 NOKL 826081
21 NOKL 820975	63 NOKL 822470	105 NOKL 826102
22 NOKL 820982	64 NOKL 822752	106 NOKL 826154
23 NOKL 821002	65 NOKL 822754	107 NOKL 826163
24 NOKL 821006	66 NOKL 822766	108 NOKL 826164
25 NOKL 821012	67 NOKL 822794	109 NOKL 826169
26 NOKL 821055	68 NOKL 822795	110 NOKL 826178
27 NOKL 821088	69 NOKL 822797	111 NOKL 826250
28 NOKL 821459	70 NOKL 822799	112 NOKL 826261
29 NOKL 821479	71 NOKL 822806	113 NOKL 826266
30 NOKL 821539	72 NOKL 822810	114 NOKL 826524
31 NOKL 821578	73 NOKL 822909	115 NOKL 826555
32 NOKL 821589	74 NOKL 822913	116 NOKL 826571
33 NOKL 821596	75 NOKL 822919	117 NOKL 826583
34 NOKL 821600	76 NOKL 822924	118 NOKL 826599
35 NOKL 821630	77 NOKL 823034	119 NOKL 826606
36 NOKL 821667	78 NOKL 823090	120 NOKL 826608
37 NOKL 821669	79 NOKL 823095	121 NOKL 826616
38 NOKL 821678	80 NOKL 823129	122 NOKL 826617
39 NOKL 821684	81 NOKL 823138	123 NOKL 826621
40 NOKL 821690	82 NOKL 823147	124 NOKL 826624
41 NOKL 821702	83 NOKL 823149	125 NOKL 826635
42 NOKL 821730	84 NOKL 823630	126 NOKL 826639

EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION

127	NOKL	826650	173	NOKL	827735	219	NOKL	829170
128	NOKL	826658	174	NOKL	827736	220	NOKL	829476
129	NOKL	826662	175	NOKL	827740	221	NOKL	829503
130	NOKL	826670	176	NOKL	827741	222	NOKL	830061
131	NOKL	826694	177	NOKL	827829	223	NOKL	830096
132	NOKL	826783	178	NOKL	827830	224	NOKL	830369
133	NOKL	826872	179	NOKL	827832	225	NOKL	830374
134	NOKL	826895	180	NOKL	827833	226	NOKL	830376
135	NOKL	826936	181	NOKL	827835	227	NOKL	830377
136	NOKL	827025	182	NOKL	827836	228	NOKL	830386
137	NOKL	827089	183	NOKL	827838	229	NOKL	830565
138	NOKL	827122	184	NOKL	827839	230	NOKL	830582
139	NOKL	827418	185	NOKL	827840	231	NOKL	830584
140	NOKL	827440	186	NOKL	827841	232	NOKL	830588
141	NOKL	827542	187	NOKL	827842	233	NOKL	830589
142	NOKL	827545	188	NOKL	827844	234	NOKL	830590
143	NOKL	827547	189	NOKL	827845	235	NOKL	830595
144	NOKL	827549	190	NOKL	827848	236	NOKL	830596
145	NOKL	827554	191	NOKL	827849	237	NOKL	830603
146	NOKL	827555	192	NOKL	827850	238	NOKL	830605
147	NOKL	827557	193	NOKL	827852	239	NOKL	830606
148	NOKL	827561	194	NOKL	827854	240	NOKL	830622
149	NOKL	827565	195	NOKL	827857	241	NOKL	830640
150	NOKL	827566	196	NOKL	827858	242	NOKL	830650
151	NOKL	827602	197	NOKL	827859	243	NOKL	830661
152	NOKL	827603	198	NOKL	827860	244	NOKL	830676
153	NOKL	827614	199	NOKL	827861	245	NOKL	830681
154	NOKL	827616	200	NOKL	827862	246	NOKL	830700
155	NOKL	827626	201	NOKL	827894	247	NOKL	830721
156	NOKL	827627	202	NOKL	828115	248	NOKL	830740
157	NOKL	827643	203	NOKL	828124	249	NOKL	830744
158	NOKL	827646	204	NOKL	828167	250	NOKL	830790
159	NOKL	827647	205	NOKL	828192	251	NOKL	830809
160	NOKL	827648	206	NOKL	828475	252	NOKL	830910
161	NOKL	827651	207	NOKL	828489	253	NOKL	830962
162	NOKL	827656	208	NOKL	828494	254	NOKL	830968
163	NOKL	827676	209	NOKL	828495	255	NOKL	831000
164	NOKL	827684	210	NOKL	828496	256	NOKL	831070
165	NOKL	827685	211	NOKL	828497	257	NOKL	831071
166	NOKL	827690	212	NOKL	828498	258	NOKL	831162
167	NOKL	827697	213	NOKL	828499	259	NOKL	831171
168	NOKL	827701	214	NOKL	828743	260	NOKL	832001
169	NOKL	827714	215	NOKL	828744	261	NOKL	832012
170	NOKL	827715	216	NOKL	828757	262	NOKL	832050
171	NOKL	827728	217	NOKL	828759	263	NOKL	832071
172	NOKL	827733	218	NOKL	828767	264	NOKL	832072

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265	NOKL	832080	290	NOKL	832445	315	NOKL	832650
266	NOKL	832114	291	NOKL	832449	316	NOKL	832652
267	NOKL	832125	292	NOKL	832465	317	NOKL	832658
268	NOKL	832192	293	NOKL	832467	318	NOKL	832667
269	NOKL	832301	294	NOKL	832472	319	NOKL	832673
270	NOKL	832315	295	NOKL	832481	320	NOKL	832684
271	NOKL	832322	296	NOKL	832487	321	NOKL	832686
272	NOKL	832325	297	NOKL	832488	322	NOKL	832696
273	NOKL	832326	298	NOKL	832491	323	NOKL	832710
274	NOKL	832348	299	NOKL	832492	324	NOKL	832720
275	NOKL	832352	300	NOKL	832496	325	NOKL	832972
276	NOKL	832355	301	NOKL	832511	326	NOKL	832976
277	NOKL	832361	302	NOKL	832521	327	NOKL	832990
278	NOKL	832368	303	NOKL	832529	328	NOKL	832995
279	NOKL	832381	304	NOKL	832553	329	NOKL	833011
280	NOKL	832383	305	NOKL	832570	330	NOKL	833016
281	NOKL	832401	306	NOKL	832575	331	NOKL	833018
282	NOKL	832405	307	NOKL	832579	332	NOKL	833024
283	NOKL	832412	308	NOKL	832597	333	NOKL	833025
284	NOKL	832418	309	NOKL	832605	334	NOKL	833026
285	NOKL	832424	310	NOKL	832615	335	NOKL	833028
286	NOKL	832425	311	NOKL	832618	336	NOKL	833030
287	NOKL	832429	312	NOKL	832635	337	NOKL	833033
288	NOKL	832433	313	NOKL	832636	338	NOKL	833039
289	NOKL	832440	314	NOKL	832649			

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

CAR NUMBERS – DME MARK TO BE REMARKED TO NOKL

	Car initial	Car number	Preferred Carinit	Preferred Carnum
1	DME	3	NOKL	823632
2	DME	5031	NOKL	827548
3	DME	5034	NOKL	827551
4	DME	5035	NOKL	827552
5	DME	5037	NOKL	827546
6	DME	5042	NOKL	827558
7	DME	5043	NOKL	827559
8	DME	5044	NOKL	827560
9	DME	5046	NOKL	827562
10	DME	5047	NOKL	827563
11	DME	5048	NOKL	827564
12	DME	5241	NOKL	826498
13	DME	10534	NOKL	820787
14	DME	10649	NOKL	820826
15	DME	10656	NOKL	820830
16	DME	10701	NOKL	820853
17	DME	10737	NOKL	820868
18	DME	11131	NOKL	833300
19	DME	463104	NOKL	821904
20	DME	485010	NOKL	821618
21	DME	486589	NOKL	821680
22	DME	486600	NOKL	821689
23	DME	486605	NOKL	821694
24	DME	486638	NOKL	821724
25	DME	488061	NOKL	822088
26	DME	488067	NOKL	822094
27	DME	488080	NOKL	822106
28	DME	488083	NOKL	822109
29	DME	488100	NOKL	822125
30	DME	488103	NOKL	822128
31	DME	488109	NOKL	822134
32	DME	500002	NOKL	821021
33	DME	500031	NOKL	821032
34	DME	500082	NOKL	821057
35	DME	510037	NOKL	821096
36	DME	510072	NOKL	821106
37	DME	830130	NOKL	830130