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RECORDATION NO. 20890-F FILED
July 5, 2016 12:30 PM
SURFACE TRANSPORTATION BOARD

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ELLSWORTH C. ALVORD (1964)
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July 5, 2016

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

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease (No. 45-B), dated as of July 5, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 20890.

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

Lessor/ Owner Trustee:	Wilmington Trust, National Association, (as successor to FMB Trust Company, National Association) not in its individual capacity, but solely as trustee of TTX Lease 45-B Trust 1100 North Market Street Wilmington, DE 19890
Lessee:	TTX Company 101 North Wacker Drive Chicago, IL 60606

Chief, Section of Administration
July 5, 2016
Page 2

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

59 railcars TERMINATED: DTTX 427991 through DTTX 428047, DTTX 428065 and DTTX 428066 (including 2 casualties DTTX 427992 and DTTX 427998)

A short summary of the document to appear in the index is:

Termination of Lease (No. 45-B).

Also enclosed is a check in the amount of \$43.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Edward M. Luria

EML/sem
Enclosures

**TERMINATION OF LEASE (NO. 45-B)
(STB)**

RECORDATION NO. 20890-F FILED
July 5, 2016 12:30 PM
SURFACE TRANSPORTATION BOARD

THIS TERMINATION OF LEASE (No. 45-B) is made and entered into as of July 5, 2016 by and between WILMINGTON TRUST, NATIONAL ASSOCIATION (as successor to FMB Trust Company, National Association), not in its individual capacity but solely as trustee of TTX Lease 45-B Trust ("*Owner Trustee*"), and TTX COMPANY, as lessee ("*Lessee*").

1. Lessor has leased to Lessee certain railroad equipment pursuant to the Lease of Railroad Equipment (No. 45-B), dated as of September 1, 1997 (as amended, modified or supplemented, the "*Lease*"), a copy of which (or evidence thereof) was filed with the Surface Transportation Board pursuant to the provisions of 49 U.S.C. Section 11301 on September 29, 1997 under Recordation Number 20890, and a copy (or evidence) of Lease Supplement No. 1 (No. 45-B) thereto, dated September 29, 1997, was filed under Recordation Number 20890-A, each with respect to the railroad equipment set forth on Exhibit A attached hereto.

2. The Lease is terminated effective as of the date hereof solely with respect to the railroad equipment set forth on Exhibit A attached hereto.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

WILMINGTON TRUST, NATIONAL ASSOCIATION,
not in its individual capacity but solely as
Owner Trustee

By:  _____

Name:

Title:

Mark H. Brzoska
Vice President

[Termination of Lease 45-B (STB)]

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

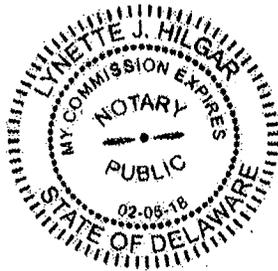
TTX COMPANY, as Lessee

By: Victoria A. Dudley
Name: Victoria A. Dudley
Title: Vice President, Chief Financial
Officer and Treasurer

STATE OF Delaware)
)
) SS.:
COUNTY OF New Castle)

On this, the 27th day of June, 2016, before me, a Notary Public in and for said County and State, personally appeared Mark H. Brzoska, who being by me duly sworn, says that (s)he is the Vice President of WILMINGTON TRUST, NATIONAL ASSOCIATION, that said instrument was signed on June 27, 2016 on behalf of said national association by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said national association.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



(SEAL)

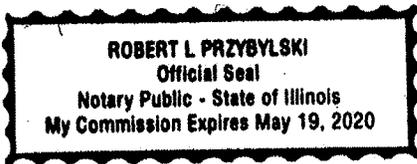

Name: _____
Notary Public
My Commission Expires: _____
Residing in _____

(SEAL)

STATE OF ILLINOIS)
) SS.:
COUNTY OF Cook)

On this, the 23 day of JUNE, 2016, before me, a Notary Public in and for said County and State, personally appeared Victoria A. Dudley, who being by me duly sworn, says that (s)he is the V.P. & C.F.O. of TTX COMPANY, that said instrument was signed on JUNE 23, 2016 on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.




Name: Robert L. Przybylski
Notary Public
My Commission Expires: 5/19/2020
Residing in ILLINOIS

(SEAL)

EXHIBIT A
LEASE NO. 45-B

PURCHASED RAILCARS

EQUIPMENT TYPE	BUILDER	CAR NUMBERS	NUMBER OF CARS
Three-unit double stack well car - DTTX	Gunderson	427991 427993 - 427997 427999 - 428047 428065 - 428066	1 5 49 2
TOTAL			<hr/> <hr/> 57

CASUALTIED RAILCARS

EQUIPMENT TYPE	BUILDER	CAR NUMBERS	NUMBER OF CARS
Three-unit double stack well car - DTTX	Gunderson	427992 427998	2
TOTAL			<hr/> <u>2</u>

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: July 5, 2016

Edward M Luria

Edward M. Luria