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July 20, 1988

RECORDATION NO. 10922-1 FILE 2236

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INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Madam:

Enclosed for recordation pursuant to the provisions of Section §11303(a) of Title 49 of the United States Code and the rules and regulations thereunder are two (2) executed counterparts of a Termination of Lease dated as of July 1, 1988.

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

<u>DESIGNATION</u>	<u>DESCRIPTION</u>	<u>CAR NUMBERS</u>
HT	100 ton, 3,433 cubic foot, capacity, open top hopper cars built in 1978 by The Chessie Corporation	HLMX 7200-7232
		MPSX 2001-2025

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

LESSOR: American Leasing Investors
660 Newport Center Drive
Newport Beach, CA 92660

A fee of \$ 13 is enclosed. Please return the originals and any copies not needed by the Commission for recordation to me.

A short summary of the document to appear in the Index follows:

Termination of Lease from American Investors dated as of July 1, 1988 covering railroad cars, numbered HLMX 7200-7232, inclusive, MPSX 2001-2025, inclusive.

Prior Recordation #10922

Copy to [unclear] [unclear]

You are hereby authorized to deliver one copy of the Termination, with filing data noted thereon, following recordation, to the representative of Messrs. Sidley & Austin, who is delivering this letter and said enclosures to you.

MCCANN, GARLAND, RIDALL & BURKE

By *McCann Garland Ridall +
Burke*

Enclosure

07LT27/14

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TERMINATION OF LEASE AGREEMENT INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF LEASE AGREEMENT, dated as of July 1, 1988, by American Leasing Investors, a California limited partnership ("ALI").

1. Recitals. Upper Merion and Plymouth Railroad Company ("UMP") entered into a Lease Agreement dated as of September 4, 1979 (the "Lease") with Missouri Public Service Company ("MPSC") with respect to certain railroad cars described in the Lease (the "Cars"). The Lease was assigned by UMP to American Leasing Investors ("ALI") pursuant to an Assignment and Assumption Agreement dated as of October 18, 1979 (the "Assignment"). The Lease and the Assignment are on file at the Interstate Commerce Commission (the "ICC") under file numbers 10922-A, and 10922-B, respectively, filed on March 10, 1980 at 2:15 p.m. Said Lease terminated pursuant to its own terms on September 18, 1985 and there have been no further extensions or amendments of said Lease. The purpose of this Lease is to provide a formal termination document of filing with the ICC.

2. Termination. The Lease is hereby formally terminated.

IN WITNESS WHEREOF, ALI, pursuant to due authority, has executed this Termination of Lease Agreement as of the date first above written.

AMERICAN LEASING INVESTORS
 By: ALI Management Corp., MGP

By: John M. Mora
 Title: Senior Vice President

Attest:

By: Bert J. Steinhilber

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

I, Beryl J. Steinbach, a Notary Public in and for the state and county aforesaid, do hereby certify that John M. Moran of ALI Management Corp. a Delaware corporation which is the Managing General Partner of AMERICAN LEASING INVESTOR,^{EQS} a California limited partnership, whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledge that he is Senior Vice President, he signed, sealed and delivered the aforesaid instrument and caused the corporate seal of said corporation to be affixed thereto, pursuant to authority of its Board of Directors, as his free and voluntary act and as the free and voluntary act and deed of said corporation for the uses and purposes therein set forth.

Given under by hand notarial seal this 19th day of July, 1988.

Beryl J. Steinbach
Notary Public

My commission expires
February 28, 1989

