

RECORDATION NO. 18687-B
FILED

JUN 30 99 1-30PM

ALVORD AND ALVORD
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

June 30, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease and Release of Security Interest, dated June 28, 1999, and secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement which was previously filed with the Commission under Recordation Number 18687.

The name and address of the party to the enclosed document are:

Secured Party: The Fifth Third Leasing Company
38 Fountain Square Plaza
Cincinnati, Ohio 45263

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

Set forth on Schedule A attached to the Termination

#3563

Mr. Vernon A. Williams
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg
Enclosures

RECORDATION NO. 18687-B

**TERMINATION OF LEASE
AND
RELEASE OF SECURITY INTEREST**

JUN 30 '99

6:28 PM

The undersigned, THE FIFTH THIRD LEASING COMPANY, Lessor and Secured Party, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, hereby terminates, releases and discharges its security interest in and to the following railroad equipment: eighty-three (83) open top hopper cars bearing AEX reporting marks and road numbers, set forth on Schedule A attached hereto, all of which were covered by the Memorandum of Lease Agreement, dated as of March 17, 1992, between The Andersons, an Ohio Limited Partnership, as Lessee, and The Fifth Third Leasing Company, as Lessor.

The said Memorandum of Lease was recorded with the Interstate Commerce Commission on February 4, 1994 at 12:45 p.m. under Recordation Number 18687.

The termination of said Lease Agreement is made without prejudice to any continuing rights or obligations of either party thereunder, and Lessor hereby transfers to Lessee all of its right, title and interest in and to the said railroad equipment "as is" and "where is".

Dated this 28th day of June, 1999

THE FIFTH THIRD LEASING COMPANY

By: Aileen S. Smith

Title: Asst. Cashier

State of Ohio)
)
 County of Hamilton) ss:

On this 28 day of June, 1999, before me personally appeared Helen Semick, to me personally known, who, being by me duly sworn, says that (s)he is the Asst. Cashier of Fifth Third Leasing Company and that said instrument was signed on behalf of said Corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of said instrument was the free act and deed of said corporation.

Marsha Bubek
 NOTARY PUBLIC

(Notarial Seal)

My Commission expires:

MARSHA I. BUBECK
 Notary Public, State of Ohio
 My Commission Expires Oct. 29, 2000

THIRD LEASING COMPANY

Complete list of 83 Cars

	Old Number	New Number
1	GACX 51201	AEX 5001
2	GACX 51224	AEX 5003
3	GACX 51231	AEX 5004
4	GACX 51181	AEX 5005
5	GACX 51188	AEX 5006
6	GACX 51195	AEX 5007
7	GACX 51223	AEX 5008
8	GACX 51155	AEX 5009
9	GACX 51160	AEX 5010
10	GACX 51165	AEX 5011
11	GACX 51182	AEX 5012
12	GACX 51191	AEX 5013
13	GACX 51218	AEX 5014
14	GACX 51153	AEX 5015
15	GACX 51154	AEX 5016
16	GACX 51156	AEX 5017
17	GACX 51157	AEX 5018
18	GACX 51158	AEX 5019
19	GACX 51159	AEX 5020
20	GACX 51161	AEX 5021
21	GACX 51162	AEX 5022
22	GACX 51166	AEX 5024
23	GACX 51167	AEX 5025
24	GACX 51169	AEX 5026
25	GACX 51170	AEX 5027
26	GACX 51171	AEX 5028
27	GACX 51172	AEX 5029
28	GACX 51173	AEX 5030
29	GACX 51174	AEX 5031
30	GACX 51176	AEX 5032
31	GACX 51178	AEX 5034
32	GACX 51180	AEX 5035
33	GACX 51184	AEX 5036
34	GACX 51185	AEX 5037
35	GACX 51186	AEX 5038
36	GACX 51189	AEX 5040
37	GACX 51190	AEX 5041
38	GACX 51192	AEX 5042
39	GACX 51193	AEX 5043
40	GACX 51194	AEX 5044
41	GACX 51196	AEX 5045

	Old Number	New Number
42	GACX 51197	AEX 5046
43	GACX 51198	AEX 5047
44	GACX 51199	AEX 5048
45	GACX 51200	AEX 5049
46	GACX 51202	AEX 5050
47	GACX 51203	AEX 5051
48	GACX 51204	AEX 5052
49	GACX 51205	AEX 5053
50	GACX 51207	AEX 5054
51	GACX 51208	AEX 5055
52	GACX 51209	AEX 5056
53	GACX 51210	AEX 5057
54	GACX 51211	AEX 5058
55	GACX 51212	AEX 5059
56	GACX 51213	AEX 5060
57	GACX 51214	AEX 5061
58	GACX 51215	AEX 5062
59	GACX 51216	AEX 5063
60	GACX 51219	AEX 5064
61	GACX 51220	AEX 5065
62	GACX 51221	AEX 5066
63	GACX 51222	AEX 5067
64	GACX 51225	AEX 5068
65	GACX 51226	AEX 5069
66	GACX 51227	AEX 5070
67	GACX 51228	AEX 5071
68	GACX 51229	AEX 5072
69	GACX 51230	AEX 5073
70	GACX 51233	AEX 5075
71	GACX 51235	AEX 5076
72	GACX 51236	AEX 5077
73	GACX 51238	AEX 5079
74	GACX 51239	AEX 5080
75	GACX 51242	AEX 5083
76	GACX 51243	AEX 5084
77	GACX 51244	AEX 5085
78	GACX 51245	AEX 5086
79	GACX 51246	AEX 5087
80	GACX 51248	AEX 5089
81	GACX 51249	AEX 5090
82	GACX 51250	AEX 5091
83	GACX 51251	AEX 5092

Long June 10/10/93

[Handwritten signature]