

**BALL JANIK LLP**  
A T T O R N E Y S

JUL 15 '97 2-24 PM

1455 F STREET, NW, SUITE 225  
WASHINGTON, D.C. 20005

TELEPHONE 202-638-3307  
FACSIMILE 202-783-6947

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

lgitomer@bjllp.com

July 15, 1997

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed the original and one certified copy of each of the two documents described below, to be recorded pursuant to 49 U.S.C. § 11301.

1. The first document is a Notice of Termination of Lease, a secondary document, dated as of July 15, 1997. The primary document to which this is connected is recorded under Recordation No. 10378. We request that this document be recorded under Recordation No. 10378-F.

The name and address of the party to the Notice of Lease Termination is:

Lessee:

Great Lakes Carbon Corporation  
110 East 59th Street, 34th Floor  
New York, NY 10022

A description of the equipment covered by the Notice of Lease Termination consists of 100 4,750 cubic foot 100-ton covered hopper cars numbered GLCX 7000-7099, inclusive.

2. The second document is a Memorandum of Lease Agreement, a primary document, dated as of July 15, 1997. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

*Country Points - [Signature]*

Honorable Vernon A. Williams  
July 15, 1997  
Page 2

Lessor:

General Electric Credit Corporation  
Four Northpark Drive  
Hunt Valley, MD 21030

Lessee:

Great Lakes Carbon Corporation  
110 East 59th Street, 34th Floor  
New York, NY 10022

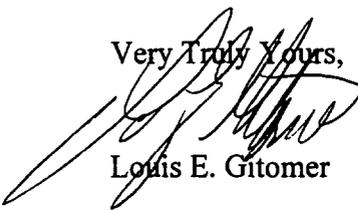
A description of the equipment covered by the Memorandum of Lease Agreement consists of 97 4,750 cubic foot 100-ton covered hopper cars numbered GLCX 7000-7030, inclusive, 7032-7063, inclusive, 7065-7088, inclusive, and 7090-7099, inclusive.

A fee of \$48.00 is enclosed. Please return the original of each document to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the documents to appear in the index follows: (1) a Notice of Lease Termination by Great Lakes Carbon Corporation, 110 East 59th Street, 34th Floor, New York, NY 10022, covering 100 4,750 cubic foot 100-ton covered hopper cars numbered GLCX 7000-7099, inclusive; and (2) Memorandum of Lease Agreement between General Electric Credit Corporation, Four Northpark Drive, Hunt Valley, MD 21030, and Great Lakes Carbon Corporation, 110 East 59th Street, 34th Floor, New York, NY 10022, covering 97 4,750 cubic foot 100-ton covered hopper cars numbered GLCX 7000-7030, inclusive, 7032-7063, inclusive, 7065-7088, inclusive, and 7090-7099, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosures

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D. C. 20423-0001

OFFICE OF THE SECRETARY

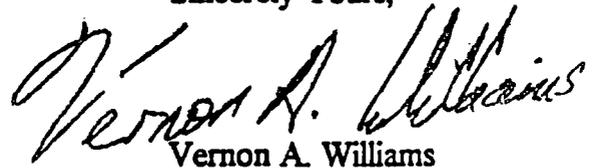
Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
1455 F Street, NW., Ste. 225  
Washington, DC., 20005

DATE: 7/15/97

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301  
and 49 CFR 1177.3 (c), on 7/15/97 at 2:24PM, and  
assigned recordation number(s). 20771 and 10378-F.

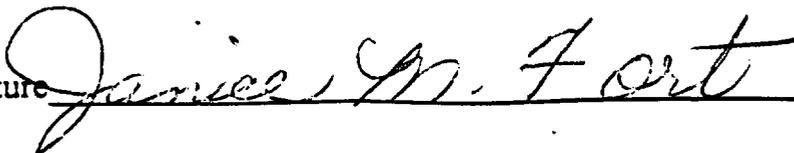
Sincerely Yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 48.00 The amount indicated at the left has been received in payment of a fee in  
connection with a document filed on the date shown. This receipt is issued for the amount paid.  
In the event of an error or any questions concerning this fee, you will receive a notification after  
the Surface Transportation Board has an opportunity to examine your document.

Signature

  
\_\_\_\_\_

NOTICE OF TERMINATION OF LEASE JUL 15 '97 2-24 PM

This NOTICE OF TERMINATION OF LEASE ("Notice of Termination") is made as of July 15, 1997 by Great Lakes Carbon Corporation, as lessee (the "Lessee").

WHEREAS, Lessee entered into a Lease of Railroad Equipment dated as of March 15, 1979 (the "Lease") with State Street Bank and Trust Company, as assigned Trustee and Lessor (the "Lessor"), with respect to 100 100-ton covered hopper cars numbered GLCX 7000-7099, inclusive (the "Equipment"), which was recorded at the Interstate Commerce Commission (now known as the Surface Transportation Board) on May 17, 1979 under Recordation No. 10378-B; and

WHEREAS, Lessee desires to execute this Notice of Termination to evidence for the public record the termination of the Lease and of all rights and obligations of Lessee with respect to the Equipment under the Lease.

NOW, THEREFORE, in consideration of the premises, Lessee does hereby acknowledge and confirm:

Notice of Termination of Lease. Lessee hereby declares for the public record that the Lease has been terminated and that all rights and obligations of the parties arising under the Lease with respect to the Equipment have forever ceased.

IN WITNESS WHEREOF, Lessee has executed this Notice of Termination as of the date first above written.

GREAT LAKES CARBON CORPORATION

By: James D. McKenzie

Print Name: JAMES D. MCKENZIE

Title: President

STATE OF New York )  
 ) SS.  
COUNTY OF New York )

I, the undersigned, a Notary Public in and for the said County, in the State aforesaid, do hereby certify that James D. McKenzie, as President of GREAT LAKES CARBON CORPORATION, who is personally known to me to be the same person whose name is subscribed to the foregoing instrument as his own free and voluntary act and as the free and voluntary act of said association, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal, the 14<sup>th</sup> day of July, 1997.

Claire Hernandez  
Notary Public

My Commission Expires:

CLAIRE HERNANDEZ  
Notary Public, State of New York  
No. 24-4971300  
Qualified in Kings County  
Certificate filed in New York County  
Commission Expires August 27, 1998

## CERTIFICATION

I, LOUIS E. GITOMER, have compared this copy to the original Notice of Termination of Lease, dated as of July 15, 1997, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



---

Louis E. Gitomer  
July 15, 1997