



DONELAN CLEARY  
WOOD & MASER, P.C.

RECORDATION NO. 10412-F FILED

SEP 22 '98

10-15 AM

SEP 22 10 15 AM '98

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

September 22, 1998

Recordation No. 10412-F

Dear Mr. Williams:

On behalf of General Electric Capital Corporation I submit for filing and recording under 49 U.S.C. § 11301 (a) and the regulations applicable thereunder, executed counterparts of a secondary document not previously recorded entitled Memorandum of Full Termination of Lease of Railroad Equipment dated as of September 21, 1998 ("Termination").

The party to the enclosed Termination is:

General Electric Capital Corporation 44 Old Ridgebury Road Danbury, CT 06810	- SUCCESSOR LESSOR/ TERMINATOR
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The said Termination is a full termination of that certain Lease of Railroad Equipment recorded under Recordation No. 10412-B covering all the equipment therein and should be recorded under the next available letter under Recordation No. 10412, which we believe will be "- F."

Enclosed is a check in the amount of twenty-six dollars (\$26.00) in payment of the filing fee.

Once the filing has been made, please return to the bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter/fee receipt from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.  
*Attorney for the purpose of this filing  
for General Electric Capital  
Corporation*

*Counterparts - A.H. Harrison, Jr.*

The Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

Enclosures

BY HAND

8204-020

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

OFFICE OF THE SECRETARY

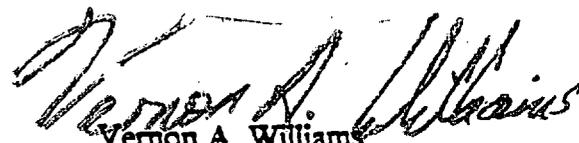
DATE: 9/22/98

Allen H. Harrison, Jr.  
DCWM  
1100 New York Avenue, N.W., Ste. 750  
Washington, DC., 20005-3934

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 9/22/98 at 10:15AM, and  
assigned recordation number(s). 10412-F.

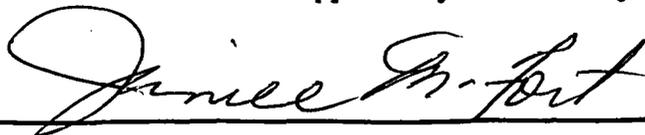
Sincerely Yours,

  
Vernon A. Williams  
Secretary

Enclosure(s)

\$ 26.00 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



RECORDATION NO. 10412-F FILED

SFP 22 '98

10-15 AM

MEMORANDUM OF FULL TERMINATION  
OF  
LEASE OF RAILROAD EQUIPMENT  
RECORDED UNDER RECORDATION NO. 10412-B

THIS MEMORANDUM OF FULL TERMINATION OF LEASE OF RAILROAD EQUIPMENT is made as of this 21 day of September, 1998 by General Electric Capital Corporation, f/k/a General Electric Credit Corporation.

WHEREAS, General Electric Credit Corporation was the Original Owner/Trustor under that certain Trust Agreement of April 1, 1979 ("Trust") originally with The Connecticut Bank and Trust Company, as Trustee; and

WHEREAS, The Connecticut Bank and Trust Company, as the aforesaid Trustee, did enter into that certain Lease of Railroad Equipment ("Lease"), dated as of August 1, 1979, as Lessor, with The Detroit Edison Company, as Lessee, recorded with the then Interstate Commerce Commission, now Surface Transportation Board, under Recordation No. 10412-B on June 4, 1979; and

WHEREAS, through a series of transactions as recited in that certain Assignment to and Appointment of Successor Trustee, recorded May 21, 1992 under Recordation No. 10412-D, State Street Bank and Trust Company did become, effective as of July 14, 1991, among other things, Successor Trustee to The Connecticut Bank and Trust Company, and, as a consequence, also became Successor Lessor under the above-mentioned Lease; and

WHEREAS, the aforementioned Trust having become terminated, General Electric Capital Corporation became the successor Lessor under the above Lease; and

WHEREAS, the term of the aforesaid Lease has ended, has not been extended, and all duties, obligations and payments under the said Lease have been fulfilled and the units of rolling stock under the Lease are no longer in the possession of the Lessee, having been returned by the Lessee;

NOW, THEREFORE, this Memorandum of Termination of Lease of Railroad Equipment is recorded for the purpose of officially fully terminating of record in the files of the Surface Transportation Board the aforesaid Lease.

IN WITNESS WHEREOF, the party hereto has executed this Memorandum of Full Termination of Railroad Equipment as of the day, month and year first hereinabove written.

GENERAL ELECTRIC CAPITAL CORPORATION

By: *R. T. Sturgeon*

Name: \_\_\_\_\_

Corporate Title: R. T. Sturgeon  
Manager Operations

STATE OF Conn.  
COUNTY OF Fairfield

SS:

On this 21st day of September, 1998 before me personally appeared Richard T. Sturgen, to me personally known, who being by me duly sworn, says that he/she is the Manager-Operations of General Electric Capital Corporation, that the foregoing instrument was signed on behalf of General Electric Capital Corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of General Electric Capital Corporation.

IN WITNESS WHEREOF, I have hereunto set me hand and official seal.

Margaret M. Fraioli  
Notary Public

My Commission expires:

MARGARET M. FRAIOLI  
NOTARY PUBLIC  
MY COMMISSION EXPIRES DEC. 31, 2000