

Countersparts - L. batman

RECORDATION NO. 11907-C FILED

SEP 29 '98 11:00AM

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OF COUNSEL
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SEP 29 11 00 AM '98

RECEIVED
SURFACE TRANSPORTATION BOARD

September 28, 1998

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 Lease Termination and Release, dated January 2, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease Agreement, as amended, which was previously filed with the Commission under Recordation Number 11907.

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

Lessor: United States Trust Company of New York
114 West 47th Street
New York, New York 10036

Lessee: Kerr-McGee Coal Corporation
Kerr-McGee Center
Oklahoma City, Oklahoma 73125

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

all equipment subject to the Lease

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September 28, 1998
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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

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

OFFICE OF THE SECRETARY

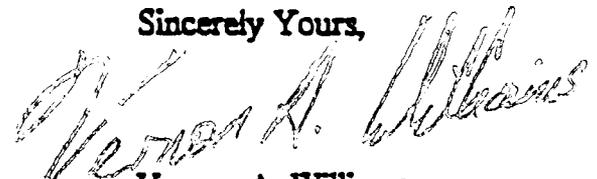
Robert W. Alvord
Alvord And Alvord
918 Sixteenth Street, NW., Ste. 200
Washington, DC., 20006-2973

DATE: 9/29/98

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 9/29/98 at 11:00AM ✓, and
assigned recordation number(s). 7677-J, 14097-G, 17655-B, 11907-C
and 11908-B.

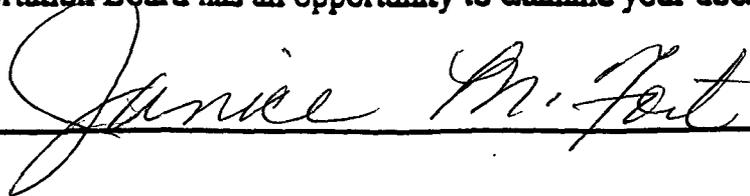
Sincerely Yours,


Vernon A. Williams
Secretary

Enclosure(s) (5)

\$ 130.00 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



LEASE TERMINATION AND RELEASE

This Lease Termination and Release is made effective as of January 2, 1998 by United States Trust Company of New York not in its individual capacity but solely as owner trustee, in such capacity as Lessor, and Kerr-McGee Coal Corporation, as assignee of Union Electric Company, as Lessee, under that certain Lease Agreement dated as of May 1, 1980, and Equipment Schedule 001 dated May 1, 1980 (collectively the "Lease"), covering two hundred sixty-four railcars bearing KMCX reporting marks with road numbers within the series 80001 through 80350 as listed in Schedule 1 hereto ("Railcars").

Whereas, the Lease or evidence thereof was recorded with the Surface Transportation Board, formerly known as the Interstate Commerce Commission, on June 13, 1980 under Recordation Number 11907, and Amendment of Lease, dated as of June 1, 1981, was recorded on July 10, 1981 under Recordation Number 11907-A, and Assignment of Lease Documents, dated June 25, 1984, by Union Electric Company as Assignor in favor of Kerr-McGee Coal Corporation as Assignee, was recorded in August 23, 1984 under Recordation Number 11907-B.

Whereas, Lessee has sold the Railcars and satisfied its obligations under the Lease; and

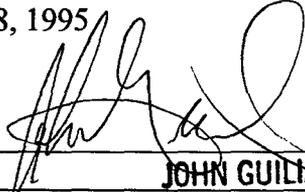
Whereas, Lessee and Lessor desire to terminate the Lease; and

Now Therefore, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, Lessor and Lessee agree as follows:

1. Definitions. Unless otherwise specified herein, all capitalized terms shall have the meanings ascribed to them in the Lease.
2. Release and Termination of Lease. All interest of the Lessor and Lessee in the Lease is hereby RELEASED, DISCHARGED and TERMINATED.

Dated effective as of January 2, 1998.

Lessor: UNITED STATES TRUST COMPANY OF NEW YORK, as Lessor and as Owner Trustee under Union Electric Trust No. 80-1 dated as of December 8, 1995

By: 
Title: JOHN GUILIANO
VICE PRESIDENT

Lessee: KERR-MCGEE COAL CORPORATION

By: 
Title: Vice President Marketing

**EXISTING KMCX CARS
AS OF 12/16/97**

1 KMCX	80001	88 KMCX	80115	177 KMCX	80242
2 KMCX	80002	89 KMCX	80116	178 KMCX	80244
3 KMCX	80003	91 KMCX	80117	179 KMCX	80245
4 KMCX	80004	92 KMCX	80118	180 KMCX	80246
5 KMCX	80005	93 KMCX	80119	181 KMCX	80247
6 KMCX	80006	94 KMCX	80122	182 KMCX	80249
7 KMCX	80008	95 KMCX	80123	183 KMCX	80250
8 KMCX	80009	96 KMCX	80126	184 KMCX	80251
9 KMCX	80010	97 KMCX	80127	185 KMCX	80252
10 KMCX	80011	98 KMCX	80129	186 KMCX	80253
11 KMCX	80012	99 KMCX	80130	187 KMCX	80254
12 KMCX	80014	100 KMCX	80131	188 KMCX	80255
13 KMCX	80016	101 KMCX	80132	189 KMCX	80256
14 KMCX	80017	102 KMCX	80133	190 KMCX	80257
15 KMCX	80020	103 KMCX	80136	191 KMCX	80258
16 KMCX	80021	104 KMCX	80137	192 KMCX	80259
17 KMCX	80022	105 KMCX	80138	193 KMCX	80260
18 KMCX	80023	106 KMCX	80139	194 KMCX	80263
19 KMCX	80024	107 KMCX	80141	195 KMCX	80264
20 KMCX	80025 ownership?	108 KMCX	80142	196 KMCX	80265
21 KMCX	80026	109 KMCX	80143	197 KMCX	80266
22 KMCX	80027	110 KMCX	80144	198 KMCX	80267
23 KMCX	80028	111 KMCX	80145	199 KMCX	80268
24 KMCX	80029	112 KMCX	80147	200 KMCX	80269
25 KMCX	80032	113 KMCX	80150	201 KMCX	80270
26 KMCX	80034	114 KMCX	80151	202 KMCX	80272
27 KMCX	80035	115 KMCX	80152	203 KMCX	80274
28 KMCX	80036	116 KMCX	80154	204 KMCX	80275
29 KMCX	80037	117 KMCX	80155	205 KMCX	80276
30 KMCX	80038	118 KMCX	80157	206 KMCX	80277
31 KMCX	80039	119 KMCX	80159	207 KMCX	80278
32 KMCX	80040	120 KMCX	80160	208 KMCX	80279
33 KMCX	80041	121 KMCX	80162	209 KMCX	80281
34 KMCX	80042	122 KMCX	80163	210 KMCX	80282
35 KMCX	80043	123 KMCX	80164	211 KMCX	80286
36 KMCX	80045	124 KMCX	80166	212 KMCX	80287
37 KMCX	80046	125 KMCX	80169	213 KMCX	80288
38 KMCX	80047	126 KMCX	80171	214 KMCX	80290
39 KMCX	80048	127 KMCX	80172	215 KMCX	80291
40 KMCX	80049	128 KMCX	80176	216 KMCX	80292
41 KMCX	80050	129 KMCX	80177	217 KMCX	80293
42 KMCX	80051	130 KMCX	80178	218 KMCX	80294
43 KMCX	80052	131 KMCX	80180	219 KMCX	80295
44 KMCX	80053	132 KMCX	80181	220 KMCX	80297
45 KMCX	80054	133 KMCX	80182	221 KMCX	80298
46 KMCX	80055	134 KMCX	80183	222 KMCX	80299
47 KMCX	80056	135 KMCX	80184	223 KMCX	80300
48 KMCX	80057	136 KMCX	80187	224 KMCX	80301
49 KMCX	80058	137 KMCX	80188	225 KMCX	80302
50 KMCX	80061	138 KMCX	80189	226 KMCX	80304
51 KMCX	80062	139 KMCX	80190	227 KMCX	80305

**EXISTING KMCX CARS
AS OF 12/16/97**

52 KMCX	80065	140 KMCX	80191	228 KMCX	80306
53 KMCX	80066	141 KMCX	80193	229 KMCX	80307
54 KMCX	80067	142 KMCX	80194	230 KMCX	80309
55 KMCX	80070	143 KMCX	80195	231 KMCX	80310
56 KMCX	80072	144 KMCX	80197	232 KMCX	80311
57 KMCX	80074	145 KMCX	80198	233 KMCX	80312
58 KMCX	80075	146 KMCX	80199	234 KMCX	80313
59 KMCX	80076	147 KMCX	80202	235 KMCX	80316
60 KMCX	80077	148 KMCX	80203	236 KMCX	80317
61 KMCX	80078	149 KMCX	80204	237 KMCX	80319
62 KMCX	80079	150 KMCX	80205	238 KMCX	80320
63 KMCX	80080	151 KMCX	80208	239 KMCX	80321
64 KMCX	80081	152 KMCX	80210	240 KMCX	80322
65 KMCX	80082	153 KMCX	80212	241 KMCX	80323
66 KMCX	80083	154 KMCX	80213	242 KMCX	80325
67 KMCX	80085	155 KMCX	80214	243 KMCX	80327
68 KMCX	80086	156 KMCX	80215	244 KMCX	80328
69 KMCX	80087	157 KMCX	80216	245 KMCX	80329
70 KMCX	80089	158 KMCX	80218	246 KMCX	80330
71 KMCX	80090	159 KMCX	80219	247 KMCX	80331
72 KMCX	80091	160 KMCX	80220	248 KMCX	80332
73 KMCX	80092	161 KMCX	80221	249 KMCX	80334
74 KMCX	80094	162 KMCX	80222	250 KMCX	80335
75 KMCX	80095	163 KMCX	80223	251 KMCX	80336
76 KMCX	80097	164 KMCX	80224	252 KMCX	80337
77 KMCX	80100	165 KMCX	80225	253 KMCX	80338
78 KMCX	80102	166 KMCX	80226	254 KMCX	80340
79 KMCX	80103	167 KMCX	80227	255 KMCX	80341
80 KMCX	80105	168 KMCX	80228	256 KMCX	80342
81 KMCX	80106	169 KMCX	80229	257 KMCX	80343
82 KMCX	80107	170 KMCX	80231	258 KMCX	80344
83 KMCX	80109	171 KMCX	80232	259 KMCX	80345
84 KMCX	80110	172 KMCX	80233	260 KMCX	80346
85 KMCX	80111	173 KMCX	80236	261 KMCX	80347
86 KMCX	80112	174 KMCX	80237	262 KMCX	80348
87 KMCX	80113	175 KMCX	80239	263 KMCX	80349
88 KMCX	80114	176 KMCX	80241	264 KMCX	80350