21440-B

FILED

JUN 01 '04 11-06 AM

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OF COUNSEL
URBAN A. LESTER

June 1, 2004

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, dated May 26, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railcar Lease Agreement previously filed with the Board under Recordation Number 21440.

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

Owner/Trustee Lessor:	Wells Fargo Bank Northwest, National Association 299 South Main Street Salt Lake City, UT 84111
[Lessee:	Consumers Energy Company 212 West Michigan Avenue Jackson MI 49201]

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

198 railcars within the series ESCX 6001 – ESCX 6442

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

Termination of Lease

Also enclosed is a check in the amount of $30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. 21440-B FILED

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SURFACE TRANSPORTATION BOARD

TERMINATION OF LEASE

The undersigned, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, successor in interest to First Security Bank, National Association, as Owner Trustee, Lessor, publishes this notice that the Master Railcar Lease Agreement, dated as of May 29, 1998 (the "Lease"), between First Security Bank, National Association, as Owner Trustee, Lessor, and Consumers Energy Company, Lessee, has been terminated, with respect to rail cars identified in Schedule A attached hereto.

A Memorandum of the Lease was duly filed with the Surface Transportation Board on May 29, 1998 under Recordation Number 21440.

IN WITNESS WHEREOF, Wells Fargo Bank Northwest, National Association has caused this instrument to be executed by its officer thereunto duly authorized this 26 day of May, 2004.

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, As Owner Trustee, Lessor

By: _____

Name: Brett R. King

Title: Vice President

STATE OF UTAH)
) ss:
COUNTY OF SALT LAKE)

On this 26 day of May, 2004, between me personally appeared Brett R. King, to me personally known, who, being by me duly sworn, said that he/she is a Vice President of WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.

_____
NOTARY PUBLIC

My commission expires:

NOTARY PUBLIC
ELIZABETH A. DURFEE
299 South Main Street, 12th Flr
Salt Lake City, UT 84111
My Commission Expires Nov. 22, 2007
State of Utah

Schedule A

ESCX 6001	ESCX 6116	ESCX 6226	ESCX 6351
ESCX 6004	ESCX 6118	ESCX 6227	ESCX 6352
ESCX 6005	ESCX 6119	ESCX 6229	ESCX 6356
ESCX 6006	ESCX 6122	ESCX 6231	ESCX 6360
ESCX 6009	ESCX 6123	ESCX 6233	ESCX 6363
ESCX 6010	ESCX 6124	ESCX 6234	ESCX 6366
ESCX 6012	ESCX 6125	ESCX 6236	ESCX 6368
ESCX 6014	ESCX 6126	ESCX 6237	ESCX 6369
ESCX 6018	ESCX 6127	ESCX 6242	ESCX 6374
ESCX 6020	ESCX 6132	ESCX 6245	ESCX 6375
ESCX 6021	ESCX 6133	ESCX 6246	ESCX 6377
ESCX 6031	ESCX 6134	ESCX 6247	ESCX 6378
ESCX 6032	ESCX 6136	ESCX 6251	ESCX 6380
ESCX 6033	ESCX 6137	ESCX 6255	ESCX 6381
ESCX 6037	ESCX 6139	ESCX 6265	ESCX 6384
ESCX 6039	ESCX 6144	ESCX 6267	ESCX 6386
ESCX 6041	ESCX 6145	ESCX 6269	ESCX 6387
ESCX 6042	ESCX 6149	ESCX 6270	ESCX 6390
ESCX 6045	ESCX 6152	ESCX 6272	ESCX 6391
ESCX 6047	ESCX 6153	ESCX 6274	ESCX 6392
ESCX 6049	ESCX 6156	ESCX 6275	ESCX 6397
ESCX 6050	ESCX 6159	ESCX 6283	ESCX 6401
ESCX 6052	ESCX 6163	ESCX 6287	ESCX 6403
ESCX 6054	ESCX 6168	ESCX 6288	ESCX 6404
ESCX 6055	ESCX 6171	ESCX 6291	ESCX 6406
ESCX 6059	ESCX 6175	ESCX 6292	ESCX 6408
ESCX 6060	ESCX 6176	ESCX 6298	ESCX 6409
ESCX 6068	ESCX 6180	ESCX 6299	ESCX 6413
ESCX 6069	ESCX 6181	ESCX 6302	ESCX 6414
ESCX 6072	ESCX 6183	ESCX 6304	ESCX 6415
ESCX 6076	ESCX 6184	ESCX 6306	ESCX 6417
ESCX 6077	ESCX 6186	ESCX 6310	ESCX 6419
ESCX 6081	ESCX 6187	ESCX 6311	ESCX 6420
ESCX 6082	ESCX 6188	ESCX 6312	ESCX 6421
ESCX 6083	ESCX 6189	ESCX 6314	ESCX 6423
ESCX 6084	ESCX 6191	ESCX 6316	ESCX 6424
ESCX 6088	ESCX 6193	ESCX 6322	ESCX 6425
ESCX 6092	ESCX 6194	ESCX 6327	ESCX 6429
ESCX 6094	ESCX 6195	ESCX 6330	ESCX 6431
ESCX 6096	ESCX 6204	ESCX 6331	ESCX 6432
ESCX 6102	ESCX 6205	ESCX 6332	ESCX 6433
ESCX 6105	ESCX 6207	ESCX 6333	ESCX 6434
ESCX 6107	ESCX 6210	ESCX 6335	ESCX 6435
ESCX 6108	ESCX 6211	ESCX 6337	ESCX 6436
ESCX 6110	ESCX 6216	ESCX 6339	ESCX 6437
ESCX 6111	ESCX 6217	ESCX 6340	ESCX 6439
ESCX 6112	ESCX 6219	ESCX 6344	ESCX 6440
ESCX 6113	ESCX 6222	ESCX 6345	ESCX 6442
ESCX 6114	ESCX 6224	ESCX 6347	
ESCX 6115	ESCX 6225	ESCX 6349	