



CORPORATION SERVICE COMPANY

RECORDATION NO. 20053-6 FILED

APR 24 '07

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SURFACE TRANSPORTATION BOARD

**EXPEDITE**

April 23, 2007

Karen January  
Surface Transportation Board  
Recordation Office  
395 East Street SW  
Washington, DC 20423  
202-245-0401



RE: 864012/005

Dear Karen:

Please process the enclosed documents for the service indicated below:

**COMMIT DATE: 04/25/2007**

**PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.**

**Termination Filing**

A check is enclosed in the amount of \$34.00 to: Surface Transportation Board

**Mailing instructions:**

Forward the acknowledgement to our office. Appropriate FedEx envelopes have been provided for your use.

**Special instructions:**

Lessee:

Ag Processing Inc.

Lessor:

Pitney Bowes Credit Corporation

Thank you for your assistance in this matter.

Sincerely,

April O'Shea 1-800-995-5071 ext. 3813  
Motor Vehicle Specialist

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## TERMINATION OF LEASE

## SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc., a Delaware corporation ("CIT"), is the successor lessor under that certain Master Rail Lease Agreement No. 7707722 dated as of May 7, 1996 (the "Master Lease") and that certain Lease Schedule No. 801 dated as of May 7, 1996, as amended (the "Schedule"; the Schedule and the Master Lease as it relates to the Schedule, collectively, the "Lease") between Pitney Bowes Credit Corporation (to which CIT is successor in interest, as successor in interest to ICX Corporation), as lessor, and Ag Processing Inc a cooperative, as lessee (the "Lessee"), with respect to the lease by CIT to the Lessee of one hundred (100) railcars identified on Exhibit A hereto.

A Memorandum of Master Rail Lease Agreement dated as of May 7, 1996 between Pitney Bowes Credit Corporation (to which CIT is successor in interest, as successor in interest to ICX Corporation) and Lessee, relating to the Lease, was duly filed and recorded with the Surface Transportation Board on May 9, 1996 under Recordation Number 20053.

Amendment to Lease Schedule No. 801 dated August 13, 1999 between ICX Corporation (to which CIT is successor in interest) and Lessee, relating to the substitution of one unit subject to the Lease, was duly filed and recorded with the Surface Transportation Board on September 21, 1999 under Recordation Number 20053-F.

This Termination of Lease acknowledges for the public record that the Lease has terminated and that CIT has no further interest in the Lease.

This Termination of Lease shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its termination.

Dated this 16<sup>th</sup> day of April, 2007.

*I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT. I further declare under penalty of perjury that the foregoing is true and correct.*

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Catherine Stojich  
Name: Catherine Stojich  
Title: Vice President

## EXHIBIT A

One hundred (100) covered hopper railcars, consisting of the following:

- A. Ninety nine (99) 5161 cubic foot covered hopper railcars manufactured by Trinity Industries, marked and numbered as follows:

AGPX 96100 – AGPX 96125 (both inclusive)

AGPX 96127 – AGPX 96199 (both inclusive)

- B. One (1) 5150 cubic foot covered hopper railcar manufactured by Thrall, marked and numbered as follows:

AGPX 90002