

RECORDATION NO. 21376-H FILED

July 20, 2007

JUL 20 '07 -5 22 PM

SURFACE TRANSPORTATION BOARD

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

Dear Secretary Williams:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination Agreement, a secondary document, dated as of March, 30, 2007. The primary document to which this is connected is recorded Recordation Number 21376-D. We request that the copy of this document be recorded under Recordation Number 21376-H.

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

Secured Party: U.S. Bancorp Equipment Finance, Inc.  
P. O. Box 230789  
Portland, OR 97281-0789

Sublessee: Coaltrade, LLC  
701 Market Street  
St. Louis, MO 63101

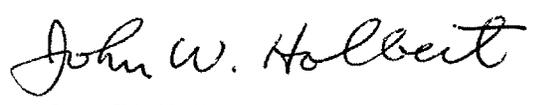
A description of the equipment covered by the Termination Agreement consists of 69 open top hopper cars within the series LERX 90003 - LERX 90240 as more particularly set forth in Schedule 1 attached to the document.

A fee of \$35.00 is enclosed. Please return one copy to:

LaSalle National Leasing Corporation  
Attn: John W. Holbert  
One West Pennsylvania Avenue, Ste 1000  
Towson, MD 21204

A short summary of the document to appear in the index follows: 69 open top hopper cars within the series LERX 90003 - LERX 90240 as more particularly set forth in Schedule 1 attached to the document.

Very Truly Yours,



John W. Holbert  
Vice President

Enclosure

RECORDATION NO. 21376-H  
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SURFACE TRANSPORTATION BOARD

TERMINATION AGREEMENT

THIS TERMINATION AGREEMENT is made this 29 day of June, 2007, by and between U.S. BANCORP EQUIPMENT FINANCE, INC. ("USBEP") and COALTRADE, LLC ("Sublessee").

WHEREAS, a Memorandum of Railcar Lease dated as of April 21, 2005 (the "Sublease") between Duke Energy Indiana, Inc. f/k/a PSI Energy, Inc. (successor in interest to The Cincinnati Gas & Electric Company), as sublessor ("Sublessor") and Sublessee, as sublessee, was recorded at the Surface Transportation Board ("STB") on August 26, 2005 at 11:48 a.m. under Recordation No. 21376-D for 69 aluminum open hopper cars which are further described on Schedule 1 attached hereto (the "Equipment").

WHEREAS, a Memorandum of Lease Assignment relating to the Sublease and the Equipment dated as of June 30, 2005 (the "Assignment") between Sublessor, as assignor, and USBEP, as assignee, was recorded at the STB on August 26, 2005 at 11:51 a.m. under Recordation No. 21376-E for the Equipment.

WHEREAS, USBEP and Sublessee desire to terminate and cancel all of their respective rights, title and interest under the Assignment, Sublease and in the Equipment, as applicable, and to record such termination and cancellation with the STB;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, USBEP and Sublessee, intending to be legally bound, agree as follows:

- i USBEP hereby terminates and cancels the Assignment, effective as of March 30, 2007, and USBEP hereby agrees that no rights, duties or liabilities under the Assignment shall survive such termination and cancellation of thereof, except with respect to acts, events, or omissions under the Assignment occurring on or prior to the date hereof.
- ii. Sublessee hereby terminates and cancels the Sublease, effective as of March 30, 2007, and Sublessee hereby agrees that no rights, duties or liabilities under the Sublease shall survive such termination and cancellation of thereof, except with respect to acts, events, or omissions under the Sublease occurring on or prior to the date hereof.
- iii. The parties agree to record this Termination Agreement with the STB so as to release any right, title or interest USBEP may have with respect to the Equipment created by or arising out of the Assignment.

IN WITNESS WHEREOF, USBEF and Sublessee have caused this Termination Agreement to be executed as of the day and year first above written.

U.S. BANCORP EQUIPMENT FINANCE, INC.

By: \_\_\_\_\_

Its: \_\_\_\_\_

COALTRADE, LLC

By: *D. By Bosh #*  
Its: DIRECTOR - EASTERN TRANSPORTATION

STATE OF \_\_\_\_\_

)

)

SS:

)

COUNTY OF \_\_\_\_\_

)

On this \_\_\_\_ day of \_\_\_\_\_, 2007 before me personally appeared \_\_\_\_\_, to me personally known, who being duly sworn, says that s/he is a \_\_\_\_\_ of U.S. Bancorp Equipment Finance, Inc., a \_\_\_\_\_ corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[NOTARIAL SEAL]

My Commission Expires:

STATE OF MISSOURI

)  
)  
)  
)

SS:

CITY  
COUNTY OF ST. LOUIS

On this 28<sup>th</sup> day of June, 2007 before me personally appeared D. Bryan Bashore, to me personally known, who being duly sworn, says that s/he is a ~~Director~~ <sup>Executive</sup> of Coaltrade, LLC, a \_\_\_\_\_ limited liability company, that said instrument was signed on behalf of said company by authority of its management, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

Notary Public Janice A. Stephenson

[NOTARIAL SEAL]

My Commission Expires: 02/16/2009



## SCHEDULE 1 TO TERMINATION AGREEMENT

Sixty-Nine (69) aluminum open top hopper cars marked and numbered:

LERX 90003, 90006, 90016, 90017, 90020, 90021, 90022, 90025, 90028, 90030, 90033, 90036, 90044, 90045, 90046, 90048, 90049, 90050, 90059, 90061, 90066, 90073, 90076, 90079, 90085, 90087, 90088, 90091, 90092, 90095, 90098, 90103, 90114, 90118, 90122, 90126, 90127, 90128, 90131, 90132, 90133, 90134, 90137, 90138, 90143, 90144, 90146, 90149, 90150, 90158, 90163, 90165, 90166, 90171, 90175, 90176, 90182, 90191, 90193, 90195, 90205, 90208, 90215, 90217, 90219, 90220, 90231, 90234, 90240

TERMINATION AGREEMENT

THIS TERMINATION AGREEMENT is made this 29th day of June, 2007, by and between U.S. BANCORP EQUIPMENT FINANCE, INC. ("USBEP") and COALTRADE, LLC ("Sublessee").

WHEREAS, a Memorandum of Railcar Lease dated as of April 21, 2005 (the "Sublease") between Duke Energy Indiana, Inc. f/k/a PSI Energy, Inc. (successor in interest to The Cincinnati Gas & Electric Company), as sublessor ("Sublessor") and Sublessee, as sublessee, was recorded at the Surface Transportation Board ("STB") on August 26, 2005 at 11:48 a.m. under Recordation No. 21376-D for 69 aluminum open hopper cars which are further described on Schedule 1 attached hereto (the "Equipment").

WHEREAS, a Memorandum of Lease Assignment relating to the Sublease and the Equipment dated as of June 30, 2005 (the "Assignment") between Sublessor, as assignor, and USBEP, as assignee, was recorded at the STB on August 26, 2005 at 11:51 a.m. under Recordation No. 21376-E for the Equipment.

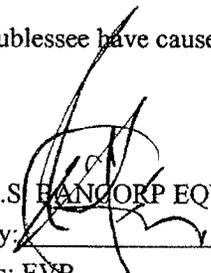
WHEREAS, USBEP and Sublessee desire to terminate and cancel all of their respective rights, title and interest under the Assignment, Sublease and in the Equipment, as applicable, and to record such termination and cancellation with the STB;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, USBEP and Sublessee, intending to be legally bound, agree as follows:

- i. USBEP hereby terminates and cancels the Assignment, effective as of March 30, 2007, and USBEP hereby agrees that no rights, duties or liabilities under the Assignment shall survive such termination and cancellation of thereof, except with respect to acts, events, or omissions under the Assignment occurring on or prior to the date hereof.
- ii. Sublessee hereby terminates and cancels the Sublease, effective as of March 30, 2007, and Sublessee hereby agrees that no rights, duties or liabilities under the Sublease shall survive such termination and cancellation of thereof, except with respect to acts, events, or omissions under the Sublease occurring on or prior to the date hereof.
- iii. The parties agree to record this Termination Agreement with the STB so as to release any right, title or interest USBEP may have with respect to the Equipment created by or arising out of the Assignment.

IN WITNESS WHEREOF, USBEP and Sublessee have caused this Termination Agreement to be executed as of the day and year first above written.

U.S. BANCORP EQUIPMENT FINANCE, INC.

By:  \_\_\_\_\_

Its: EVR \_\_\_\_\_

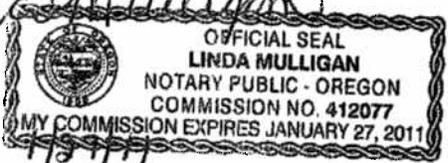
COALTRADE, LLC

By: \_\_\_\_\_

Its: \_\_\_\_\_

STATE OF Oregon )  
 )  
 ) SS:  
 )  
COUNTY OF Washington )

On this 29th day of June, 2007 before me personally appeared Paul Frisch, to me personally known, who being duly sworn, says that s/he is a E.V.P. of U.S. Bancorp Equipment Finance, Inc., a Oregon corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public Linda Mulligan  
[NOTARIAL SEAL]   
My Commission Expires: 1/27/11

STATE OF \_\_\_\_\_ )  
 )  
 ) SS:  
 )  
COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 2007 before me personally appeared \_\_\_\_\_, to me personally known, who being duly sworn, says that s/he is a \_\_\_\_\_ of Coaltrade, LLC, a \_\_\_\_\_ limited liability company, that said instrument was signed on behalf of said company by authority of its management, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

Notary Public  
[NOTARIAL SEAL]  
My Commission Expires:

## SCHEDULE 1 TO TERMINATION AGREEMENT

Sixty-Nine (69) aluminum open top hopper cars marked and numbered:

LERX 90003, 90006, 90016, 90017, 90020, 90021, 90022, 90025, 90028, 90030, 90033, 90036, 90044, 90045, 90046, 90048, 90049, 90050, 90059, 90061, 90066, 90073, 90076, 90079, 90085, 90087, 90088, 90091, 90092, 90095, 90098, 90103, 90114, 90118, 90122, 90126, 90127, 90128, 90131, 90132, 90133, 90134, 90137, 90138, 90143, 90144, 90146, 90149, 90150, 90158, 90163, 90165, 90166, 90171, 90175, 90176, 90182, 90191, 90193, 90195, 90205, 90208, 90215, 90217, 90219, 90220, 90231, 90234, 90240



POWER MARKETING & FUELS

Duke Energy Corporation  
526 South Church St.  
Charlotte, NC 28202

Mailing Address:  
EC11U / PO Box 1006  
Charlotte, NC 28201-1006

May 25, 2007

Mr. Bryan Bayshore  
Vice President Transportation  
Peabody COALSALES Co.  
701 Market Street  
9<sup>th</sup> Floor  
St. Louis, MO 63101-1826

Re: Equipment Lease Agreement Dated April 21, 2005 between COALTRADE, LLC and PSI Energy, Inc. for the sublease of 69 railcars (the "Equipment Lease").

Dear Mr. Bayshore:

This is to confirm the termination of the Equipment Lease on December 31, 2005.

If you have any questions concerning this matter, please let me know.

Sincerely,

*Rebecca L Step*  
Rebecca L. Step  
Manager, Transportation Origination