

**BALL JANIK LLP**

A T T O R N E Y S

1455 F STREET, NW, SUITE 225  
WASHINGTON, D.C. 20005

TELEPHONE 202-638-3307  
FACSIMILE 202-783-6947

LOUIS E. GITOMER  
OF COUNSEL  
(202) 466-6532

RECORDATION NO. 19900-A FILED

OCT 31 2000 2-12 PM  
TS  
SURFACE TRANSPORTATION BOARD

lgitomer@bjllp.com

October 31, 2000

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

Dear Secretary Williams:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Lease Termination Instrument, a secondary document, dated as of October 10, 2000. The primary document to which this is connected is recorded under Recordation No. 19900. We request that one copy of this document be recorded under Recordation No. 19900-A.

The names and addresses of the parties to the Lease Termination Instrument are:

Lessor:

GATX Third Aircraft Corporation  
Four Embarcadero Center  
San Francisco, CA 94111

Lessee:

IES Utilities Inc.  
200 First Street Southeast  
Cedar Rapids, IA 52401

A description of the equipment covered by the Lease Termination Instrument consists of 135 rail cars numbered GIEX 90004, 90006, 90008, 90012, 90020, 90031, 90033, 90035, 90041, 90043, 90044, 90053, 90059, 90060, 90061, 90062, 90066, 90067, 90070, 90072, 90073, 90075, 90079, 90080, 90081, 90082, 90091, 90093, 90094, 90098, 90100, 90101, 90103, 90106, 90110, 90118, 90119, 90128, 90129, 90138, 90139, 90140, 90143, 90144, 90146, 90149, 90150, 90151, 90153, 90154, 90155, 90157, 90159, 90161, 90164, 90167, 90168, 90170, 90172, 90174, 90180, 90181, 90184, 90185, 90188, 90192, 90194, 90195, 90198, 90201, 90208, 90211, 90212, 90213,

Honorable Vernon A. Williams  
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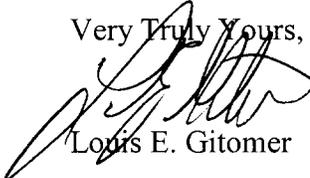
90214, 90219, 90220, 90224, 90226, 90230, 90232, 90238, 90241, 90244, 90245, 90246, 90251, 90257, 90261, 90262, 90265, 90276, 90278, 90279, 90280, 90282, 90283, 90284, 90288, 90290, 90292, 90295, 90298, 90299, 90300, 90301, 90307, 90315, 90328, 90334, 90405, 90406, 90409, 90411, 90413, 90414, 90417, 90418, 90419, 90421, 90425, 90427, 90428, 90430, 90432, 90435, 90436, 90438, 90439, 90440, 90442, 90443, 90444, 90445, and 90447.

A fee of \$ 26.00 is enclosed. Please return the original to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: an Lease Termination Instrument between GATX Third Aircraft Corporation, Four Embarcadero Center, San Francisco, CA 94111, and IES Utilities Inc., 200 First Street Southeast, Cedar Rapids, IA 52401, covering 135 rail cars numbered GIEX 90004, 90006, 90008, 90012, 90020, 90031, 90033, 90035, 90041, 90043, 90044, 90053, 90059, 90060, 90061, 90062, 90066, 90067, 90070, 90072, 90073, 90075, 90079, 90080, 90081, 90082, 90091, 90093, 90094, 90098, 90100, 90101, 90103, 90106, 90110, 90118, 90119, 90128, 90129, 90138, 90139, 90140, 90143, 90144, 90146, 90149, 90150, 90151, 90153, 90154, 90155, 90157, 90159, 90161, 90164, 90167, 90168, 90170, 90172, 90174, 90180, 90181, 90184, 90185, 90188, 90192, 90194, 90195, 90198, 90201, 90208, 90211, 90212, 90213, 90214, 90219, 90220, 90224, 90226, 90230, 90232, 90238, 90241, 90244, 90245, 90246, 90251, 90257, 90261, 90262, 90265, 90276, 90278, 90279, 90280, 90282, 90283, 90284, 90288, 90290, 90292, 90295, 90298, 90299, 90300, 90301, 90307, 90315, 90328, 90334, 90405, 90406, 90409, 90411, 90413, 90414, 90417, 90418, 90419, 90421, 90425, 90427, 90428, 90430, 90432, 90435, 90436, 90438, 90439, 90440, 90442, 90443, 90444, 90445, and 90447.

Very Truly Yours,



Louis E. Gitomer

Enclosures

OCT 31 '00

2-12 PM

## LEASE TERMINATION INSTRUMENT

SURFACE TRANSPORTATION BOARD

This Lease Termination Instrument, dated as of October 10, 2000, (this "Instrument"), is between IES Utilities Inc. ("Lessee") and GATX Third Aircraft Corporation ("Lessor").

WHEREAS, pursuant to that certain Equipment Lease Agreement, dated as of November 1, 1994 (the "Lease"), Lessor, leased to Lessee, certain open top hopper railcars bearing road numbers specified in Annex A hereto (the "Equipment").

WHEREAS, the Lease was duly filed for recordation at the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. § 11303 on January 22, 1996 under Recordation Number 19900.

WHEREAS, Lessor and Lessee now desire to terminate and cancel the Lease and to duly record this Instrument with the Surface Transportation Board ("STB"), as successor to the ICC.

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is hereby acknowledged, Lessor and Lessee agree as follows:

1. The Lease is hereby terminated and cancelled.
2. This Instrument shall be recorded with the STB and the lien of the Lease shall be released.
3. This Instrument may be executed by the parties in counterparts, each of which shall constitute an original but altogether one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Instrument to be duly executed and delivered by their authorized officers as of the day and year first above written.

## GATX THIRD AIRCRAFT CORPORATION

By: *Daniel J. Jerabek*  
 Name: Daniel J. Jerabek  
 Title: VP

## IES UTILITES INC.

By: *Kevin V. Pappas*  
 Name: Kevin V. Pappas  
 Title: G.M. Fossil Fuel Procurement

ANNEX A TO LEASE TERMINATION INSTRUMENT

All Cars Marked GIEX

90008	90139	90219	90315
90020	90140	90220	90328
90031	90143	90224	90334
90033	90144	90226	90405
90041	90146	90230	90406
90043	90149	90232	90409
90044	90150	90238	90411
90059	90151	90241	90413
90061	90153	90244	90414
90062	90154	90245	90417
90066	90155	90246	90418
90067	90157	90257	90419
90070	90159	90261	90421
90072	90161	90262	90425
90075	90164	90265	90427
90080	90167	90276	90428
90081	90172	90278	90430
90091	90174	90279	90432
90093	90184	90280	90435
90094	90188	90282	90436
90098	90192	90283	90438
90100	90194	90288	90439
90101	90195	90290	90440
90103	90198	90292	90442
90106	90201	90295	90443
90118	90208	90298	90444
90119	90211	90299	90445
90129	90213	90300	90447
90138	90214	90301	
90004	90060	90128	90185
90006	90073	90168	90212
90012	90079	90170	90251
90035	90082	90180	90284
90053	90110	90181	90307

State of Wisconsin )  
 ) ss.  
County of Dane )

On this ~~24th~~ day of Oct, 2000, before me, Sandy Turk, the undersigned Notary Public, personally appeared Kevin Desjardins personally known to me to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Sandy Turk  
Notary Public  
My commission expires: 7/7/02

State of California )  
 ) ss.  
County of San Francisco )

On this 26<sup>th</sup> day of October, 2000, before me, Christopher Delyani, the undersigned Notary Public, personally appeared Daniel J. Terabeke, personally known to me to be the person (s) whose name (s) are subscribed to the within instrument and acknowledged to me that (he)/she/they executed the same in (his)/her/their authorized capacity (es), and that by (his)/her/their signature (s) on the instrument the person (s), or the entity upon behalf of which the person (s) acted, executed the instrument.

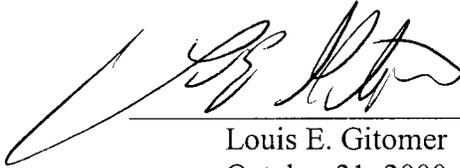
WITNESS my hand and official seal.

Christopher Delyani  
Notary Public  
My commission expires: October 23, 2002



CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Lease Termination Instrument dated as of October 10, 2000 and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

A handwritten signature in black ink, appearing to read "L. E. Gitomer", is written over a horizontal line.

Louis E. Gitomer  
October 31, 2000