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RECORDATION NO. 21094-F FILED

MAY 04 '04 11-14 AM

SURFACE TRANSPORTATION BOARD

May ~~4~~, 2004

Recordation No.21094-F

Dear Mr. Williams:

On behalf of Flex Leasing I, LLC, I submit for filing and recording under 49 U.S.C. § 11301 (a) and the regulations applicable thereunder, executed counterparts of a secondary document, not previously recorded, entitled Memorandum of Partial Termination of Lease ("Partial Termination") dated as of APRIL 29, 2004.

The parties to the enclosed Partial Termination are:

Flex Leasing I, LLC Suite 730 221 Main Street San Francisco, CA 94105	-	LESSOR/TERMINATOR
Saskatchewan Minerals a division of Goldcorp Inc. TransCanada Highway 1 P.O. Box 120 Chaplin, SK SOH OVO Canada	-	LESSEE

The said Partial Termination, among other things, acts to terminate ONLY those units in Annex A thereto, namely 25,110 ton, covered hopper cars, FLOX numbers as listed in Annex A (attached), from the Memorandum of Lease between the above parties, recorded under Recordation No. 21094, as supplemented. The Partial Termination should be recorded under the next available letter under Recordation No. 21094, which letter we believe to be "-F."

The equipment covered by the instant Partial Termination is as identified in Annex A thereto, namely 25,110 ton, covered hopper cars, FLOX numbers.

A short summary of the Partial Termination to appear in the Surface Transportation Board Index is as follows:

“Termination from Lease 25 covered hoppers, FLOX numbers, see Annex A.”

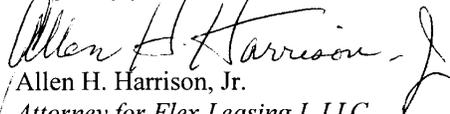
Please enter under this Recordation No. the following cross index reference:

“See Recordation No. 21888-U.”

Enclosed is a check in the amount of sixty dollars (\$60.00) in payment of the filing fee (\$30.00) and the cross indexing fee (\$30.00).

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the letter from the Surface Transportation Board acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,


Allen H. Harrison, Jr.
*Attorney for Flex Leasing I, LLC,
for the purpose of this filing.*

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

Enclosures

BY HAND

8212-020

ANNEX A

Description of Equipment

Twenty-Five (25) 3,250 cft, two pocket, 110 ton covered hopper cars,
286,000 gross rail load, numbered:

FLOX 983201 through 983204 inclusive
FLOX 983206
FLOX 983208
FLOX 983211 through 983212 inclusive
FLOX 983215
FLOX 983218 through 983222 inclusive
FLOX 983224 through 983225 inclusive
FLOX 983228 through 983231 inclusive
FLOX 983236
FLOX 983273
FLOX 983282
FLOX 983284 through 983285 inclusive

[Saskatchewan Minerals]

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MEMORANDUM OF PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

FLEX LEASING CORPORATION and **FLEX LEASING I, LLC** collectively filed (i) that certain Memorandum of Lease with (a) the Surface Transportation Board (the "STB"), Recordation No. 21094, on December 19, 1997 at 3:07 p.m. and (b) the Registrar General of Canada (the "RGC") on the 22nd day of December, A.D. 1997 at 3:40 p.m., (ii) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21094-A, on April 9, 1998 at 2:16 p.m. and (b) the RGC on the 9th day of April, A.D. 1998 at 3:10 p.m., (iii) that certain Memorandum of Supplement with (a) the STB, Recordation No. 21094-B, on April 29, 1998 at 1:31 p.m. and (b) the RGC on the 30th day of April, A.D. 1998 at 11:15 a.m., (iv) that certain Memorandum of Partial Assignment of Lease with (a) the STB, Recordation No. 21094-C on December 22, 1998 at 2:46 p.m. and (b) the RGC on the 23rd day of December, A.D. 1998 at 11:05 a.m., (v) that certain Memorandum of Partial Assignment of Lease with (a) the STB, Recordation No. 21094-D on April 12, 1999 at 3:00 p.m. and (b) the RGC on the 13th day of April, A.D. 1999 at 3:20 p.m., and (vi) that certain Memorandum of Partial Termination of Lease with (a) the STB, Recordation No. 21094-E on September 20, 2002 at 3:32 p.m. and (b) the RGC on the 25th day of September, A.D. 2002 at 10:15 a.m., relating to the lease described below:

That certain lease (the "Lease"), dated as of June 1, 1997, between **FLEX LEASING CORPORATION**, a Delaware corporation ("Flex"), having its chief executive office at 221 Main Street, Suite 730, San Francisco, California 94105, and **SASKATCHEWAN MINERALS, a division of GOLDCORP INC.**, an Ontario corporation ("Lessee"), having its chief executive office at TransCanada Highway 1, P.O. Box 120, Chaplin, SK S0H 0V0.

The duties and obligations of the parties to the Lease have been satisfied and discharged only with respect to the railcars listed on Annex A attached hereto. The terms of the said Lease, only with respect to the railcars listed on Annex A attached hereto, have run, have not been renewed, and have therefore expired. Wherefore, this filing hereby partially terminates of record the Lease, only with respect to the railcars listed on Annex A attached hereto. The remainder of the Lease is in full force and effect as of the date hereof.

Dated as of April 29th, 2004

FLEX LEASING I, LLC

By: Janice M. Wickham

Name: Janice M. Wickham

Title: Vice President

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On this 27th day of April, 2004, personally came before me, Janice M. Wickham, who, being by me duly sworn, says she is a Vice President of Flex Leasing I, LLC and that said writing was signed on the date hereof by her on behalf of said company by its authority duly given. The said Vice President acknowledged the execution of the said writing to be the act and deed of said company.

Witness my hand and notarial seal this 29th day of April, 2004.

SEAL



Notary Public
My Commission Expires: _____

RICHARD D'ANNUNZIO
Notary Public, State of New York
No. 43-4693159
Qualified in Richmond County
Commission Expires March 30, 2007

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FLOX 983282
FLOX 983284 through 983285 inclusive

[Saskatchewan Minerals]