

RECORDATION NO. 22092-D FILED

May 20, 2004

MAY 25 '04 3-26 PM

**Nathan
Sommers
+ Jacobs
Gorman**

SURFACE TRANSPORTATION BOARD

Surface Transportation Board
1925 K Street, N.W.
Suite 700
Washington, D.C. 20423



Re: Document for Recordation

To whom it may concern:

I have enclosed two (2) originals of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a Termination of Lease dated as of May 18, 2004 (the "Release of Lien"), and is a secondary document. The primary document to which this Release of Lien is connected is recorded under Recordation No. 22092 and 22092-B.

The names of the parties to the Release of Lien are as follows:

Secured Party:

General Electric Capital Corporation (New York corporation)

Debtor:

Freeport-McMoran Sulphur LLC (Delaware corporation)

A description of the equipment to be released under the Release of Lien is as follows:

Two Hundred Seventy (270) tank cars with railcar marks and road numbers DVLX 1002-5001, NI; and

One Hundred Seventy-Five (175) tank cars with railcar marks and road numbers DVLX 4001-4190, NI (the "Rail Cars").

A short summary of the Release of Lien to appear in the index is as follows:

Release of Lien dated as of May 18, 2004, between General Electric Capital Corporation ("Secured Party") and Freeport-McMoran Sulphur LLC ("Debtor"), and

A Professional Corporation
ATTORNEYS AND COUNSELORS
2800 POST OAK BOULEVARD 16TH FLOOR
HOUSTON, TEXAS 77056-6102
MAIN: 713.960.0303

Direct: 713.892.4873 | Fax: 713.892.4800
Email: csegeren@nathansommers.com

releasing Two Hundred Seventy (270) tank cars with railcar marks and road numbers DVLX 1002-5001, Ni and One Hundred Seventy-Five (175) tank cars with railcar marks and road numbers DVLX 4001-4190, NI.

A fee of \$30.00 is enclosed. Please return one (1) file stamped original to the undersigned after recording.

Sincerely,



Cynthia Segeren
Legal Assistant

:CJS

encl

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TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

STATE OF Texas

§

KNOW ALL MEN BY THESE PRESENTS THAT:

COUNTY OF Dallas

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The undersigned, GENERAL ELECTRIC CAPITAL CORPORATION, a New York corporation ("GE") as Lessor under (a) that certain Master Lease Agreement dated as of March 31, 1999, and Equipment Schedule Number 001 thereto (collectively, the "Lease-001") and (b) that certain Master Lease Agreement dated as of March 31, 1999 and Equipment Schedule Number 002 thereto (collectively, the "Lease-002"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, do hereby acknowledge the termination of the Lease-001 and Lease-002 with FREEPORT-MCMORAN SULPHUR LLC, a Delaware limited liability company ("Freeport") as Lessee.

A Memorandum of Lease Agreement was duly filed with the Surface Transportation Board on April 2, 1999 under Recordation Number 22092 and covers the following railroad equipment:

270 tank cars with railcar marks and road numbers DVLX 1002-5011, NI

A Memorandum of Lease Agreement was duly filed with the Surface Transportation Board on December 20, 1999 under Recordation Number 22092-B and covers the following railroad equipment:

175 tank cars with railcar marks and road numbers DVLX 4001-4190, NI

IN WITNESS WHEREOF, GENERAL ELECTRIC CAPITAL CORPORATION has caused this Instrument to be executed by its officer thereunto duly authorized this 18th day of May, 2004.

GENERAL ELECTRIC CAPITAL CORPORATION

By: William S. Anderson
Name: WILLIAM S. ANDERSON
Title: SENIOR RISK ANALYST

STATE OF Texas §
COUNTY OF Dallas §

On this 18th day of May, 2004, this instrument was acknowledged before me by William S. Anderson as Senior Risk Analyst of GENERAL ELECTRIC CAPITAL CORPORATION, on its behalf by authority of its Board of Directors, and such person has acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Judi Wright
Notary Public, State of TEXAS

