



CORPORATION SERVICE COMPANY

RECORDATION NO. 21220-A FILED



November 11, 2004

NOV 12 '04 12-29 PM

Barbara Saddler  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 70  
Washington D.C. 20423

SURFACE TRANSPORTATION BOARD

RE: 136397-1

Dear Barbara,

Enclosed are two (2) originals of the **Memorandum of TERMINATION of Lease** dated as of November 4, 2004 on the following:

Number of Cars and Description:

**193 5250 cu ft covered hopper railroad cars manufactured by ACF Industries**

Car Marks and Numbers:

**MLLX 59000 through MLLX 59199, inclusive but excluding MLLX 59002, 59006, 59009, 59049, 59085, 59117 and 59155.**

Recordation#:

**21220 (Filed on February 18, 1998)**

**A short summary of the document to appear in the index follows:**

Memorandum of Termination of Lease covering 193 5250 cu ft covered hopper railroad cars manufactured by ACF Industries with reporting marks and numbers: **MLLX 59000 through MLLX 59199 – NOT INCLUSIVE.**

Please file this **TERMINATION OF LEASE** and return one (1) stamped original to my attention. A check covering the filing fee of thirty dollars (\$30.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-995-5071 ext. 3813.

Thank you for your prompt assistance.

Sincerely,

April O'Shea  
Motor Vehicle Specialist  
Enclosure

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MEMORANDUM OF TERMINATION OF ~~LEASE~~ '04

12-29 PM

SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc. ("CIT"), as Lessor, filed that certain Memorandum of Lease Extension with the Surface Transportation Board (the "STB"), Recordation No. 21220 on February 18, 1998 at 9:20AM relating to the lease described below:

That certain Lease Extension Certificate ("Certificate"), dated as of February 6, 1998 extending a Lease of Railroad Equipment originally dated as of September 1, 1976, as renewed, supplemented and amended (the "Lease of Railroad Equipment"); said Lease of Railroad Equipment and Certificate are collectively referred to herein as the "Lease").

The duties and obligations of the parties to the Lease have been satisfied and discharged. Wherefore, this filing hereby terminates of record the Lease with respect to the railcars listed on Annex A attached hereto.

IN WITNESS WHEREOF, CIT has caused this instrument to be executed by its duly authorized officer this 4th day of November 2004.

The CIT Group/Equipment Financing, Inc.

By: M. Roy Gosse

Name: M. Roy Gosse

Title: Vice President

Annex A

Number of Cars and Description	Car Marks and Numbers
193 5250 cu ft covered hopper railroad cars manufactured by ACF Industries	MLLX 59000 through MLLX 59199, inclusive but excluding MLLX 59002, 59006, 59009, 59049, 59085, 59117, and 59155

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

On this 4th day of November, 2004, before me personally appeared M. Roy Gosse, to me personally known, who, being by me duly sworn, says that he/she is a VICE PRESIDENT of The CIT Group/Equipment Financing, Inc., that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and that he/she acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.

  
Notary Public

My commission expires:

BARBARA GARNER  
Notary Public, State of New York  
No. 016A5085133  
Qualified in Nassau County  
Certificate filed in New York County  
Commission Expires Sept. 3, 2006