

RECORDATION NO. 23296-V FILED

DEC 30 '04 12:42 PM

SURFACE TRANSPORTATION BOARD

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URBAN A. LESTER

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

December 30, 2004

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease Termination, dated as of December 30, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease and Assignment previously filed with the Board under Recordation Numbers 23296-F and 23296-I respectively.

The names and addresses of the parties to the enclosed document are:

Lessor:	ICX Corporation Two Summit Park Drive, Suite 300 Cleveland, Ohio 44131
Lessee:	Formosa Plastics Corporation 9 Leachtree Hill Road Livingston, New Jersey 07039
Lessee:	Formosa Transrail Corporation 9 Leachtree Hill Road Livingston, New Jersey 07039

Mr. Vernon A. Williams
December 30, 2004
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A description of the railroad equipment covered by the enclosed document is:

160 covered hopper cars within the series FPAX 200185 - FPAX 201444 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease Termination.

Also enclosed is a check in the amount of \$32.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO. 23296-V FILED

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE TERMINATION

dated as of December 30, 2004

between

FORMOSA PLASTICS CORPORATION, U.S.A. AND FORMOSA
TRANSRAIL CORPORATION
as Lessees,

and

ICX CORPORATION, as assigned from LASALLE NATIONAL LEASING
CORPORATION
as Lessor

FILED WITH THE SURFACE TRANSPORTATION BOARD
PURSUANT TO 49 U.S.C. § 11301
Filing Nos.: 23296-F and 23296-I

MEMORANDUM OF LEASE TERMINATION

THIS MEMORANDUM OF LEASE TERMINATION (the "INSTRUMENT"), dated as of December __, 2004, between ICX Corporation ("ICX"), as lessor, and Formosa Plastics Corporation, U.S.A and Formosa Transrail Corporation ("Formosa"), jointly, severally and collectively, "Lessee".

WITNESSETH

WHEREAS, Schedule No. 5 dated as of March 30, 2001, to Railcar Master Lease Agreement dated as of September 29, 2000 (collectively, the "Lease") between LaSalle National Leasing Corporation ("LaSalle"), as lessor, and Formosa, as lessee, was recorded at the Surface Transportation Board (the "Board") on March 30, 2001 under Recordation No. 23296-F for 160 specialty covered hopper railcars as more specifically numbered on the attached Exhibit A, (the "Equipment") and registered with the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act on March 30, 2001 at 10:19 a.m.

WHEREAS, an Assignment of Memorandum of Lease Agreement dated as of April 25, 2001 (the "Sale") between LaSalle, as assignor, and ICX, as assignee, was recorded at the Board on April 26, 2001 under Recordation No. 23296-I for the Equipment and registered with the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act on April 26, 2001 at 2:42 p.m.

WHEREAS, ICX and Formosa desire to execute this INSTRUMENT to evidence for the public record the purchase by Formosa from ICX of all Equipment and the satisfaction and release of all of the obligations of ICX and Formosa with respect to such Equipment, except for such obligations intended to survive the termination or expiration of the Lease, and rights of ICX as owner of the Equipment under the Lease.

NOW, THEREFORE, in consideration of the premises:

ICX and Formosa do hereby acknowledge and confirm for the public record the assignment of ICX's right, title and interest in the Equipment to Formosa and the satisfaction and release of all rights and obligations arising under the Lease with respect to the Equipment, except for such obligations intended to survive the termination or expiration of the Lease. The Lease will terminate, upon ICX's receipt from Formosa of the consideration and the simultaneous transfer of title to Formosa.

The rights and obligations of the parties to the Railcar Master Lease Agreement with respect to equipment other than the Equipment under Schedule No. 5 are not affected by this Instrument and shall remain in full force and effect.

This INSTRUMENT may be executed in two or more counterparts each of which so executed shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument, which shall be sufficiently evidenced by any such original counterpart.

IN WITNESS WHEREOF, ICX and Formosa have executed or caused this INSTRUMENT to be executed as of the date first above written.

[The remainder of this page is intentionally left blank]

ICX CORPORATION

By: *Dennis J. Diemer*

Its: Dennis J. Diemer
Vice President

Formosa Plastics Corporation, U.S. A.

By: _____

Its: _____

Formosa Transrail Corporation

By: _____

Its: _____

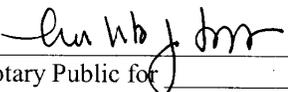
STATE OF OHIO)
) ss.
County of Cuyahoga)

On this 28th day of December 2004, before me, Michelle Smego, the undersigned Notary Public, personally appeared Dennis J. Memer personally known to me to be the person who executed the within instrument as Vice President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Michelle Smego
Notary Public for _____
My Commission expires **MICHELLE SMEGO**
Notary Public, State of Ohio, Cuy. Cty.
My commission expires July 1, 2008

STATE OF NEW JERSEY)
) ss.
County of ESSEX)

On this 28th day of December 2004, before me, Norberto Jose Torres, the undersigned Notary Public, personally appeared T.Y. Liao personally known to me to be the person who executed the within instrument as VP Finance & Treasurer on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.



Notary Public for _____
My Commission expires _____

EXHIBIT A

TOTAL: 160
Specialty Covered Hopper
Railcars

FPAX 200185	FPAX 200342	FPAX 200399	FPAX 201138
FPAX 200212	FPAX 200343	FPAX 200400	FPAX 201139
FPAX 200214	FPAX 200344	FPAX 200401	FPAX 201140
FPAX 200284	FPAX 200345	FPAX 200403	FPAX 201141
FPAX 200286	FPAX 200346	FPAX 200405	FPAX 201142
FPAX 200287	FPAX 200347	FPAX 200407	FPAX 201143
FPAX 200290	FPAX 200348	FPAX 200408	FPAX 201144
FPAX 200292	FPAX 200349	FPAX 200411	FPAX 201145
FPAX 200294	FPAX 200350	FPAX 200591	FPAX 201146
FPAX 200306	FPAX 200351	FPAX 201107	FPAX 201147
FPAX 200311	FPAX 200352	FPAX 201108	FPAX 201148
FPAX 200312	FPAX 200353	FPAX 201109	FPAX 201149
FPAX 200314	FPAX 200354	FPAX 201110	FPAX 201150
FPAX 200315	FPAX 200355	FPAX 201111	FPAX 201151
FPAX 200316	FPAX 200356	FPAX 201112	FPAX 201152
FPAX 200317	FPAX 200357	FPAX 201113	FPAX 201153
FPAX 200318	FPAX 200359	FPAX 201114	FPAX 201154
FPAX 200319	FPAX 200361	FPAX 201115	FPAX 201155
FPAX 200320	FPAX 200362	FPAX 201116	FPAX 201156
FPAX 200321	FPAX 200363	FPAX 201117	FPAX 201157
FPAX 200322	FPAX 200364	FPAX 201118	FPAX 201158
FPAX 200323	FPAX 200365	FPAX 201119	FPAX 201159
FPAX 200324	FPAX 200366	FPAX 201120	FPAX 201160
FPAX 200325	FPAX 200367	FPAX 201121	FPAX 201161
FPAX 200326	FPAX 200368	FPAX 201122	FPAX 201162
FPAX 200327	FPAX 200369	FPAX 201123	FPAX 201163
FPAX 200328	FPAX 200370	FPAX 201124	FPAX 201164
FPAX 200329	FPAX 200371	FPAX 201125	FPAX 201165
FPAX 200330	FPAX 200372	FPAX 201126	FPAX 201166
FPAX 200331	FPAX 200373	FPAX 201127	FPAX 201167
FPAX 200332	FPAX 200375	FPAX 201128	FPAX 201168
FPAX 200333	FPAX 200376	FPAX 201129	FPAX 201169
FPAX 200334	FPAX 200377	FPAX 201130	FPAX 201170
FPAX 200335	FPAX 200379	FPAX 201131	FPAX 201171
FPAX 200336	FPAX 200384	FPAX 201132	FPAX 201173
FPAX 200337	FPAX 200385	FPAX 201133	FPAX 201437
FPAX 200338	FPAX 200386	FPAX 201134	FPAX 201441
FPAX 200339	FPAX 200387	FPAX 201135	FPAX 201442
FPAX 200340	FPAX 200390	FPAX 201136	FPAX 201444
FPAX 200341	FPAX 200392	FPAX 201137	