

RECORDATION NO. 9797-J FILED

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MAR 00 '05 12-07 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

March 8, 2005

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 Partial Termination of Lease, dated as of March 7, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease which was previously filed with the Board under Recordation Number 9797.

The name and address of the party to the enclosed document are:

Lessor:	The Bank of New York, not in its individual capacity but solely as Trustee 10161 Centurion Parkway Jacksonville, Florida 32256
[Lessee:	Union Carbide Corporation 2020 Dow Center Midland, Michigan 48674]

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

57 propane tank cars: RAIX 003401 – RAIX 003456.
5 aluminum tank cars: RAIX 009149 – RAIX 009153.
35 tank cars: RAIX 8025 – RAIX 8059.

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

Partial Termination of Lease.

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

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PARTIAL TERMINATION OF LEASE

MAR 08 '05 12-07 PM

SURFACE TRANSPORTATION BOARD

The undersigned, The Bank of New York, successor to Trust Company for USL, Inc., not in its individual capacity, but solely as Trustee under the Trust Agreement (U.C. Trust No. 16) dated as of March 1, 1978 ("Lessor") and Union Carbide Corporation, a Delaware corporation ("Lessee"), publishes this notice that the Lease of Railroad Equipment, dated as of July 1, 1978, as amended (the "Lease"), between The Bank of New York successor to Trust Company for USL, Inc., as Trustee under U.C. Trust No. 16, Lessor, and Union Carbide Corporation, Lessee, has been terminated, in part, with respect to rail cars identified in Schedule A attached hereto.

The Lease, as amended, was duly filed with the Surface Transportation Board under Recordation Numbers 9797, 9797A, D, and E.

IN WITNESS WHEREOF, The Bank of New York, has caused this instrument to be executed by its officer thereunto duly authorized this 7th day of March, 2005.

THE BANK OF NEW YORK,
not in its individual capacity, but solely as Trustee

By: [Signature]

Name: Tammy Stegall

Title: [Signature]

STATE OF Florida)
) ss.
COUNTY OF Duval)

On this 7th day of Duval, 2005, before me, Michele O'Donnell
(Notary Name and Title)

personally appeared Tammy Stegall personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to within the 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.

[Signature]
Signature

My Commission Expires:



Schedule A

57 Propane Tank Cars RAI 003401 – 003456

5 Aluminum Tank Cars RAI 009149 – 009153

35 Tank Cars RAI 8025 – 8059