

RECORDATION NO. 9942-N FILED

MAR 15 '05 2-30 PM

SURFACE TRANSPORTATION BOARD

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URBAN A. LESTER

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

March 15, 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 Notice of Termination of Lease, dated as of March 14, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Lease which was previously filed with the Commission under Recordation Number 9942-K.

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

Lessor: U.S. Bank National Association
(successor to The Connecticut Bank and Trust Company)
225 Franklin Street
Boston, Massachusetts 02110

[Lessee: Union Pacific Railroad Company
(successor to Chicago and North Western Transportation Company)
1416 Dodge Street
Omaha Nebraska 68179-0001]

Mr. Vernon A. Williams
March 15, 2005
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A description of the railroad equipment covered by the enclosed document
is:

200 railcars: CNW 753700 – CNW 753899.

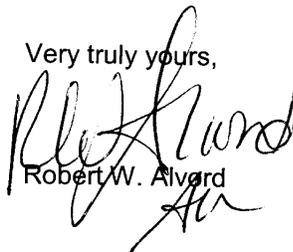
A short summary of the document to appear in the index is:

Notice of 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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NOTICE OF TERMINATION OF LEASE SURFACE TRANSPORTATION BOARD

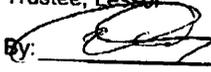
The undersigned, U.S. Bank National Association, not in its individual capacity but solely as Trustee, Lessor, publishes this notice that the Equipment Lease, dated as of May 30, 1980, as subsequently amended or modified (the "Lease"), between The Connecticut Bank and Trust Company (predecessor in interest to the Trustee and Lessor) and Chicago and North Western Transportation Company (predecessor in interest to Union Pacific Railroad Company), Lessee, has been terminated.

The Lease was originally filed with the Interstate Commerce Commission (now the Surface Transportation Board) on April 20, 1981 under Recordation Number 9942-K and covers the following railcars:

200 covered hopper cars numbered CNW 753700 through CNW 753899.

IN WITNESS WHEREOF, U.S. Bank National Association has caused this instrument to be executed by its officer thereunto duly authorized this 14th day of March, 2005.

U.S. Bank National Association, not in its individual capacity but solely as Trustee, Lessor

By: 

Name: Donald E. Smith

Title: Vice President

COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF SUFFOLK)

On this 14th day of March, 2005, before me personally appeared Donald E. Smith, to me personally known, who, being by me duly sworn, said that he/she is Vice President of U.S. Bank National Association, that he/she is authorized to execute the foregoing instrument on behalf of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of foregoing instrument was the free act and deed of the corporation.


NOTARY PUBLIC

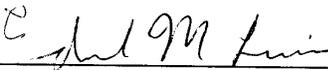
My commission expires:

RACHEL M. SYLVIA
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
MY COMMISSION EXPIRES FEBRUARY 18, 2011

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: March 15, 2005



Edward M. Luria