

RECORDATION NO. 23796-B FILED

DEC 2 '05 11:51 AM

SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

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

December 2, 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 Termination of Equipment Lease, dated as of January 3, 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 Memorandum of Lease Agreement previously filed with the Board under Recordation Number 23796.

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

Lessor: General Electric Capital Corporation
201 High Ridge Road
Stamford, Connecticut 06927

[Lessees: Elgin Joliet and Eastern Railway Company
Union Railroad Company
Lake Terminal Railroad Company
Birmingham Southern Railroad Company
McKeesport Connecting Railroad Company
1141 Maple Road
Joliet, Illinois 60432]

Mr. Vernon A. Williams
December 2, 2005
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A description of the railroad equipment covered by the enclosed document is:

87 railcars: EJE 4131 - EJE 4199 and EJE 4350 - EJE 4368 (excluding EJE 4756) as more particularly set forth in the equipment schedule attached to the document.

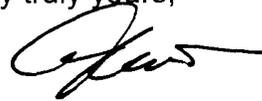
A short summary of the document to appear in the index is:

Termination of Equipment Lease.

Also enclosed is a check in the amount of \$33.00 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

DEC 2 '05 11:51 AM

TERMINATION OF EQUIPMENT LEASE

SURFACE TRANSPORTATION BOARD

The undersigned, General Electric Capital Corporation, as successor in interest to Key Equipment Finance, a division of Key Corporate Capital, Inc., as Lessor, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby acknowledge the termination of the Memorandum of Lease Agreement, dated as of December 28, 2001 between Elgin, Joliet and Eastern Railway Company, Union Railroad Company, Lake Terminal Railroad Company, Birmingham Southern Railroad Company and McKeesport Connecting Railroad Company, as Lessees.

The Lease was duly filed with the Surface Transportation Board on December 28, 2001 under Recordation Number 23796 and covers the railroad equipment on the attached schedule.

IN WITNESS WHEREOF, General Electric Capital Corporation has caused this Instrument to be executed by its officer thereunto duly authorized this 3rd day of January, 2005.

GENERAL ELECTRIC CAPITAL CORPORATION

By: *R.T. Sturgeon*
R.T. STURGEON
Title: ATTORNEY-IN-FACT

State of Connecticut)
County of Fairfield) ss:

On this 3 day of January 2005, before me personally appeared R.T. Sturgeon, to me personally known, who being by me duly sworn, says that (s)he is a attorney-in-fact, of General Electric Capital Corporation and that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Ricky K. Levine
NOTARY PUBLIC

(Notarial Seal)

My Commission expires:

**Ricky K. Levine
NOTARY PUBLIC
State of Connecticut
My Commission Expires 7/31/09**

KEY EQUIPMENT FINANCE, A DIVISION OF KEY CORPORATE CAPITAL, INC.
SCHEDULE OF EQUIPMENT

LESSEE: ELGIN, JOLIET AND EASTERN RAILWAY COMPANY, UNION RAILROAD COMPANY,
THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY
AND MCKEESPORT CONNECTING RAILROAD COMPANY

EQUIPMENT SCHEDULE NO. 4
EXHIBIT NO. 1

Term in Months	No. of Units	Year Built	Car / Road Number	General Description	Current FMV Per Unit
84	1	1980	EJE 4131	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4132	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4133	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4134	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4135	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4136	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4137	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4138	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4139	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4140	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4141	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4142	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4143	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4144	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4145	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4146	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4147	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4148	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4149	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4150	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4151	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4152	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4153	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4154	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4155	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4156	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4157	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4158	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4159	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4160	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4161	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4162	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4163	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4164	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4165	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4166	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4167	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4168	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4169	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4170	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4171	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4172	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4173	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4174	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4175	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4176	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4177	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4178	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4179	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4180	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	

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SCHEDULE OF EQUIPMENT

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THE LAKE TERMINAL RAILROAD COMPANY, BIRMINGHAM SOUTHERN RAILROAD COMPANY
AND MCKEESPORT CONNECTING RAILROAD COMPANY

EQUIPMENT SCHEDULE NO. 4
EXHIBIT NO. 1

Term In Months	No. of Units	Year Built	Car / Road Number	General Description	Current FMV Per Unit
84	1	1980	EJE 4181	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4182	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4183	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4184	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4185	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4186	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4187	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4188	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4189	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4190	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4191	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4192	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4193	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4194	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4195	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4196	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4197	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4198	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1980	EJE 4199	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4350	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4351	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4352	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4353	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4354	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4355	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4357	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4358	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4359	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4360	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4361	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4362	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4363	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4364	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4365	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4366	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4367	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
84	1	1974	EJE 4368	Mill Gondola, 52 Feet, 100 Tons, Coil Troughs, E351, GBS	
87				Total for Rail Cars	