

RECORDED 24372-C FILED

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DEC 07 '05 3-52 PM  
SURFACE TRANSPORTATION BOARD  
OF COUNSEL  
URBAN A. LESTER

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

December 7, 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 Security Agreement, dated as of November 16, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Assignment Agreement previously filed with the Board under Recordation Number 24372-A.

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

Secured Party: Wells Fargo Equipment Finance, Inc.  
733 Marquette Avenue  
Suite 700  
Minneapolis, MN 55402

[Debtor: Midwest Railcar Corporation  
3 Professional Park Drive  
Suite B  
Maryville, IL 62062]

Mr. Vernon A. Williams  
December 7, 2005  
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A description of the railroad equipment covered by the enclosed document  
is:

20 gondolas: MWCX 100182 – MWCX 100201

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

Termination of Security Agreement

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

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SURFACE TRANSPORTATION BOARD

**TERMINATION OF SECURITY AGREEMENT**

THIS TERMINATION OF SECURITY AGREEMENT ("Termination") is made as of November 16, 2005 by Wells Fargo Equipment Finance, Inc. (the "Secured Party"), for the benefit of Midwest Railcar Corporation, An Illinois Corporation (the "Debtor").

This Termination terminates that certain Recordation No. 24372-A filed March 25, 2003 between the following parties:

Secured Party: Wells Fargo Equipment Finance, Inc.  
733 Marquette Avenue  
Suite 700  
Minneapolis, MN 55402

Debtor: Midwest Railcar Corporation  
#3 Professional Park Drive  
Suite B  
Maryville, IL 62062

IN WITNESS THEREOF, the Secured Party, pursuant to due authority, has executed this Termination on the date indicated below its signature.

Wells Fargo Equipment Finance, Inc.

By: [Signature]

Its: VP

Date: 11/16/05

STATE OF MINNESOTA  
COUNTY OF HENNEPIN

On this 16th day of NOVEMBER, 2005 before me personally appeared, SUZANNE BARNES to me personally known, who being by me duly sworn, says that s/he is the VP - ACCT SERVICES of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, that said instrument was signed on behalf of said corporation, and s/he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



[Signature]  
Notary Public

My commission expires: 1/31/2010

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 12/7/05

  
\_\_\_\_\_  
Robert W. Alvord