



The David J. Joseph Company

RECORDATION NO. 19539-D FILED



December 7, 2005

DEC 13 '05

4-18 PM

Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W., Suite 715  
Washington, DC 20423-0006

**SURFACE TRANSPORTATION BOARD**

Dear Mr. Williams:

Please find enclosed, two (2) originals of the Release dated December 1, 2005 between the following two parties:

Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Lessee: Union Pacific Railroad Company  
(f/k/a Chicago and North Western Railway Company)  
1400 Douglas Street, STOP 0780  
Omaha, NE 68179-0780

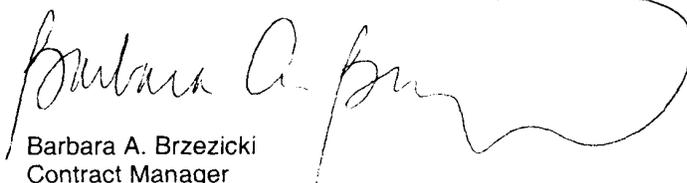
This filing is to appear in index as follows: Release of Lien dated December 1, 2005 related to ninety-eight (98) railcars bearing reporting marks CNW 471700 – CNW 471797, inclusive.

Please file this agreement as a secondary document under Recordation Number 19539-D as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 19539 and 19539-A through 19539-C. The filing fee in the amount of \$33.00 is included in the enclosed check. Please return a stamped original to my attention.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6082.

Sincerely,

The David J. Joseph Company

  
Barbara A. Brzezicki  
Contract Manager

Enclosures

Rail Equipment Group

300 Pike Street  
Cincinnati, OH 45202-4214  
Phone (513) 419-6200  
Fax (513) 419-6221

**RELEASE**

**SURFACE TRANSPORTATION BOARD**

This Release is executed as of December 1, 2005, by The David J. Joseph Company, a Delaware corporation.

WHEREAS, The David J. Joseph Company ("Lessor") and Union Pacific Railroad Company (f/k/a Chicago and North Western Railway Company ("Lessee") were parties to that certain lease dated May 26, 1995 ("Lease") for ninety-eight (98) railcars bearing reporting marks CNW 471700 - 471797, inclusive, ("Railcars") were the subject of the Lease. The Lease was recorded with the Interstate Commerce Commission ("ICC") under Recordation No. 19539.

WHEREAS, Lessor sold the Railcars and assigned the Lease to Fifth Third Leasing Company ("Fifth Third") on November 30, 1995. The Memorandum of Rights and Memorandum of Assignment and Assumption were filed with under Recordation No. 19539-A and 19539-B, respectively.

WHEREAS, Fifth Third assigned the Lease back to Lessor on November 15, 2005, which was evidenced by filing a Memorandum of Assignment and Assumption Agreement dated as of November 15, 2005 under Recordation No. 19539-C.

WHEREAS, the Lease expired on November 30, 2005.

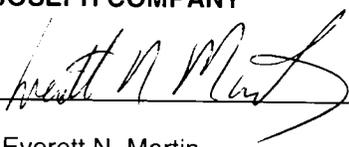
NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged as follows:

1. The Lease holding Recordation No. 19539 and subsequent filings holding Recordation No. 19539-A through 19539-C are hereby terminated. The David J. Joseph Company ("Lessor") hereby releases any and all liens created by or arising by the recordation of these filings.

2. DJJ has executed this Release for purposes of memorializing of record the agreements set forth herein.

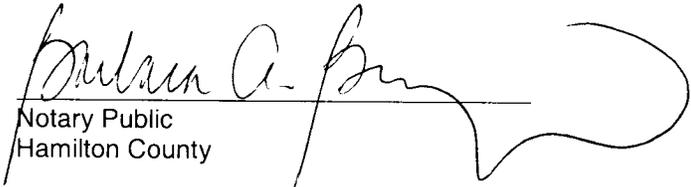
**IN WITNESS WHEREOF**, DJJ has caused this Release to be duly executed by their officer duly authorized as of the date and year first above written.

**THE DAVID J. JOSEPH COMPANY**

By:   
Name: Everett N. Martin  
Title: Assistant Secretary

State of OHIO            )  
                                  ) ss:  
County of HAMILTON    )

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of December, 2005, by Everett N. Martin, the Assistant Secretary of The David J. Joseph Company, a Delaware corporation on behalf of the corporation.

  
\_\_\_\_\_  
Notary Public  
Hamilton County

My Commission Expires: 2/20/06



**BARBARA A. BRZEZICKI**  
Notary Public, State of Ohio  
My Commission Expires  
February 20, 2006