

BALL JANIK LLP

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RECORDATION NO. 21352-I FILED

APR 25 '06

4-54 PM

SURFACE TRANSPORTATION BOARD

lgitomer@dc.bjllp.com

April 25, 2006

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release and Termination of Lease, a secondary document, dated as of April 25, 2006. The primary document to which this is connected is recorded under Recordation No. 21352. We request that this document be recorded under Recordation No. 21352-I.

The names and addresses of the parties to the Release and Termination of Lease are:

Lessor:

Wells Fargo Bank Northwest, N.A.
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

Lessee:

Basell USA Inc.
912 Appleton Road
Elkton, MD 21921

A description of the equipment covered by the Release and Termination of Lease consists of 473 plastic pellet hopper cars numbered MLLX 10001-10035, 10037, 10038, 10040-10043, inclusive, 10045-10051, inclusive, 10053-10101, inclusive, 10103-10107, inclusive, 10109-10114, inclusive, 10116, 10117, 10119, 10120, 10121, 10123-10140, inclusive, 10142-10154, inclusive, 10156-10163, inclusive, 10165-10320, 10322-10372, inclusive, 10375-10384, inclusive, 10387, 10389, 10391, 10393-10415, 10417-10420, inclusive, 10422-10429, inclusive, 10431-10440, inclusive, 10442, 10443, 10444, 10446-10467, inclusive, 10469, 10473-10476, inclusive, 10478, 10480-10483, inclusive, 10485, 10490, 10496, 10498, 10500, 10509, 10511,

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Honorable Vernon A. Williams
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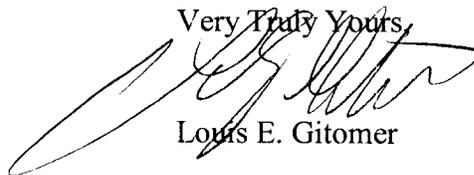
10513, 10526, 10527, 10530, 10531, 10532, 10534, 10535, 10536, 10545, 10548, 10550, 10556, 10557, and 10558.

A fee of \$ 34.00 is enclosed. Please return one copy to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Release and Termination of Lease between Wells Fargo Bank Northwest, N.A., 299 South Main Street, 12th Floor, Salt Lake City, UT 84111, and Basell USA Inc., 912 Appleton Road, Elkton, MD 21921, covering 473 plastic pellet hopper cars numbered MLLX 10001-10035, 10037, 10038, 10040-10043, inclusive, 10045-10051, inclusive, 10053-10101, inclusive, 10103-10107, inclusive, 10109-10114, inclusive, 10116, 10117, 10119, 10120, 10121, 10123-10140, inclusive, 10142-10154, inclusive, 10156-10163, inclusive, 10165-10320, 10322-10372, inclusive, 10375-10384, inclusive, 10387, 10389, 10391, 10393-10415, 10417-10420, inclusive, 10422-10429, inclusive, 10431-10440, inclusive, 10442, 10443, 10444, 10446-10467, inclusive, 10469, 10473-10476, inclusive, 10478, 10480-10483, inclusive, 10485, 10490, 10496, 10498, 10500, 10509, 10511, 10513, 10526, 10527, 10530, 10531, 10532, 10534, 10535, 10536, 10545, 10548, 10550, 10556, 10557, and 10558.

Very Truly Yours,



Louis E. Gitomer

Enclosures

APR 25 '06

4-54 PM

RELEASE AND TERMINATION OF LEASE SURFACE TRANSPORTATION BOARD

By this Release and Termination of Lease (the "Release"), dated as of April 15, 2006, Wells Fargo Bank Northwest, N.A., formerly known as First Security Bank, National Association, as Owner Trustee and Lessor ("Wells Fargo") and Basell USA Inc., formerly Montell USA, Inc. ("Basell"), as lessee, do agree as follows.

1. A Lease Schedule-[A] dated as of April 27, 1998 (the "April Lease Schedule") between First Security Bank, National Association ("FSB"), as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Surface Transportation Board ("Board") on April 27, 1998 under Recordation No. 21352 for 546 plastic pellet hopper cars that were not specified.

2. A Lease Acceptance Certificate-[A] dated as of April 27, 1998 (the "April Lease Certificate") between FSB, as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Board on April 27, 1998 under Recordation No. 21352-A for 73 plastic pellet hopper cars numbered MLLX 10024, 10025, 10026, 10031, 10032, 10038, 10047, 10048, 10050, 10051, 10053, 10054, 10056, 10058, 10059, 10060, 10062, 10064-10071, inclusive, 10074, 10077-10080, inclusive, , 10082, 10083, 10086-10091, inclusive, 10093, 10094, 10095, 10097, 10098, 10099, 10101, 10103, 10105, 10106, 10107, 10109, 10112, 10113, 10116, 10120, 10121, 10123-10134, inclusive, 10139, 10142, 10143, 10146, 10149, and 10150.

3. A Master Equipment Lease Agreement-[A] dated as of April 27, 1998 (the "Master Lease") between FSB, as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Board on April 28, 1998 under Recordation No. 21352-B for 546 plastic pellet hopper cars that were not specified.

4. A Lease Acceptance Certificate-[A] dated as of May 15, 1998 (the "May Lease Certificate") between FSB, as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Board on May 15, 1998 under Recordation No. 21352-C for 143 plastic pellet hopper cars numbered MLLX 10021, 10022, 10028, 10029, 10034, 10135-10138, inclusive, 10140, 10144, 10145, 10147, 10148, 10151-10154, inclusive, 10156, 10157, 10158, 10160, 10162, 10163, 10166, 10167, 10168, 10170-10185, inclusive, 10187-10210, inclusive, 10212-10220, inclusive, 10222, 10223, 10224, 10226, 10227, 10230-10251, inclusive, 10253-10259, inclusive, 10261-10265, inclusive, 10267, 10269-10292, inclusive, 10294, 10295, and 10296.

5. A Lease Acceptance Certificate-[A] dated as of June 3, 1998 (the "June Lease Certificate") between FSB, as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Board on June 3, 1998 under Recordation No. 21352-D for 108 plastic pellet hopper cars numbered MLLX 10002-10005, inclusive, 10011, 10012, 10013, 10015-10020, inclusive, 10023, 10027, 10033, 10035, 10037, 10040-10043, inclusive, 10046, 10049, 10055, 10061, 10063, 10072, 10073, 10075, 10076, 10081, 10084, 10085, 10092, 10104, 10117, 10119, 10159, 10161, 10165, 10169, 10186, 10211, 10221, 10225, 10228, 10229, 10252, 10260, 10266,

10268, 10293, 10297-10319, inclusive, 10322, 10323, 10325, 10326, 10333, 10336-10341, inclusive, 10343, 10344, 10345, 10347-10353, inclusive, and 10355-10365, inclusive.

6. A Lease Acceptance Certificate-[A] dated as of July 2, 1998 (the "July Lease Certificate") between FSB, as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Board on July 2, 1998 under Recordation No. 21352-E for 149 plastic pellet hopper cars numbered MLLX 10001, 10006-10010, inclusive, 10014, 10030, 10045, 10057, 10096, 10100, 10110, 10111, 10114, 10320, 10324, 10327-10332, inclusive, 10334, 10335, 10342, 10346, 10354, 10366-10372, inclusive, 10375-10384, inclusive, 10387, 10389, 10391, 10393-10415, 10417-10420, inclusive, 10422-10429, inclusive, 10431-10440, inclusive, 10442, 10443, 10444, 10446-10467, inclusive, 10469, 10473-10476, inclusive, 10478, 10480-10483, inclusive, 10485, 10490, 10496, 10498, 10500, 10509, 10511, 10513, 10526, 10527, 10530, 10531, 10532, 10534, 10535, 10536, 10545, 10548, 10550, 10556, 10557, and 10558.

7. A Restated Lease Schedule-[A] undated (the "Restated Lease") between FSB, as owner trustee and lessor, and Montell USA, Inc., as lessee, was recorded at the Board on September 17, 1998 under Recordation No. 21352-F for 473 plastic pellet hopper cars numbered MLLX 10001-10035, 10037, 10038, 10040-10043, inclusive, 10045-10051, inclusive, 10053-10101, inclusive, 10103-10107, inclusive, 10109-10114, inclusive, 10116, 10117, 10119, 10120, 10121, 10123-10140, inclusive, 10142-10154, inclusive, 10156-10163, inclusive, 10165-10320, 10322-10372, inclusive, 10375-10384, inclusive, 10387, 10389, 10391, 10393-10415, 10417-10420, inclusive, 10422-10429, inclusive, 10431-10440, inclusive, 10442, 10443, 10444, 10446-10467, inclusive, 10469, 10473-10476, inclusive, 10478, 10480-10483, inclusive, 10485, 10490, 10496, 10498, 10500, 10509, 10511, 10513, 10526, 10527, 10530, 10531, 10532, 10534, 10535, 10536, 10545, 10548, 10550, 10556, 10557, and 10558 (the "Equipment").

8. The April Lease Schedule, the April Lease Certificate, the Master Lease, the May Lease Certificate, the June Lease Certificate, July Lease Certificate, and the Restated Lease, are collectively referred to as the "Lease Documents."

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

1. Wells Fargo and Basell do hereby acknowledge and confirm for the public record:

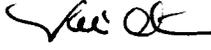
a. That all sums due with respect to the Equipment under the Lease Documents have been fully discharged and satisfied.

b. The satisfaction and release of their interests to the Equipment under the Lease Documents.

2. This Release may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Release.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Release to be executed as of the date first above written.

WELLS FARGO BANK NORTHWEST, N.A.,
Not in its Individual Capacity but solely as
Owner Trustee and Lessor

By: 
Its: VICE PRESIDENT

BASELL USA INC.
As Lessee

By: _____
Its: _____

2. This Release may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Release.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Release to be executed as of the date first above written.

WELLS FARGO BANK NORTHWEST, N.A.,
Not in its Individual Capacity but solely as
Owner Trustee and Lessor

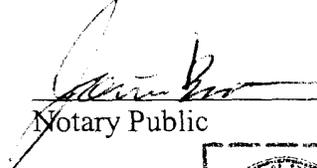
By: _____
Its: _____

BASELL USA INC.
As Lessee

By: *Marcello Sisti*
Its: *VP Finance and Treasurer*

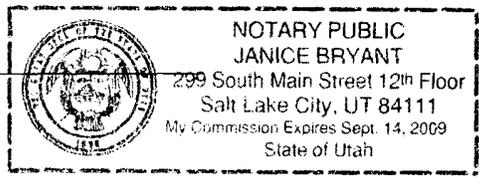
State of UTAH)
) ss:
County of SALT LAKE)

On this ___ day of April, 2006, before me personally appeared Val T. Orton, to me personally known, who being duly sworn, says that he is VICE PRESIDENT of Wells Fargo Bank Northwest, N.A., that said instrument was signed and sealed on behalf of said corporation and that said instrument is the free act and deed of said corporation.



Notary Public

My Commission expires on: _____



State of _____)
) ss:
County of _____)

On this ___ day of April, 2006, before me personally appeared _____, to me personally known, who being duly sworn, says that he is _____ of Basell USA Inc. that said instrument was signed and sealed on behalf of said corporation and that said instrument is the free act and deed of said corporation.

Notary Public

My Commission expires on: _____

