RECORDATION NO. 23268-A FILED

MAY 01 '06 12-30 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

May 1, 2006

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, dated as of April 26, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete lease termination and relates to the Memorandum of Railcar Lease Agreement previously filed with the Board under Recordation Number 23268.

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

Lessor: Bombardier Capital Rail Inc.
12735 Gran Bay Parkway West-Suite #1000
Jacksonville, Florida 32258

[Lessee: Burlington Northern and Santa Fe Railway Company
2500 Lou Menk Drive
Fort Worth, Texas 76131]

A description of the railroad equipment covered by the enclosed document is:

107 railcars: BNSF 760660 - BNSF 760766.

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

Notice of Termination.

Also enclosed is a check in the amount of $34.00 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/sem
Enclosures

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NOTICE OF TERMINATION

The undersigned, BOMBARDIER CAPITAL RAIL INC. (formerly NorRail, Inc.), Lessor, publishes this notice that the instrument described in Exhibit A attached hereto has been terminated and shall be considered terminated of record as to all railcars described as being subject thereto.

IN WITNESS WHEREOF, BOMBARDIER CAPITAL RAIL INC. has caused this instrument to be executed by its officer thereunto duly authorized this 26th day of April, 2006.

BOMBARDIER CAPITAL RAIL INC.
(f/k/a NorRail, Inc.), as lessor

By: _____
Richard S. Mitchell
Vice President & General Manager

STATE OF FLORIDA)
) ss.
COUNTY OF DUVAL)

On this 26th day of April, 2006, before me appeared **Richard S. Mitchell**, to me personally known, who, being duly sworn did say that he is the Vice President & General Manager of BOMBARDIER CAPITAL RAIL INC., and that said instrument was signed on behalf said corporation by authority of its board of directors and he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Patricia J. Smith
NOTARY PUBLIC

My Commission Expires:

Patricia J Smith
My Commission DD293061
Expires March 02, 2008

EXHIBIT A

Description of Instrument

Memorandum of Railcar Lease Agreement from Bombardier Capital Rail Inc., Lessor, to The Burlington Northern and Santa Fe Railway Company, Lessee, dated as of December 20, 2000 and filed with the Surface Transportation Board on Dcember 21, 2000 at 2:58 p.m. under Recordation Number 23268.

Railcars

BNSF 760660 through BNSF 760766

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: 5/1/06

Robert W. Alvord