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August 29, 2006

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

RECORDATION NO. 17254K FILED

AUG 30 '06

3-00 PM

SURFACE TRANSPORTATION BOARD



Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), please find one original and one copy of a Railcar Lease Termination, dated as of May 3, 2006, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Lessor: U.S. Bank National Association¹
Goodwin Square
225 Asylum Street, 23rd Floor
Hartford, CT 06103

Lessee: Indiana Michigan Power Company
c/o American Electric Power
155 W. Nationwide Boulevard
Columbus, OH 43215

A description of the rail cars covered by the enclosed document is set forth in **Schedule I** attached to the enclosed Railcar Lease Termination.

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

Railcar Lease Termination

¹ Not in its individual capacity, but solely as successor owner trustee under that certain Trust Agreement dated as of March 1, 1991, between The Connecticut National Bank and Chase Manhattan Service Corporation.



Mr. Vernon A. Williams
August 29, 2006
Page 2

This Railcar Lease Termination is intended to effectuate a termination of the Railcar Lease between Lessor and Lessee dated as of March 1, 1991, and of record with the Surface Transportation Board as conveyance number 17254 (as supplemented and amended by documents of record with the Surface Transportation Board as conveyance numbers 17254-A through 17254-J), and to effectuate the release of the Lessor's interest in all of the rail cars referenced in **Schedule I** of the enclosed Railcar Lease Termination.

Also enclosed is a check payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return the stamped copy of the enclosed document to the undersigned in the enclosed self-addressed stamped envelope.

Very truly yours,

Angela F. Hill

AFH/tlh/432832
Enclosures

AUG 3 0 '06

3-00 PM

RAILCAR LEASE TERMINATION

SURFACE TRANSPORTATION BOARD

This Railcar Lease Termination (this "Termination") is made as of May 3, 2006 by and between Indiana Michigan Power Company, an Indiana corporation (the "Lessee"), and U.S. Bank National Association, not in its individual capacity, but solely as successor owner trustee under that certain Trust Agreement dated as of March 1, 1991 between The Connecticut National Bank and Chase Manhattan Service Corporation (U.S. Bank National Association, in its capacity as such trustee is hereinafter referred to as the "Lessor"). Capitalized terms used herein and not otherwise defined shall have the meanings set forth in the Railcar Lease dated as of March 1, 1991 between the Lessor and the Lessee, as amended pursuant to Amendment No. 1 to Railcar Lease dated as of March 28, 2006 (as so amended and as such Railcar Lease may have been amended, supplemented or otherwise modified through the date hereof, the "Lease").

WHEREAS, the Lease, together with the aforesaid Lease Supplement No. 1, was recorded with the Interstate Commerce Commission on March 14, 1991 as conveyance numbers 17254, 17254-A, 17254-B and 17254-C;

WHEREAS, Amendment No. 1 to Railcar Lease dated as of March 28, 2006 was executed;

WHEREAS, pursuant to the Lease, the Lessor leased to the Lessee the 352 100-ton 4,000 c.f. triple hopper coal cars referred to on Schedule 1 hereto (such cars being hereinafter referred to as the "Equipment");

WHEREAS, the Lessee has acquired the Equipment from the Lessor.

NOW, THEREFORE, in consideration of the premises and the mutual agreements herein set forth and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. Termination. The Lessor and the Lessee hereby agree and confirm that the Lease is terminated with respect to each Item of Equipment.
2. Successors and Assigns. This Termination shall be binding upon and inure to the benefit of each of the parties hereto and their respective successors and assigns.
3. Governing Law. THIS TERMINATION SHALL BE CONSTRUED IN ACCORDANCE WITH AND GOVERNED BY THE LAWS OF THE STATE OF NEW YORK.
4. Counterparts. This Termination may be executed in one or more counterparts, each of which shall be deemed an original, and all such counterparts shall constitute one and the same agreement.

IN WITNESS WHEREOF, each of the Lessor and the Lessee has caused this Equipment Lease Termination to be duly executed by its duly authorized officer, all as of the day and year first written above.

INDIANA MICHIGAN POWER COMPANY

By: C. Zebula

Title: Vice President

U.S. BANK NATIONAL ASSOCIATION,
not in its individual capacity,
but solely as owner trustee

By: E. C. Hammer

Title: ELIZABETH C. HAMMER
VICE PRESIDENT

STATE OF OHIO)
) SS:
COUNTY OF Franklin)

On this 1st day of May, 2006, before me personally appeared C. Zebula, to me personally known, who being duly sworn, says that he/she is a Vice President of Indiana Michigan Power Company, that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors; and he/she acknowledged that the execution and of the foregoing instrument was the free act and deed of said corporation.

My commission expires: 12/12/09

Diane P. Reichle
Notary Public

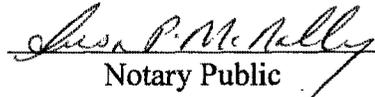


DIANE P. REICHL
Notary Public, State of Ohio
My Commission Expires 12/12/2009

STATE OF Connecticut)
) SS:
COUNTY OF Hartford)

On this 3rd day of May, 2006, before me personally appeared Elizabeth C. Hammer, to me personally known, who being by me duly sworn, says that he/she is a Vice President of U.S. Bank National Association, a national banking association, and that the foregoing instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

SUSAN P. McNALLY
NOTARY PUBLIC
MY COMMISSION EXPIRES MARCH 31, 2010


Notary Public

My Commission expires: _____

SCHEDULE I

DESCRIPTION OF EQUIPMENT

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352 - 100-ton 4000 c.f. triple hopper coal cars as more specifically described below:

Car Numbers

AEPX 2001	AEPX 2057	AEPX 2142	AEPX 2214	AEPX 2289
AEPX 2002	AEPX 2059	AEPX 2144	AEPX 2215	AEPX 2290
AEPX 2003	AEPX 2060	AEPX 2145	AEPX 2216	AEPX 2291
AEPX 2004	AEPX 2064	AEPX 2146	AEPX 2218	AEPX 2294
AEPX 2005	AEPX 2065	AEPX 2147	AEPX 2219	AEPX 2295
AEPX 2008	AEPX 2066	AEPX 2150	AEPX 2220	AEPX 2296
AEPX 2009	AEPX 2069	AEPX 2152	AEPX 2221	AEPX 2298
AEPX 2010	AEPX 2071	AEPX 2155	AEPX 2222	AEPX 2300
AEPX 2011	AEPX 2074	AEPX 2157	AEPX 2223	AEPX 2301
AEPX 2012	AEPX 2076	AEPX 2158	AEPX 2227	AEPX 2303
AEPX 2013	AEPX 2077	AEPX 2161	AEPX 2228	AEPX 2305
AEPX 2014	AEPX 2079	AEPX 2162	AEPX 2230	AEPX 2306
AEPX 2015	AEPX 2080	AEPX 2164	AEPX 2231	AEPX 2308
AEPX 2016	AEPX 2081	AEPX 2167	AEPX 2232	AEPX 2311
AEPX 2019	AEPX 2082	AEPX 2169	AEPX 2235	AEPX 2312
AEPX 2020	AEPX 2084	AEPX 2170	AEPX 2237	AEPX 2313
AEPX 2021	AEPX 2085	AEPX 2171	AEPX 2238	AEPX 2314
AEPX 2022	AEPX 2087	AEPX 2172	AEPX 2240	AEPX 2315
AEPX 2024	AEPX 2088	AEPX 2173	AEPX 2241	AEPX 2317
AEPX 2025	AEPX 2090	AEPX 2175	AEPX 2242	AEPX 2318
AEPX 2026	AEPX 2092	AEPX 2176	AEPX 2243	AEPX 2319
AEPX 2027	AEPX 2094	AEPX 2180	AEPX 2244	AEPX 2321
AEPX 2028	AEPX 2097	AEPX 2181	AEPX 2249	AEPX 2322
AEPX 2029	AEPX 2098	AEPX 2182	AEPX 2251	AEPX 2323
AEPX 2030	AEPX 2103	AEPX 2183	AEPX 2252	AEPX 2324
AEPX 2031	AEPX 2104	AEPX 2184	AEPX 2253	AEPX 2327
AEPX 2032	AEPX 2105	AEPX 2188	AEPX 2254	AEPX 2331
AEPX 2034	AEPX 2107	AEPX 2189	AEPX 2256	AEPX 2332
AEPX 2037	AEPX 2111	AEPX 2190	AEPX 2258	AEPX 2333
AEPX 2038	AEPX 2112	AEPX 2192	AEPX 2260	AEPX 2334
AEPX 2040	AEPX 2116	AEPX 2195	AEPX 2263	AEPX 2335
AEPX 2041	AEPX 2117	AEPX 2196	AEPX 2270	AEPX 2336
AEPX 2042	AEPX 2120	AEPX 2197	AEPX 2271	AEPX 2339
AEPX 2043	AEPX 2121	AEPX 2200	AEPX 2273	AEPX 2340
AEPX 2048	AEPX 2123	AEPX 2201	AEPX 2274	AEPX 2341
AEPX 2049	AEPX 2124	AEPX 2203	AEPX 2278	AEPX 2343
AEPX 2050	AEPX 2127	AEPX 2206	AEPX 2279	AEPX 2344
AEPX 2051	AEPX 2130	AEPX 2207	AEPX 2280	AEPX 2345
AEPX 2052	AEPX 2133	AEPX 2208	AEPX 2282	AEPX 2346
AEPX 2053	AEPX 2134	AEPX 2209	AEPX 2283	AEPX 2350
AEPX 2054	AEPX 2137	AEPX 2210	AEPX 2286	AEPX 2351
AEPX 2055	AEPX 2139	AEPX 2212	AEPX 2287	AEPX 2352

SCHEDULE I

Car Numbers

AEPX 2354	AEPX 2419	AEPX 2500	AEPX 2591
AEPX 2355	AEPX 2420	AEPX 2501	AEPX 2593
AEPX 2356	AEPX 2422	AEPX 2503	AEPX 2597
AEPX 2359	AEPX 2424	AEPX 2504	AEPX 2598
AEPX 2360	AEPX 2425	AEPX 2508	
AEPX 2363	AEPX 2427	AEPX 2510	
AEPX 2364	AEPX 2428	AEPX 2512	
AEPX 2365	AEPX 2432	AEPX 2513	
AEPX 2366	AEPX 2433	AEPX 2516	
AEPX 2367	AEPX 2434	AEPX 2518	
AEPX 2368	AEPX 2435	AEPX 2521	
AEPX 2370	AEPX 2437	AEPX 2522	
AEPX 2371	AEPX 2438	AEPX 2523	
AEPX 2372	AEPX 2440	AEPX 2525	
AEPX 2373	AEPX 2441	AEPX 2527	
AEPX 2374	AEPX 2444	AEPX 2528	
AEPX 2376	AEPX 2447	AEPX 2530	
AEPX 2379	AEPX 2449	AEPX 2531	
AEPX 2380	AEPX 2451	AEPX 2535	
AEPX 2381	AEPX 2453	AEPX 2536	
AEPX 2382	AEPX 2454	AEPX 2537	
AEPX 2383	AEPX 2455	AEPX 2538	
AEPX 2384	AEPX 2456	AEPX 2540	
AEPX 2385	AEPX 2457	AEPX 2541	
AEPX 2386	AEPX 2458	AEPX 2542	
AEPX 2388	AEPX 2459	AEPX 2543	
AEPX 2390	AEPX 2460	AEPX 2548	
AEPX 2392	AEPX 2462	AEPX 2549	
AEPX 2394	AEPX 2465	AEPX 2550	
AEPX 2396	AEPX 2471	AEPX 2551	
AEPX 2397	AEPX 2474	AEPX 2553	
AEPX 2398	AEPX 2475	AEPX 2556	
AEPX 2401	AEPX 2477	AEPX 2558	
AEPX 2403	AEPX 2478	AEPX 2563	
AEPX 2405	AEPX 2479	AEPX 2566	
AEPX 2406	AEPX 2483	AEPX 2567	
AEPX 2407	AEPX 2484	AEPX 2568	
AEPX 2408	AEPX 2485	AEPX 2570	
AEPX 2409	AEPX 2486	AEPX 2571	
AEPX 2410	AEPX 2488	AEPX 2573	
AEPX 2411	AEPX 2490	AEPX 2574	
AEPX 2413	AEPX 2491	AEPX 2579	
AEPX 2415	AEPX 2492	AEPX 2580	
AEPX 2416	AEPX 2495	AEPX 2583	
AEPX 2417	AEPX 2496	AEPX 2585	
AEPX 2419	AEPX 2499	AEPX 2589	