

RECORDATION NO. 21027-H FILED

OCT 17 '07 -4 00 PM

SURFACE TRANSPORTATION BOARD



October 17, 2007

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

Dear Mr. Williams:

Please find attached, one original of the Memorandum of Partial Expiration of Lease Agreement dated October 2, 2007 between the following two parties:

M&T Credit Services (f/k/a First National Bank of Maryland)  
25 South Charles Street  
Baltimore, Maryland 21201

Kansas City Southern Railway Company (f/k/a Gateway Western Railway Company)  
114 West 11<sup>th</sup> Street  
Kansas City, MO 64105

This filing is to appear in index as follows: Memorandum of Partial Expiration of Lease Agreement dated October 2, 2007, related to one (1) railcar bearing reporting mark GWWR 3204.

Please file this agreement as a secondary document under Recordation Number 21027-H as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 21027 through 21027-G. The filing fee in the amount of \$35.00 can be charged to our account.

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

Sincerely,

A handwritten signature in black ink, appearing to read 'Barbara A. Brzezicki', with a large, sweeping flourish underneath.

Barbara A. Brzezicki  
Contract Manager

Rail Equipment Group

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

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**MEMORANDUM OF  
PARTIAL EXPIRATION OF LEASE AGREEMENT**

SURFACE TRANSPORTATION BOARD

**THIS MEMORANDUM OF PARTIAL EXPIRATION OF LEASE AGREEMENT** (this "Memorandum") dated as of October 2, 2007 is by **M&T CREDIT SERVICES, LLC** (successor-in-interest to Manufacturers and Traders Trust Company, successor-by-merger to Allfirst Bank, formerly known as The First National Bank of Maryland) ("Lessor").

A. Lessor, as successor lessor, and The Kansas City Southern Railway Company, as successor lessee ("Lessee"), are parties to that certain Railroad Equipment Lease dated as of August 6, 1997 (the "Lease"), pursuant to which Lessor leased to Lessee, among others, the railcar more specifically described in Exhibit A attached hereto and made a part hereof (the "Item of Equipment").

B. A Memorandum of Railroad Equipment Lease Agreement was recorded with the Surface Transportation Board on November 25, 1997 under recordation number 21027.

C. Lessor desires to record this Memorandum with the Surface Transportation Board so as to record the expiration of the Lease as to the Item of Equipment only. This Memorandum does not affect the lease of all other Item of Equipment by Lessor to Lessee that remains subject to the Lease.

[The remainder of this page has been intentionally left blank]

IN WITNESS WHEREOF, the Lessor has caused this Memorandum to be executed as of the first date herein above written.

WITNESS:

**M&T CREDIT SERVICES, LLC,**  
as successor Lessor

  
\_\_\_\_\_

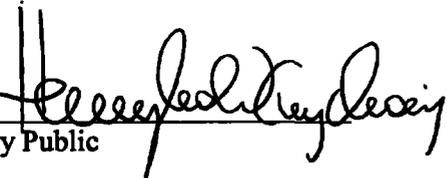
By:   
\_\_\_\_\_  
Jeffrey Millard  
Vice President

STATE OF MARYLAND)  
  ) SS:  
CITY OF BALTIMORE )

On this 2<sup>nd</sup> day of October, 2007, before me, a Notary Public of the City and State aforesaid, personally appeared Jeffrey Millard, to me personally known, who being by me duly sworn, says that he is a Vice President of M&T CREDIT SERVICES, LLC, that the seal affixed to the foregoing instrument is the seal of said limited liability company, that said instrument was signed and sealed on behalf of said limited liability company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

AS WITNESS my hand and notarial seal

HENRYKA W. GRYC CRAIG  
NOTARY PUBLIC STATE OF MARYLAND  
County of Baltimore  
My Commission Expires September 29, 2005

  
\_\_\_\_\_  
Notary Public

My commission expires: \_\_\_\_\_

**Exhibit A**

**DESCRIPTION OF RAILCARS**

**One (1), 52' Mill Gondola railcar bearing reporting marks:**

**GWWR 3204**