

RECORDATION NO. 24901-E FILED

DEC 09 '08 -9 00 AM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

December 9, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination of Lease, dated as of December 5, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Railroad Equipment Lease previously filed with the Board under Recordation Number 24901.

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

Lessor:	BBRX Five LLC 885 Second Avenue, 49 th Floor New York, NY 10017
Lessee:	Consumers Energy Company One Energy Plaza Jackson, MI 49201

Anne K. Quinlan, Esquire
December 9, 2008
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A description of the railroad equipment covered by the enclosed document
is:

2 railcars TERMINATED: PSTX 1109 and PSTX 1324.

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

Partial Termination of Lease.

Also enclosed is a check in the amount of \$41.00 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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SURFACE TRANSPORTATION BOARD

PARTIAL TERMINATION OF LEASE

THIS PARTIAL TERMINATION OF LEASE, dated as of this 5th day of December, 2008 (this "Release") by CONSUMERS ENERGY COMPANY, a Michigan corporation, as lessee (the "Lessee") and BBRX FIVE LLC, a Delaware limited liability company, as lessor (the "Lessor"), of two railcars bearing car marks PSTX 1109 and PSTX 1324 (the "Released Railcars") from that certain Railroad Equipment Lease dated as of March 23, 2004, and that certain Memorandum of Railroad Equipment Lease dated as of March 23, 2004 and filed under recordation number 24901, each between the Lessor (as ultimate assignee of The David J. Joseph Company) and the Lessee (as amended, modified, or supplemented, the "Lease").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency are hereby acknowledged, Lessor and Lessee hereby release and discharge the Released Railcars from the personal property which is covered by the Lease, effective as of April 30, 2008.

Signature Pages Follow

IN WITNESS WHEREOF, the parties hereto have each caused this Partial Release of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written.

BBRX FIVE LLC

By: 
Name: LARRY LITTLEFIELD
Title: VICE PRESIDENT.

CONSUMERS ENERGY COMPANY

By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have each caused this Partial Release of Lease to be duly executed by their respective officers duly authorized as of the date and year first above written.

BBRX FIVE LLC

By: _____
Name:
Title:

CONSUMERS ENERGY COMPANY

DLB

By: *Walt*
Name: WALT CULVER
Title: DIR OF LEASING

STATE OF New York)
) ss.:
COUNTY OF New York)

On this 5th day of December, 2008, before me, a Notary Public in and for said County and State, personally appeared Larry Littlefield, the Vice President of BBRX Five LLC, who acknowledged himself/herself to be a duly authorized officer of BBRX Five LLC, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IT WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Indra Bedasie
Notary Public

[Notarial Seal]

INDRA BEDASIE
Notary Public, State of New York
No. 01BE6014602
Qualified in Queens County
Certificate Filed in New York County
Commission Expires October 19, 2010

STATE OF MICHIGAN)

) SS.:

COUNTY OF JACKSON)

On this, the 5th day of December, 2008, before me, a Notary Public in and for said County and State, personally appeared Walt Culver, the Director of Leasing of Consumers Energy Company, who acknowledged himself/herself to be a duly authorized officer of Consumers Energy Company, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IT WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Marla A. Fall

Notary Public

[Notarial Seal]

MARLA A. FALL
NOTARY PUBLIC, Jackson County, MI
My Commission Expires July 20, 2013
Acting in Jackson County

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: 12/9/08



Robert W. Alvord