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December 30, 2008

Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
Washington, DC 20423

RECORDATION NO. 21830-A FILED

DEC 31 '08 -9 45 AM

Dear Acting Secretary Quinlan:

SURFACE TRANSPORTATION BOARD

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Lease Termination, a secondary document, dated as of December 23, 2008. The primary document to which this is connected is recorded under Recordation No. 21830. We request that this document be recorded under Recordation No. 21830-A.

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

Lessor:

Siemens Financial Services, Inc.
991 U S Highway 22
Bridgewater NJ 08807-2956

Lessee:

Cemex, Inc., successor-by-merger to Southdown, Inc.
1200 Smith Street
Houston TX 77002

A description of the equipment covered by the Lease Termination consists of 42 covered hopper cars numbered SDWX 10036, 10037, and 10042-10081, inclusive.

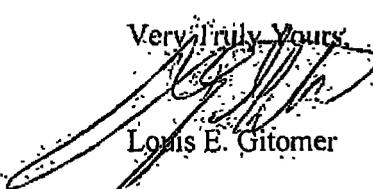
Honorable Anne K. Quinlan
December 30, 2008
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A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: Lease Termination between Siemens Financial Services, Inc., 991 U S Highway 22, Bridgewater NJ 08807-2956, and Cemex, Inc., successor-by-merger to Southdown, Inc., 1200 Smith Street, Houston TX 77002, covering 42 covered hopper cars numbered SDWX 10036, 10037, and 10042-10081, inclusive.

Very truly yours,



Louis E. Gitomer

Enclosure

DEC 31 '08 -9 45 AM

LEASE TERMINATION

SURFACE TRANSPORTATION BOARD
Financial

This Lease Termination dated as of December ~~23~~ 2008 is between Siemens Credit Corporation, as Lessor, and Cemex, Inc. successor-by-merger to Southdown, Inc., as Lessee. *Services (WR)*

WHEREAS, Lessor and Lessee entered a Master Lease Agreement dated as of September 9, 1992, as assigned and amended, and recorded a Memorandum of Lease Agreement dated as of December 4, 1998 (collectively the "Lease") at the Surface Transportation Board (the "Board") on December 4, 1998 at 12:00 pm under Recordation No. 21830 for 42 covered hopper cars numbered SDWX 10036, 10037, and 10042-10081, inclusive (the "Equipment"); and

WHEREAS, The rights, interests and obligations of Lessor and Lessee under the Lease have been fulfilled; and

WHEREAS, Lessor and Lessee have agreed to terminate the Lease.

NOW, THEREFORE, in consideration of the premises, Lessor and Lessee hereby acknowledge and confirm for the public record the termination of the Lease, and all rights and obligations arising under the Lease with respect to the Equipment.

This Lease Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

IN WITNESS WHEREOF, Lessor and Lessee have executed or caused this Lease Termination to be duly executed as of the date first above written.

Financial Services, Inc WR
~~Siemens Credit Corporation~~
as Lessor

By: *John Kuhn*
Its: *Vice President*

Cemex, Inc.
Successor-by-merger to
Southdown, Inc.
as Lessee

By: _____

Its: _____

LEASE TERMINATION

This Lease Termination, dated as of December ^{Financial} 23, 2008 is between Siemens Credit Corporation, as Lessor, and Cemex, Inc. successor-by-merger to Southdown, Inc., as Lessee. _{Services, Inc.}

WHEREAS, Lessor and Lessee entered a Master Lease Agreement dated as of September 9, 1992, as assigned and amended, and recorded a Memorandum of Lease Agreement dated as of December 4, 1998 (collectively the "Lease") at the Surface Transportation Board (the "Board") on December 4, 1998 at 12:00 pm under Recordation No. 21830 for 42 covered hopper cars numbered SDWX 10036, 10037, and 10042-10081, inclusive (the "Equipment"); and

WHEREAS, The rights, interests and obligations of Lessor and Lessee under the Lease have been fulfilled; and

WHEREAS, Lessor and Lessee have agreed to terminate the Lease.

NOW, THEREFORE, in consideration of the premises, Lessor and Lessee hereby acknowledge and confirm for the public record the termination of the Lease, and all rights and obligations arising under the Lease with respect to the Equipment.

This Lease Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

IN WITNESS WHEREOF, Lessor and Lessee have executed or caused this Lease Termination to be duly executed as of the date first above written.

Siemens Credit Corporation
as Lessor

By: _____

Its: _____

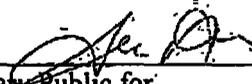
Cemex, Inc.
Successor-by-merger to
Southdown, Inc.
as Lessee

By: Alejandro Benavides 

Its: Treasurer

STATE OF NEW JERSEY)
) ss.
COUNTY OF SOMERSET)

On this 14th day of December, 2008, before me, John Kielar, the undersigned Notary Public, personally appeared self personally known to me to be the person who executed the within instrument as President on behalf of Siemens Credit Corporation, and acknowledged to me that the corporation executed it.



Notary Public for _____
My Commission expires _____

GEORGE A. ABREU
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires 12-20-2008

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

On this ___ day of December, 2008, before me, _____, the undersigned Notary Public, personally appeared _____ personally known to me to be the person who executed the within instrument as _____ on behalf of Southdown, Inc., and acknowledged to me that the corporation executed it.

Notary Public for _____
My Commission expires _____

STATE OF NEW JERSEY

)
) ss.
)

COUNTY OF SOMERSET

On this ___ day of December, 2008, before me, _____, the undersigned Notary Public, personally appeared _____ personally known to me to be the person who executed the within instrument as _____ on behalf of Siemens Credit Corporation, and acknowledged to me that the corporation executed it.

Notary Public for _____
My Commission expires _____

STATE OF TEXAS

)
) ss.
)

COUNTY OF HARRIS

On this 29 day of December, 2008, before me, Candice E. Wilson, the undersigned Notary Public, personally appeared Alejandro Benavides personally known to me to be the person who executed the within instrument as Treasurer on behalf of Southdown, Inc., and acknowledged to me that the corporation executed it.

Candice E. Wilson
Notary Public for Cemex Inc.
My Commission expires March 2, 2010

