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SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

March 5, 2009

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 Final Termination of Lease Schedules, dated as of March 3, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a full termination of all leases previously filed with the Board under Recordation Number 23818 and its secondary filings.

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

Lessor: Banc of America Leasing & Capital, LLC (successor by merger to LaSalle National Leasing Corporation)
2059 Northlake Parkway, 4th South
Tucker, GA 30084-4007

[Lessees: Elgin Joliet and Eastern Railway Company
Union Railroad Company
Lake Terminal Railroad Company
Birmingham Southern Railroad Company
McKeesport Connecting Railroad Company
1141 Maple Road
Joliet, IL 60432]

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

454 railcars and 42 locomotives bearing EJE, MKC, URR, BS, LT and APEX reporting marks as more particularly set forth in the attachments to the documents filed under Recordation Numbers 23818, 23818-A, 23818-B, 23818-C and 23818-D.

Final Termination of Lease Schedules.

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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(STB Recordation No 23818 -- Schedules No. 6, 7 & 8)

SURFACE TRANSPORTATION BOARD

FINAL TERMINATION OF LEASE SCHEDULES dated as of March 3, 2009 by **Banc of America Leasing & Capital, LLC** (successor-by-merger to **LaSalle National Leasing Corporation**) (the "Lessor").

WHEREAS, Lessor and (i) **Elgin, Joliet and Eastern Railway Company**, (ii) **Union Railroad Company**, (iii) the **Lake Terminal Railroad Company**, (iv) **Birmingham Southern Railroad Company** and (v) **McKeesport Connecting Railroad Company** (the foregoing five railroad companies being collectively, the "Lessees") entered into a Railcar and Locomotive Lease Agreement dated December 21, 2001 (the "Master Lease");

WHEREAS, Lessor and the Lessees entered into a Schedule No. 6 to the Master Lease, as amended and supplemented, (the "Lease No. 6") originally covering 193 railcars and 33 locomotives as more particularly specified therein;

WHEREAS, to evidence Lease No. 6, on January 14, 2002 at 11:35 A.M. a Memorandum of Lease Agreement dated as of December 26, 2001 was filed with the Surface Transportation Board and assigned primary recordation number 23818;

WHEREAS, Lessor and the Lessees entered into a Schedule No. 7 to the Master Lease, as amended and supplemented, (the "Lease No. 7") originally covering 104 railcars and 9 locomotives as more particularly specified therein;

WHEREAS, to evidence Lease No. 7, (i) on January 14, 2002 at 11:45 A.M. a Memorandum of Lease Agreement dated as of December 26, 2001 and (ii) on March 26, 2002 at 3:17 P.M. a First Supplement to Memorandum of Lease Agreement dated as of March 5, 2002 were similarly filed and assigned secondary recordation numbers 23818-A and 23818-C, respectively;

WHEREAS, Lessor and the Lessees entered into a Schedule No. 8 to the Master Lease, as amended and supplemented, (the "Lease No. 8") originally covering 157 railcars;

WHEREAS, to evidence Lease No. 8, (i) on January 14, 2002 at 11:54 A.M. a Memorandum of Lease Agreement dated as of December 26, 2001 and (ii) on March 31, 2002 at 3:31 P.M. a First Supplement to Memorandum of Lease Agreement dated as of March 1, 2002 were similarly filed and assigned secondary recordation numbers 23818-B and 23818-D, respectively;

AND WHEREAS, to evidence such merger, on February 18, 2009 at 3:04 P.M. a Notice of Merger dated as of February 11, 2009 (but effective as of December 31, 2008) was similarly filed by Lessor and assigned secondary recordation number 23818-E.

IN WITNESS WHEREOF, Lessor wishes to show for the public record that:

- 1) Lease No. 6, Lease No. 7 and Lease No. 8 were terminated on or before the date hereof;
- 2) Any security interests of Lessor, in the above mentioned 454 railcars and 42 locomotives, are hereby released;

and accordingly, has caused this Final Termination of Lease Schedules to be executed by its officer thereunto duly authorized.

**BANC OF AMERICA LEASING &
CAPITAL, LLC (successor-by-merger to
LaSalle National Leasing Corporation),**

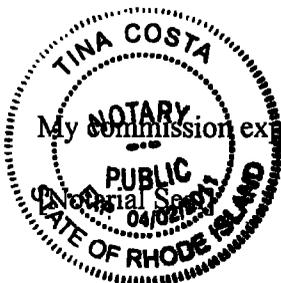
By: Sandra Buonaiuto
Its:

Sandra Buonaiuto
Vice President

STATE OF RHODE ISLAND)
AND PROVIDENCE PLANTATIONS) ss:
COUNTY OF PROVIDENCE)

On this 4th day of March, 2009 before me personally appeared Sandra Buonaiuto, to me personally known, who, being by me duly sworn, says that he / she is Vice President of Banc of America Leasing & Capital, LLC that the foregoing instrument was signed on behalf of said company 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 company.

Tina Costa
Notary Public



My commission expires: 4/2/11

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:

3/5/09



Robert W. Alvord