

RECORDATION NO. 22550-B FILED

NOV 20 '09

11-11 AM

SURFACE TRANSPORTATION BOARD

NOV 19 2009  
RECEIVED

VIA UPS 2<sup>nd</sup> DAY AIR

November 17, 2009

# FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018-4214

Ms. Anne K. Quinlan  
Surface Transportation Board  
395 E Street, S.W., Suite 100  
Washington, DC 20024  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Termination of Lease, Lease Supplement and Security Interest**

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Termination of Lease, Lease Supplement and Security Interest, dated November 10, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed on November 29, 1999 at 11:00 a.m. with the Surface Transportation Board under Recordation Number 22550.

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

Lessor:	Wachovia Financial Services, Inc. c/o First Union Rail Corporation One O'Hare Centre 6250 River Road, Suite 5000 Rosemont, IL 60018	Lessee:	Transrail, Inc. 4211 W. Boy Scout Blvd. Suite 600 Tampa, FL 33607
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A description of the railroad equipment covered by the enclosed document is for fifty (50) 13,500 gallon capacity tank cars with TGOX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows: Memorandum of Termination of Lease, Lease Supplement and Security Interest

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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne  
Senior Rail Documentation Specialist

Enclosures

(TRMN008)

MEMORANDUM OF TERMINATION OF LEASE, LEASE SUPPLEMENT AND SECURITY INTEREST SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF TERMINATION OF LEASE, LEASE SUPPLEMENT AND SECURITY INTEREST (the "Memorandum") is made and entered into as of November 10, 2009 by and between Wachovia Financial Services, Inc., f/k/a First Union Commercial Corporation ("Lessor"), a North Carolina corporation, and Transrail, Inc. ("Lessee"), as assigned from Transammonia, Inc., a Delaware corporation.

WITNESSETH:

WHEREAS, Lessor and Lessee entered into that certain Equipment Lease Agreement dated as of November 12, 1999 (the "Lease Agreement") as supplemented by that Lease Supplement dated as of November 12, 1999 (the "Lease Supplement";" the Lease Agreement as supplemented by the Lease Supplement, being referred to herein as the "Lease") between the Lessor and the Lessee, and placing under lease railcars bearing the car numbers as set forth on Schedule 1 attached hereto ("Railcars"), and all additions thereto, alterations thereof, replacements thereof and substitutions therefor;

WHEREAS, Lessor and Lessee entered into that certain Memorandum of Lease, Lease Supplement and Security Interest Agreement dated as of November 12, 1999, evidencing the above described lease of such Railcars, which was recorded with the Surface Transportation Board on November 29, 1999 at 11:00 a.m. under Recordation Number 22550, pursuant to the provisions of 49 U.S.C. Section 11301(a) and 49 CFR 1177.3 (c).

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed, by their respective officers duly authorized as of the date and year first above written, to evidence upon the public record, the termination of such lease of such Railcars.

IN WITNESS WHEREOF, the parties wish to show for the public record the termination of the aforesaid Lease, Lease Supplement, and Security Interest in the Railcars bearing the car numbers as set forth on Schedule 1 hereto, all replacements and substitutions therefore and all proceeds thereof and accordingly have cause this Memorandum of Termination of Lease, Lease Supplement and Security Interest to be executed by their officers thereunto duly authorized, as of the date first above written.

LESSOR:

WACHOVIA FINANCIAL SERVICES, INC.

By: Richard F. Seymour

Name: Richard F. Seymour

Title: Managing Director

LESSEE:

TRANSRAIL, INC.

By: John Cox

Name: John Cox

Title: Vice President

STATE OF ILLINOIS

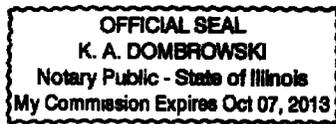
COUNTY OF COOK

I, K. A. Dombrowski, a Notary Public of the State and County aforesaid, certify that Richard F. Seymour personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum.

WITNESS my hand and official stamp or seal, this 15<sup>th</sup> day of November, 2009.

K. A. Dombrowski  
Notary Public

My Commission Expires:  
10/7/2013



STATE OF Florida

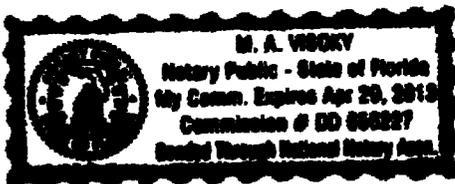
COUNTY OF Hillsborough

I, M. A. Visoky, a Notary Public for the State and County aforesaid, certify that John Cavo personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum.

WITNESS my hand and official stamp or seal, this 10 day of November, 2009.

M. A. Visoky  
Notary Public

My Commission Expires:  
4-29-13



**SCHEDULE 1  
TO  
MEMORANDUM OF TERMINATION OF LEASE,  
LEASE SUPPLEMENT AND SECURITY INTEREST**

NUMBER OF CARS:           Fifty (50)

DESCRIPTION OF CARS:   13,500 gallon capacity, insulated, interior lined  
Exterior coiled tank cars

CAR NUMBERS:           TGOX 1800 – 1849, inclusive