

RECORDATION NO. 27116-A FILED

SEP 07 '10 -5 00 PM

SURFACE TRANSPORTATION BOARD

Mitsui Rail Capital, LLC
71 South Wacker Drive
Suite 1800
Chicago, Illinois 60606

Main (312) 803-8880
Fax (312) 803-8890



September 7, 2010

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Termination of Lease dated September 7, 2010 between the following parties:

Lessor: Mitsui Rail Capital, LLC
71 S. Wacker Drive, Suite 1800
Chicago, IL 60606

Lessee: BNSF Railway Company
2650 Lou Menk Drive
Fort Worth, TX 76131

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

All railcars covered by the Memorandum of Equipment Lease Agreement on file under Recordation Number 27116 are RELEASED.

This filing is to appear in the index as follows: Memorandum of Termination of Lease.

Please file this as a secondary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Contract Administrator/Paralegal

Enclosure

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF TERMINATION OF LEASE

Memorandum of Termination of Lease dated as of September 7, 2010 by Mitsui Rail Capital, LLC, a Delaware limited liability company ("*Lessor*").

WITNESSETH:

1. Lessor and BNSF Railway Company (the "*Lessee*") are parties to that certain Equipment Lease Agreement (the "*Lease Agreement*"), dated October 1, 2004, and Equipment Schedule No. 4 thereto dated as of July 3, 2007 (the "*Schedule*"), whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars described in such Schedule. (The Schedule, incorporating the terms of the Lease Agreement, is herein referred to as the "*Lease*.")
2. Notice of the Lease has been put of record by the filing of a Memorandum of Equipment Lease Agreement dated as of July 3, 2007 with the Surface Transportation Board on August 15, 2007 under Recordation Number 27116.
3. The Lease has been terminated.

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

MITSUI RAIL CAPITAL, LLC

By: _____

Name: John O'Bryan

Title: President

STATE OF ILLINOIS

COUNTY OF COOK

On this 7th day of September, 2010, before me personally appeared John O'Bryan, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was his free act and deed.

Christine C Peterson
NOTARY PUBLIC

My commission expires: July 7, 2012