

RECORDATION NO. 26446 - 1 FILED

NOV 12 '10 -4 00 PM

SURFACE TRANSPORTATION BOARD

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

November 12, 2010

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

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Partial Termination of Lease, dated as of November 12, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 26446.

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

Lessor: Banc of America Leasing and Capital, LLC
(successor to LaSalle Bank National Leasing Corporation)
1460 Meteor Circle
Pittsburgh, PA 15241

[Lessee: Union Pacific Railroad Company
1416 Douglas Street
Omaha Nebraska 68179-1580]

Chief, Section of Administration
November 12, 2010
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A description of the railroad equipment covered by the enclosed document is:

14 cars within the series CNW 753705 - CNW 753830 as more particularly set forth in the equipment schedule attached to the document.

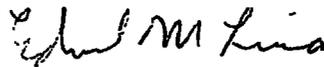
A short summary of the document to appear in the index is:

Notice of 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,



Edward M. Luria

EML/bhs
Enclosures

NOV 12 '10 4 00 PM

NOTICE OF PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

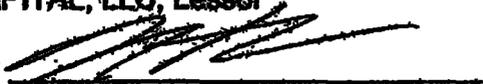
The undersigned, **BANK OF AMERICA LEASING AND CAPITAL, LLC** ("BALCAP"), successor in interest to General Electric Railcar Service Corporation, and LaSalle Bank National Leasing Corporation, Lessor, publishes this notice that the Rider 71 to Car Leasing Agreement, dated as of December 12, 2005, incorporating by reference the terms and conditions of Car Leasing Agreement No. 8812-13, (the "Lease"), between Lessor and Union Pacific Railroad, Lessee, as it applies to those certain covered hopper railcars bearing the reporting marks and road numbers shown on Schedule A attached hereto (the "Terminated Railcars"), is hereby terminated except with respect to those obligations, if any, of Lessor and Lessee under the Lease which expressly survive any termination thereof.

A Memorandum of Lease with respect to the Terminated Railcars was originally filed with the Surface Transportation Board ("STB") on July 7, 2006 at 12:24 p.m. under Recordation Number 26446. A Memorandum of Assignment was originally filed with the STB on September 11, 2006 at 4:52 p.m. under Recordation Number 26446-A. The Memorandum of Lease filed as Recordation Number 26446 incorrectly describes the lease document being terminated as "Rider 73"; the correct reference is "Rider 71".

As of this 12th day of November, 2010, the Lease remains in effect as to the remaining railroad equipment other than the Terminated Railcars.

I certify that I hold the title set forth below, that this instrument was signed on behalf of Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

**BANK OF AMERICA LEASING AND
CAPITAL, LLC, Lessor**

By: 

Name: Michael F. Marks

Title: Vice President

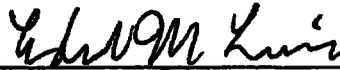
SCHEDULE A

CNW	753705
CNW	753735
CNW	753750
CNW	753767
CMW	753754
CMW	753773
CMW	753783
CMW	753811
CMW	753889
CNW	753868
CNW	753884
CNW	753762
CNW	753823
CNW	753830

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: November 15, 2010



Edward M. Luria