

RECORDATION NO. 25795-B FILED

JUN 09 '11 -10 00 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N W
SUITE 301
WASHINGTON, DC
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

June 9, 2011

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

Dear Ms. Brown:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Termination of Lease, dated as of June 8, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Memorandum of Schedule #1 previously filed with the Board under Recordation Number 25795.

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

Lessor:	Midwest Railcar Corporation 4949 Autumn Oaks Drive, Suite B, Maryville, Illinois 62062
[Lessee:	Ohio Power Company 1 Riverside Plaza Columbus, Ohio 43215]

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

90 gondola cars: AEPX 80001 - AEPX 80090.

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

Memorandum of 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

RWA/EML/bhs
Enclosures

JUN 09 '11 -10 00 AM

MEMORANDUM OF TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

Midwest Railcar Corporation, an Illinois corporation (the "Lessor"), for good and valuable consideration the receipt and sufficiency of which is acknowledged, terminates and releases its rights and interests (including without limitation any rights and interests as lessor and any security interests, liens, chattel mortgages, and other rights and interests as secured party) in and to, or pursuant to Schedule #1 dated effective April 15, 2005 (the "Lease") by and between Lessor, as lessor, and Ohio Power Company, as lessee, pursuant to which lessor leased to the lessee Ninety (90) gondolas more specifically described on Schedule A attached hereto.

The Lease was recorded with the Surface Transportation Board on August 25, 2005, under Recordation No. 25795

Dated as of this 8th day of June, 2011.

MIDWEST RAILCAR CORPORATION

By: *Richard M. Folia*

STATE OF Maryland)
County OF Howard) SS:

I, a Notary Public in and for said City/County, in the State aforesaid, DO HEREBY CERTIFY that Richard M. Folia, personally known to me or to be the same person whose name is subscribed to the foregoing instrument, appeared before me this day in person and acknowledged that he or she signed said instrument as the free and voluntary act of Midwest Railcar Corporation for the uses and purposes therein set forth.

Given my hand and notarial seal this 8th day of June, 2011.

M. M. Ahsan
Notary Public

My Commission Expires:

Mohammad M. Ahsan
Notary Public State of Maryland
County of Howard
My Commission Expires 2/8/2015

Schedule A

DESCRIPTION OF EQUIPMENT

Ninety (90) Railcars with the following Car marks and Numbers

AEPX 80001 through AEPX 80090, inclusive

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: 6/9/11



Robert W. Alvord