

RECORDATION NO. 20996 - AA FILED

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~~SURFACE TRANSPORTATION BOARD~~

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November 3, 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 Partial Termination of Lease, dated as of November 3, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Memorandum of Railcar Lease previously filed with the Board under Recordation Number 20996-1

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

Lessor.	The CIT Group/Equipment Financing, Inc 30 South Wacker Drive Suite 3000 Chicago, Illinois 60606
Lessee	Cargill Incorporated 15615 McGinty Road West Wayzata, Minnesota 55391

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

1 railcar CEFX 152254.

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

Memorandum 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

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MEMORANDUM OF PARTIAL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc. ("CIT") is the lessor under that certain Master Railcar Lease dated as of October 8, 1997 (the "Master Lease") between CIT, as lessor, and Cargill, Incorporated, as lessee (the "Lessee"), and Schedule No. 13 thereto dated as of April 11, 2001 (the "Schedule"; the Schedule and the Master Lease, to the extent incorporated in or relating to the Schedule, are hereinafter collectively referred to as the "Lease"), with respect to the lease by CIT to Lessee of a certain covered hopper car described on Exhibit A hereto (the "Car") and certain other railroad equipment.

A Memorandum of Railcar Lease dated as of April 11, 2001, between Lessor and Lessee, relating to the Lease, was duly filed and recorded with the Surface Transportation Board on August 8, 2001 under Recordation Number 20996-I.

This Memorandum of Partial Termination of Lease acknowledges for the public record that the Lease has terminated with respect to the Car

This Memorandum of Partial Termination of Lease (i) applies solely with respect to the Car and (ii) shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its termination.

Dated this 3rd day of November, 2011.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by all necessary corporate authority and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

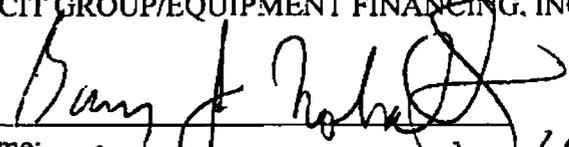
By: 
Name: Barry J Nohak
Title: SVP

Exhibit A

Car

CEFX 152254

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 11-3-11

Edward M Luria
Edward M. Luria