RECORDATION NO 19618-B
FILED
January 14, 2013 09:00 AM
SURFACE TRANSPORTATION BOARD

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January 14, 2012

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 Lease Termination, dated as of January 2, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease of Railroad Equipment previously filed with the Commission under Recordation Number 19618.

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

Owner: Bank of America National Association (successor to NationsBank, National Association)
555 California Street, 4th floor
San Francisco, CA 94104

[Lessee: Grand Trunk Western Railroad Company (successor to Grand Trunk Western Railroad Incorporated)
935 de la Gauchetiere Street West
Montreal, Quebec
Canada H3B 2M9]

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

26 SD701 locomotives TERMINATED: CN 5600 – CN 5625.

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

Lease Termination.

Also enclosed is a check in the amount of $42.00 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/sem
Enclosures

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LEASE TERMINATION dated as of January 2, 2013.

WHEREAS, **NationsBank, National Association** (predecessor to ***Bank of America, National Association***) as owner ("Owner") and **Grand Trunk Western Railroad Incorporated** (predecessor to ***Grand Trunk Western Railroad Company***) as lessee ("Lessee") entered into a Lease of Railroad Equipment dated as of September 1, 1995 ("Original Lease"), as amended by an Amendment Agreement dated as of December 15, 1995, (collectively, "Lease") covering the twenty-six (26) SD70I diesel-electric locomotives, manufactured by the Diesel Division of General Motors of Canada Limited in London, ON in 1995, bearing the marks and road numbers **CN 5600 through CN 5625** ("Locomotives");

WHEREAS, to evidence the Lease of the Locomotives (i) a Memorandum of Lease of Railroad Equipment dated as of September 1, 1995 between Owner and Lessee was filed at the Interstate Commerce Commission (predecessor to the Surface Transportation Board) on September 27, 1995 at 11:15 A.M. under recordation number 19618 and (ii) the Original Lease was deposited at the Registrar General of Canada on September 28, 1995 at 8:56 A.M.;

AND WHEREAS, as of the date hereof, the Lessee has fully discharged and satisfied its obligations under the Lease of the Locomotives.

NOW, **THEREFORE**, the Owner hereby (i) terminates the Lease and (ii), for greater certainty, releases any security interest in the Locomotives.

IN WITNESS WHEREOF, the Owner has caused this Lease Termination to be executed, by its officer thereunto duly authorized, as of the day and year first above written.

BANK OF AMERICA NATIONAL ASSOCIATION,

By: Laurene N. Cockett
Name:
Title: Laurene N. Cockett
Vice President

GTW File Reference: CA 8121

State of California)
)
County of San Francisco)

On December 19, 2012 before me, Lori Kerfus, Notary Public, personally appeared Laurene N. Cockett, who proved to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

LORI KERFUS
Commission # 1967569
Notary Public - California
San Francisco County
My Comm. Expires Jan 27, 2016

Signature: Lori Kerfus