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SURFACE TRANSPORTATION BOARD

FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

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VIA FEDERAL EXPRESS

August 7, 2013

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Partial Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) originals of a Memorandum of Partial Lease Termination dated May 7, 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 evidencing such lease Equipment which was duly filed at the Surface Transportation Board on January 6, 2004 under recordation number 24428-E and also on November 3, 2006 having recordation number 24428-J.

The names and addresses of the parties to the enclosed document are:

<p>Lessor: First Union Rail Corporation One O'Hare Centre 6250 N River Road, Suite 5000 Rosemont, IL 60018</p>	<p>Lessee: FGDI, L.L.C. 19901 N. Dixie Highway Bowling Green, OH 43402</p>
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The enclosed document is for fifty-two (52) hopper cars having FURX, NDYX and RUSX marks, (see Exhibit A for car numbers) which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows: Memorandum of Partial 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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosures

(FGDI009, 018, AGRX001)

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NOTICE OF MEMORANDUM OF PARTIAL LEASE TERMINATION**SURFACE TRANSPORTATION BOARD**

THIS NOTICE OF MEMORANDUM OF PARTIAL LEASE TERMINATION (the "Memorandum") dated as of May 7, 2013 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of August 22, 2002, (the "Lease"), between Lessor and FGDI, L.L.C. (the "Lessee"), a limited liability corporation.

WITNESSETH:

WHEREAS, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto; and,

WHEREAS, Lessor and Lessee entered into certain Memorandum of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on January 6, 2004 with secondary recordation number 24428-E and also on November 3, 2006 having recordation number 24428-J.

WHEREAS, certain Equipment has been released and is no longer covered under the Lease; and,

NOW, THEREFORE, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects.
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. Lessor wishes to record this Notice of Partial Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

IN WITNESS WHEREOF, the party hereto has caused this Memorandum to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

FIRST UNION RAIL CORPORATION

Name: Rick Grossman

Title: Vice President - Equipment

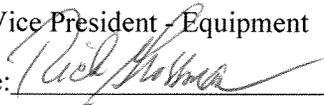
Signature:  _____

EXHIBIT A
TO
MEMORANDUM OF PARTIAL LEASE TERMINATION

NUMBER OF CARS: Fifty-two (52)

DESCRIPTION OF CARS: Hopper Rail Cars

CAR NUMBERS:

FURX 814205	FURX 815423	FURX 832143
FURX 814206	FURX 815429	FURX 832144
FURX 814207	FURX 815430	FURX 832158
FURX 814220	FURX 815436	FURX 832164
FURX 815281	FURX 815467	FURX 832166
FURX 815302	FURX 815493	FURX 832173
FURX 815333	FURX 827589	FURX 832175
FURX 815350	FURX 828324	FURX 832180
FURX 815354	FURX 828329	FURX 832197
FURX 815367	FURX 828343	NDYX 488335
FURX 815382	FURX 828376	RUSX 488105
FURX 815384	FURX 828751	RUSX 815396
FURX 815387	FURX 828868	RUSX 815397
FURX 815389	FURX 828960	RUSX 815428
FURX 815400	FURX 829614	RUSX 815433
FURX 815401	FURX 830270	RUSX 815476
FURX 815408	FURX 830813	Count: 52
FURX 815413	FURX 831048	