

RECORDATION NO. 22588-B FILED

MAY 06 '10 -3 00 PM

**SURFACE TRANSPORTATION BOARD**

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

OF COUNSEL  
URBAN A. LESTER

May 6, 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 Termination of Lease and Release, dated as of May 6, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a full release and relates to the Lease of Railroad Equipment (Amtrak Trust 99-C) previously filed with the Board under Recordation Number 22588.

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

- |          |  |
|----------|--|
| Lessor:  | Wilmington Trust Company, not in its individual capacity, but solely as Trustee<br>Rodney Square North<br>1100 North Market Street<br>Wilmington, DE 19890 |
| [Lessee: | National Railroad Passenger Corporation<br>60 Massachusetts Avenue NE<br>Washington, DC 20002]   |

Section Chief  
May 6, 2010  
Page two

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

46 railcars RELEASED within the series AMTK 25000 - AMTK 38038 as more particularly set forth in the attachment to the document.

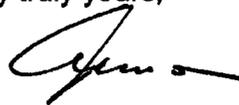
A short summary of the document to appear in the index is:

Termination of Lease and Release.

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,

A handwritten signature in black ink, appearing to read "Alvord", with a horizontal line extending to the right.

Robert W Alvord

RWA/sem  
Enclosures

MAY 06 '10 -3 00 PM

**TERMINATION OF LEASE AND RELEASE****SURFACE TRANSPORTATION BOARD**

This TERMINATION OF LEASE AND RELEASE dated May 6, 2010 (the "Termination and Release") is made by Wilmington Trust Company, not in its individual capacity, but solely as Trustee under the Trust Agreement (Amtrak Trust 99-C) dated as of December 9, 1999 (in such capacity, the "Lessor").

**WITNESSETH:**

WHEREAS, the Lessor and National Railroad Passenger Corporation, a corporation organized under the Rail Passenger Service Act and the laws of the District of Columbia ("Amtrak"), are parties to that certain Lease of Railroad Equipment (Amtrak Trust 99-C) dated as of December 9, 1999 (the "Lease") and that certain Lease Supplement No. 1 (Amtrak Trust 99-C) dated December 10, 1999 ("Supplement No. 1" and collectively with the Lease, the "Lease Agreement"), Supplement No. 1 together with the Lease were filed and recorded on December 9, 1999 at 11:15 a.m. with the Surface Transportation Board ("STB") and were assigned recordation No. 22588;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Lessor agrees as follows:

Section 1. Definitions. All terms used and not otherwise defined herein shall have the respective meanings provided in the Lease Agreement.

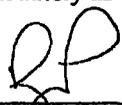
Section 2. Termination of Lease and Release of the Equipment. All right, title and interest of the Lessor in and to the Equipment described on Annex A hereto is hereby terminated and released. Amtrak and Lessor hereby terminate and cancel the Lease Agreement.

Section 3. Further Assurances. The Lessor hereby agrees to execute and deliver to Amtrak and its successors and assigns, at Amtrak's or its successors and assigns' cost and expense, as the case may be, such additional instruments, notices, releases or certificates as Amtrak or its successors and assigns, as the case may be, may reasonably request to effectuate the foregoing provisions of this Termination and Release.

[Termination of Lease and Release -- STB (99-C)]

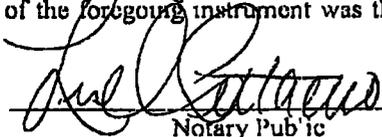
IN WITNESS WHEREOF, the Lessor has caused this Termination of Lease and Release to be duly executed by its duly authorized representative as of the day and year first above written.

WILMINGTON TRUST COMPANY, not in its individual capacity, but solely as Trustee, as aforesaid

By:   
Name: Robert J. Perkins  
Title: Vice President

STATE OF DELAWARE        )  
  ) ss  
COUNTY OF NEW CASTLE    )

On this the 3 day of May, 2010, before me personally appeared Robert J. Jenkins to me personally known, who, being by me duly sworn, says that he is Vice President of Wilmington Trust, and that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and he acknowledges that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

LISA A. PITTACCIO  
Notary Public - State of Delaware  
My Comm. Expires May 10, 2011



ANNEX A

EQUIPMENT

<u>Amtrak Equipment Number</u>	<u>Equipment Type</u>	
25000	Amfleet II	Amcoach II
25001	Amfleet II	Amcoach II
25003	Amfleet II	Amcoach II
25004	Amfleet II	Amcoach II
25007	Amfleet II	Amcoach II
25008	Amfleet II	Amcoach II
25009	Amfleet II	Amcoach II
25010	Amfleet II	Amcoach II
25012	Amfleet II	Amcoach II
25014	Amfleet II	Amcoach II
31026	Superliner I	Superliner Coach/Baggage
31036	Superliner I	Superliner Coach/Baggage
33101	Superliner I	Superliner Diner
38000	Superliner I	Superliner Diner
38001	Superliner I	Superliner Diner
38014	Superliner I	Superliner Diner
38015	Superliner I	Superliner Diner
38018	Superliner I	Superliner Diner
38019	Superliner I	Superliner Diner
38023	Superliner I	Superliner Diner
38024	Superliner I	Superliner Diner
38028	Superliner I	Superliner Diner
38030	Superliner I	Superliner Diner
38032	Superliner I	Superliner Diner
38034	Superliner I	Superliner Diner
38035	Superliner I	Superliner Diner
38036	Superliner I	Superliner Diner
38037	Superliner I	Superliner Diner
38038	Superliner I	Superliner Diner
33007	Superliner I	Superliner Lounge
33010	Superliner I	Superliner Lounge
33011	Superliner I	Superliner Lounge
33013	Superliner I	Superliner Lounge
33014	Superliner I	Superliner Lounge
33019	Superliner I	Superliner Lounge
33102	Superliner I	Superliner Lounge (Auto Train)
33103	Superliner I	Superliner Lounge (Auto Train)

<b>Amtrak Equipment Number</b>	<b>Equipment Type</b>	
33104	Superliner I	Superliner Lounge (Auto Train)
33000	Superliner I	Superliner Lounge/Café
33001	Superliner I	Superliner Lounge/Café
33005	Superliner I	Superliner Lounge/Café
33006	Superliner I	Superliner Lounge/Café
33008	Superliner I	Superliner Lounge/Café
33012	Superliner I	Superliner Lounge/Café
33016	Superliner I	Superliner Lounge/Café
33017	Superliner I	Superliner Lounge/Café

\* - Units, if any, which have been removed due to a casualty are marked with an “\*”).

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: 5/6/10



\_\_\_\_\_  
Robert W. Alvord