

# FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
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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 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 Lease Termination dated July 14, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to Rider Nos. 6, 7 and 8 which was duly filed with the Surface Transportation Board on:

1. (Rider No. 6 dated June 26, 2000) August 17, 2000 at 3:23 p.m. under Recordation Number 20992-C;
2. (Rider No. 7 dated November 2, 2000) January 23, 2001 at 12:04 p.m. with Recordation No. 20992-D and
3. (Rider No. 8 dated September 20, 2001) on October 18, 2001 at 11:23 a.m. with Recordation No. 20992-E.

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

Lessor: First Union Rail Corporation  
One O'Hare Centre  
6250 N. River Rd., Suite 5000  
Rosemont, IL 60018

Lessee: AT & L Railroad Company, Inc.  
P. O. Box 29  
Watonga, OK 73772

The enclosed document is for one hundred eighteen (118) 4650/4750 cu. ft. capacity, covered hopper cars having NOKL marks (see Exhibit A for car numbers) which has been terminated in all respects and is no longer covered under the Lease.

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

**Memorandum of Lease Termination**

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 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 Rail Documentation Specialist

Enclosures



July 15, 2010

RECORDATION NO. 20992-H FILED

JUL 16 '10 -4 0 0 PM

SURFACE TRANSPORTATION BOARD

ASSGN. NO: ATLT007/008/009

JUL 16 '10 -4 0 0 PM

**MEMORANDUM OF LEASE TERMINATION – RIDER NOS. 6, 7, 8**

**SURFACE TRANSPORTATION BOARD**

**THIS MEMORANDUM OF LEASE TERMINATION** (the “Memorandum”) dated as of July 14, 2010, is made by First Union Rail Corporation (the “Lessor”), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of July 1, 1997 and Rider No. 6 dated June 26, 2000, Rider No. 7 dated November 2, 2000, and Rider No. 8 dated September 20, 2001 (collectively, the “Lease”), between Lessor and and AT&L Railroad Company, Inc. (the “Lessee”), an Oklahoma 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 on Exhibit A attached hereto; and,

**WHEREAS**, Lessor and Lessee entered into those certain Memoranda of Lease evidencing such lease of Equipment which was filed with the Surface Transportation board, dated as of:

- (1) June 26, 2000, which was filed on August 17, 2000 at 3:23 p.m. as secondary recordation number 20992-C (18 covered hoppers); and
- (2) November 2, 2000, which was filed on January 23, 2001 at 12:04 p.m. as secondary recordation number 20992-D (118 covered hoppers); and
- (3) September 20, which was filed on October 18, 2001 at 11:23 a.m. as secondary recordation number 20992-E (118 covered hoppers).

**WHEREAS**, the Lease between Lessor and Lessee have been terminated; and

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

- 1. This Notice serves as notice that the Lease between Lessor and Lessee relating to the Equipment and evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects.
- 2. Lessor wishes to record this Notice of Termination of Lease and Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

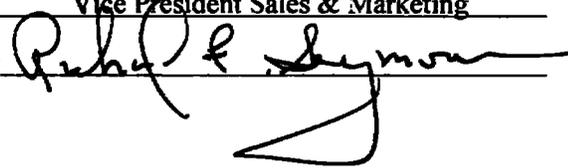
**IN WITNESS WHEREOF**, the Lessor has caused this Memorandum to be executed by its duly authorized officer as of the 15<sup>th</sup> day of July, 2010 (and the undersigned declares under penalty of perjury that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

**LESSOR:**

FIRST UNION RAIL CORPORATION

Name: Richard F. Seymour

Title: Vice President Sales & Marketing

Signature: 

**EXHIBIT A TO MEMORANDUM OF TERMINATION OF LEASE  
RIDER NOS. 6, 7, AND 8**

NUMBER OF CARS:            One hundred eighteen (118)

DESCRIPTION OF CARS:    4650/4750 cu. Ft. Covered Hopper Cars.

CAR NUMBERS:

NOKL 823590	NOKL 827329	NOKL 827381	NOKL 829180
NOKL 823591	NOKL 827330	NOKL 827384	NOKL 829181
NOKL 823592	NOKL 827331	NOKL 827385	NOKL 829182
NOKL 823593	NOKL 827332	NOKL 827386	NOKL 829183
NOKL 823595	NOKL 827334	NOKL 827388	NOKL 829184
NOKL 823596	NOKL 827335	NOKL 827419	NOKL 829185
NOKL 823597	NOKL 827338	NOKL 827420	NOKL 829186
NOKL 823598	NOKL 827339	NOKL 827423	
NOKL 823599	NOKL 827341	NOKL 827425	
NOKL 823600	NOKL 827342	NOKL 827426	
NOKL 823601	NOKL 827344	NOKL 827427	
NOKL 823602	NOKL 827345	NOKL 827863	
NOKL 823603	NOKL 827347	NOKL 827864	
NOKL 823604	NOKL 827348	NOKL 827865	
NOKL 823605	NOKL 827349	NOKL 827866	
NOKL 823606	NOKL 827351	NOKL 827867	
NOKL 823607	NOKL 827352	NOKL 827868	
NOKL 823608	NOKL 827354	NOKL 827869	
NOKL 823609	NOKL 827355	NOKL 827870	
NOKL 823610	NOKL 827357	NOKL 827871	
NOKL 823611	NOKL 827358	NOKL 827872	
NOKL 826961	NOKL 827359	NOKL 827873	
NOKL 827307	NOKL 827360	NOKL 827874	
NOKL 827309	NOKL 827362	NOKL 827875	
NOKL 827311	NOKL 827363	NOKL 827876	
NOKL 827312	NOKL 827364	NOKL 827877	
NOKL 827313	NOKL 827366	NOKL 827878	
NOKL 827315	NOKL 827367	NOKL 827879	
NOKL 827316	NOKL 827368	NOKL 827880	
NOKL 827317	NOKL 827369	NOKL 827881	
NOKL 827319	NOKL 827371	NOKL 827882	
NOKL 827320	NOKL 827372	NOKL 827883	
NOKL 827322	NOKL 827374	NOKL 829175	
NOKL 827323	NOKL 827375	NOKL 829176	
NOKL 827325	NOKL 827376	NOKL 829177	
NOKL 827326	NOKL 827378	NOKL 829178	
NOKL 827327	NOKL 827379	NOKL 829179	