

RECORDATION NO. 23324-F FILED

OCT 04 '10 - 10 10 AM

SURFACE TRANSPORTATION BOARD

October 4, 2010

Surface Transportation Board  
395 E Street SW  
Washington, DC 20423-0001

**HARRIS BEACH LLC**  
ATTORNEYS AT LAW

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**Re: American Rock Salt Company LLC (Debtor) and  
Manufacturers and Traders Trust Company (Collateral Agent)  
Termination of Security Interest  
Recordation No. 23324**

Dear Sir or Madam:

Enclosed for recordation is a Termination of Security Interest dated as of September 29, 2010 (the "Termination"). The enclosed document relates to the Memorandum of Lease filed with the Board under Recordation Number 23324. A description of the railroad equipment covered by the Termination is: 600 covered hopper cars, marked the reporting marks and road numbers GNWR 5000 through GNWR 5599.

The names and addresses of the parties to the Termination are:

**Debtor:** American Rock Salt Company LLC  
3846 Retsof Road  
Retsof, New York 14389

**Collateral Agent:** Manufacturers and Traders Trust Company  
255 East Avenue  
Rochester, New York 14604

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

Full Termination of Security Interest

Kindly return a stamped copy of the enclosed document to the undersigned.

  
John Buhrman  
Associate

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**TERMINATION OF SECURITY INTEREST**

This **TERMINATION OF SECURITY INTEREST** (herein called Termination) is made as of September 29, 2010, by Manufacturers and Traders Trust Company (herein called the Collateral Agent) for the benefit of American Rock Salt Company LLC, a New York limited liability company (herein called the Debtor).

**RECITALS**

The Collateral Agent and the Debtor were parties to a Security Agreement dated as of March 17, 2004, pursuant to which the Debtor granted to the Collateral Agent a security interest in certain property then owned or thereafter acquired by Debtor, which Security Agreement was amended and restated pursuant to an Amended and Restated Security Agreement dated April 8, 2009 (herein called the Prior Security Agreement).

The Debtor, as agent for Livingston County Industrial Development Agency, but for the sole benefit of the Debtor, has entered into a Lease of Railroad Equipment dated as of November 1, 2000, and certain supplements thereto (herein collectively called the Lease), with Railcar Amrock Trust, a Delaware trust (herein called the Owner), pursuant to which the Debtor leases from the Owner 600 covered hopper cars, marked with the reporting marks and road numbers GNWR 5000 through GNWR 5599 (herein called the Equipment). Appropriate evidence of the Lease was recorded with the Surface Transportation Board pursuant to section 11301 of Title 49 of the United States Code.

To evidence a security interest that the Debtor had granted to the Collateral Agent pursuant to the Prior Security Agreement in the Debtor's interest in the Lease and the Equipment leased thereunder, there is recorded with the Surface Transportation Board (i) a certain Memorandum of Credit Agreement dated as of March 17, 2004 under Recordation No. 23324-C filed on April 6, 2004 at 2:08 PM and (ii) a certain Memorandum of Amended and Restated Security Agreement dated as of April 8, 2009 under Recordation No. 23324-E filed on April 13, 2009 at 10:12 AM.

**TERMINATION OF SECURITY INTEREST**

The Collateral Agent's security interest in the Lease and the Equipment arising pursuant to the Prior Security Agreement shall be and is hereby terminated upon the filing of this Termination with the Surface Transportation Board and all of the Collateral Agent's right, title and interest in and to the Lease and the Equipment leased thereunder shall be and has become null and void.

IN WITNESS THEREOF, the Collateral Agent, pursuant to due authority, has executed this Termination on the date first indicated above.

MANUFACTURERS AND TRADERS TRUST  
COMPANY

By: Jon M Fogie  
Name: Jon M Fogie  
Title: Vice President