RECORDATION NO 23152-H FILED
August 02, 2012 05:10 PM
SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

August 2, 2012

Chief of the 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 Notice of Full Termination of Lease, dated as of August 2, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the Memorandum of Lease Agreement and Lease Supplement previously filed with the Board under Recordation Number 23152.

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

Lessor: U.S Bank National Association , as successor to State Bank and Trust Company of Connecticut, National Association
225 Asylum Street, 23rd Floor
Hartford, CT 06103

[Lessee: General Electric Capital Corporation
120 Long Ridge Road
Stamford, CT 06927]

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

All railroad equipment at any time covered by the Lease and all supplements thereto identified in the primary and secondary filings made under Recordation Number 23152.

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

Notice of Full Termination of Lease.

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,

Edward M. Luria

EML/sem
Enclosures

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Execution Version

NOTICE OF FULL TERMINATION OF LEASE

The undersigned, U.S. BANK NATIONAL ASSOCIATION (successor in interest to State Street Bank and Trust Company of Connecticut, National Association), not in its individual capacity but solely as Trustee, and as Lessor (the "Lessor"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it has terminated the Lease Agreement (RAIL-2000-NC) dated as of September 27, 2000, as amended, modified or supplemented (the "Lease"), with GENERAL ELECTRIC CAPITAL CORPORATION, as Lessee (the "Lessee").

A Memorandum of Lease Agreement and Lease Supplement was duly filed and recorded with the Surface Transportation Board (the "Board") on October 6, 2000 under Recordation Number 23152. In addition thereto, the documents listed in Exhibit A which relate to the Lease were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens or encumbrances over all railroad equipment at any time covered by the Lease and all supplements thereto identified in the primary and secondary filings made under Recordation Number 23152.

This Notice of Full Termination of Lease is executed without prejudice to the rights or obligations of the parties which expressly survive under the Lease or the termination agreement between the parties.

Dated: August 2, 2012

[Signature Page Follows]

U.S. BANK NATIONAL ASSOCIATION, not in its individual capacity, but solely as Trustee and Lessor

By: _____
Name: Elizabeth C. Hammer
Title: Vice President

STATE OF CONNECTICUT)
) ss.
COUNTY OF HARTFORD)

On this 27th day of July, 2012, before me personally appeared Elizabeth C. Hammer, to me personally known, who, being duly sworn, did say that (s)he is a(n) Vice President of U.S. BANK NATIONAL ASSOCIATION, and that said instrument was signed on behalf of said national banking association by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said national banking association.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

_____
NOTARY PUBLIC

My commission expires:

SUSAN P. McNALLY
NOTARY PUBLIC – CONNECTICUT
My Comm. Expires March 31, 2015

Exhibit A

(RAIL-2000-NC)

1. Memorandum of Lease Agreement and Lease Supplement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on October 6, 2000 under Recordation Number 23152.

2. Memorandum of Loan and Security Agreement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on October 6, 2000 under Recordation Number 23152-A.

3. Notice of Change of Owner Trustee dated August 27, 2004 by U.S. Bank National Association, filed with the Board on September 22, 2004 under Recordation Number 23152-B.

4. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on March 5, 2008 under Recordation Number 23152-C.

5. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on March 5, 2008 under Recordation Number 23152-D.

6. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of September 24, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, filed with the Board on October 15, 2008 under Recordation Number 23152-E.

7. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of September 24, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, filed with the Board on October 15, 2008 under Recordation Number 23152-F.

Exhibit B

(RAIL-2000-NC)

1. Memorandum of Lease Agreement and Lease Supplement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, deposited in the Office of the Registrar General of Canada on October 2, 2000 at 3:15 p.m.

2. Memorandum of Loan and Security Agreement dated as of September 27, 2000 by and between State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, deposited in the Office of the Registrar General of Canada on October 2, 2000 at 3:16 p.m.

3. Notice of Change of Owner Trustee dated August 27, 2004 by U.S. Bank National Association, deposited in the Office of the Registrar General of Canada.

4. Memorandum of Amendment to Memorandum of Lease Agreement and Lease Supplement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, Lessor, and General Electric Capital Corporation, Lessee, deposited in the Office of the Register General of Canada.

5. Memorandum of Amendment to Memorandum of Loan and Security Agreement dated as of February 28, 2008 between U.S. Bank National Association, as successor to State Street Bank and Trust Company of Connecticut, National Association, not in its individual capacity, but solely as Trustee, and AIG-FP Funding (Cayman) Limited, Lender, deposited in the Office of the Register General of Canada.

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CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 8/22/12

Edward M. Luria

Edward M. Luria