

RECORDATION NO 29842-B

FILED

September 18, 2012 02:30 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD

ATTORNEYS AT LAW

1050 SEVENTEENTH STREET, N.W.

SUITE 301

WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

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

OF COUNSEL  
URBAN A. LESTER

September 18, 2012

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 Memorandum of Termination of Lease, dated as of September 18, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 29842 and 29842-A.

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

Lessor:                      Compass Rail VI Corporation  
750 Battery Street, Suite 430  
San Francisco, CA 94111

Section Chief  
September 18, 2012  
Page 2

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

100 railcars TERMINATED: CMPX 470001 – CMPX 470096, CRVX 470099, CRVX 470103, CRVX 470110 and CRVX 470111.

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

Memorandum of Termination of Lease.

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 stamped copies of the enclosed document to the undersigned.

Very truly yours,



✓ Edward M. Luria

EML/sem  
Enclosures

September 18, 2012 02:30 PM

~~MEMORANDUM OF TERMINATION OF LEASE~~  
 SURFACE TRANSPORTATION BOARD

As of September 18, 2012

THIS MEMORANDUM OF TERMINATION OF LEASE is intended to evidence the termination of that certain Lease specified on Schedule 1 between COMPASS RAIL VI CORPORATION of 750 Battery Street, Suite 430, San Francisco, CA 94111 ("Lessor") and NOVA CHEMICALS, INC. of 1555 Coraopolis Heights Road, Moon Township, PA 15108 ("Lessee") pursuant to which Lessor has leased to Lessee the railcars specified on Schedule 1 hereto (the "Cars").

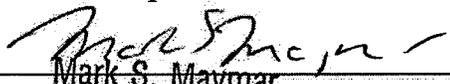
Pursuant to the Lease, Lessor has leased to Lessee the railcars specified on Schedule 1 hereto (the "Railcars"). Documents regarding the Railcars have been previously filed with the United States Department of Transportation Surface Transportation Board ("STB") under Recordation Nos. 29842 and 29842-A. The Lease has expired in accordance with its terms.

This Memorandum of Termination of Lease is executed for the purpose of releasing any and all railcars from the Lease and any amendments thereto and is without prejudice to any other continuing rights and obligations of the parties under the Lease and any amendments thereto. This Memorandum of Lease is entered into for the purpose of satisfying the requirements of recordation with the STB under 49 U.S.C Section 11301 and with the Registrar General of Canada under applicable law.

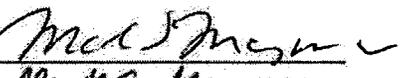
IN WITNESS WHEREOF, Lessor has caused this Memorandum of Termination of Lease to be duly executed all as of the date first above written, and the undersigned hereby declare pursuant to 28 U.S.C. Section 1746 under penalty of perjury that the foregoing is a true and correct document and was executed on the date indicated below their signatures.

Lessor:

Compass Rail VI Corporation

By:   
 Title: Mark S. Maymar  
Executive Vice President

I hereby certify under the pains and penalty of perjury that I hold the title and office at Compass Rail VI Corporation specified above under my name, that this Memorandum of Termination of Lease was signed on behalf of Compass Rail VI Corporation by authority of its Board of Directors and that the execution of this instrument is the free act and deed of Compass Rail VI Corporation. I declare under the penalty of perjury under the laws of the United States that the foregoing is true and correct.

Signature   
 Name Mark S. Maymar  
 Dated 9/18/2012

Schedule 1  
To Memorandum of Termination of Lease

The Lease:

- Master Railcar Lease Agreement dated as of January 10, 2011
- Rider No. 1 dated as of January 10, 2011

The Cars:

One hundred (100) 5850 cfc 263 GRL "plastic pellet" covered hopper cars equipped with interior coating, vented hatches and pneumatic outlet gates with the following marks:

1	CMPX	470001	36	CMPX	470036	71	CMPX	470071
2	CMPX	470002	37	CMPX	470037	72	CMPX	470072
3	CMPX	470003	38	CMPX	470038	73	CMPX	470073
4	CMPX	470004	39	CMPX	470039	74	CMPX	470074
5	CMPX	470005	40	CMPX	470040	75	CMPX	470075
6	CMPX	470006	41	CMPX	470041	76	CMPX	470076
7	CMPX	470007	42	CMPX	470042	77	CMPX	470077
8	CMPX	470008	43	CMPX	470043	78	CMPX	470078
9	CMPX	470009	44	CMPX	470044	79	CMPX	470079
10	CMPX	470010	45	CMPX	470045	80	CMPX	470080
11	CMPX	470011	46	CMPX	470046	81	CMPX	470081
12	CMPX	470012	47	CMPX	470047	82	CMPX	470082
13	CMPX	470013	48	CMPX	470048	83	CMPX	470083
14	CMPX	470014	49	CMPX	470049	84	CMPX	470084
15	CMPX	470015	50	CMPX	470050	85	CMPX	470085
16	CMPX	470016	51	CMPX	470051	86	CMPX	470086
17	CMPX	470017	52	CMPX	470052	87	CMPX	470087
18	CMPX	470018	53	CMPX	470053	88	CMPX	470088
19	CMPX	470019	54	CMPX	470054	89	CMPX	470089
20	CMPX	470020	55	CMPX	470055	90	CMPX	470090
21	CMPX	470021	56	CMPX	470056	91	CMPX	470091
22	CMPX	470022	57	CMPX	470057	92	CMPX	470092
23	CMPX	470023	58	CMPX	470058	93	CMPX	470093
24	CMPX	470024	59	CMPX	470059	94	CMPX	470094
25	CMPX	470025	60	CMPX	470060	95	CMPX	470095
26	CMPX	470026	61	CMPX	470061	96	CMPX	470096
27	CMPX	470027	62	CMPX	470062	97	CRVX	470099
28	CMPX	470028	63	CMPX	470063	98	CRVX	470103
29	CMPX	470029	64	CMPX	470064	99	CRVX	470110
30	CMPX	470030	65	CMPX	470065	100	CRVX	470111
31	CMPX	470031	66	CMPX	470066			
32	CMPX	470032	67	CMPX	470067			
33	CMPX	470033	68	CMPX	470068			
34	CMPX	470034	69	CMPX	470069			
35	CMPX	470035	70	CMPX	470070			

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: 9/18/12

Edward M Luria  
Edward M. Luria