

RECORDATION NO 19638-C

FILED

January 07, 2013 04:00 PM

ALVORD AND ALVORD

ATTORNEYS AT LAW

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

January 7, 2013

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 Notice of Release and Termination, dated as of December 26, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and termination and relates to the documents previously filed with the Board under Recordation Number 19638.

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

Secured Party: Utrecht-America Finance Co.
245 Park Avenue
36th Floor
New York, NY 10167

Debtor/
Owner Trustee/
Lessor: Shawmut Bank Connecticut, National
Association
777 Main Street, MSN 238
Hartford, CT 06115

Chief, Section of Administration

January 7, 2013

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Debtor/
Owner Trustee/
Lessor: Frank W. McDonald, Jr.
777 Main Street
Hartford, Connecticut 06115

Lessee: New Jersey Transit Corporation
One Penn Plaza East
Newark NJ 07105

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

All railcars covered by the documents previously filed under Recordation
Number 19638 are RELEASED and TERMINATED.

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

Notice of Release and 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 stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Edward M. Luria

EML/bhs
Enclosures

NOTICE OF RELEASE AND TERMINATION

THIS NOTICE OF TERMINATION is made and entered into as of this 26th day of December, 2012 by Utrecht-America Finance Co., as Secured Party, U.S. Bank National Association, as successor to Shawmut Bank Connecticut, National Association, and Frank W. McDonald, Jr., as Owner Trustees/Lessors, and New Jersey Transit Corporation, as Lessee.

The undersigned hereby give notice, whereby the underlying agreements described in:

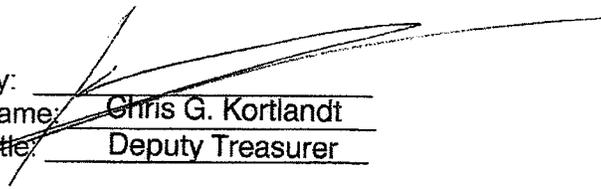
1. The Memorandum of Lease Agreement, dated as of September 30, 1995, between Frank W. McDonald, Jr., as Lessor, and New Jersey Transit Corporation, as Lessee, filed with the Interstate Commerce Commission (the "Commission") on October 2, 1995 under Recordation Number 19638;
2. The Memorandum of Loan and Security Agreement, dated as of February 14, 2008, between Utrecht-America Finance Co., as Secured Party, Shawmut Bank Connecticut, National Association and Frank W. McDonald, Jr., as Owner Trustees/Lessors, filed with the Commission on October 2, 1995 under Recordation Number 19638-A; and
3. The Memorandum of Lessee Security Agreement and Mortgage, dated as of September 30, 1995, between Frank W. McDonald, Jr., as Owner Trustee/Lessor, and New Jersey Transit Corporation, as Lessee, filed with the Commission on October 2, 1995 under Recordation Number 19638-B

have been terminated, and all security interests and leasehold interests previously of record with the Interstate Commerce Commission (and currently of record with the Surface Transportation Board) with respect to the railroad equipment described therein, are terminated, released and fully discharged of record.

(the remainder of this page is deliberately left blank)

IN WITNESS WHEREOF, the parties hereto have caused this Notice of Termination to be executed by their respective officers thereunto duly authorized as of the day first above written.

UTRECHT-AMERICA FINANCE CO.,
as Secured Party

By: 
Name: Chris G. Kortlandt
Title: Deputy Treasurer

On this 3rd day of JANUARY, 2012, before me personally appears CHRIS KORTLANDT, who stated that he is the person who executed the foregoing instrument as DEPUTY TREASURER of UTRECHT-AMERICA FINANCE CO., the entity named in the foregoing instrument, and is duly authorized to act on behalf of said entity, and being informed of the contents thereof, acknowledged execution of the foregoing instrument on behalf of said entity.

Witness my hand and official seal, this 3rd day of JANUARY, 2012 n


Notary Public

My commission expires: MAY 14, 2015

JOCELYNE LALLEMAND
Notary Public, State of New York
No. 01LA6165644
Qualified in Rockland County
Certificate Filed in New York County
My Commission Expires May 14, 2015

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n

IN WITNESS WHEREOF, the parties hereto have caused this Notice of Termination to be executed by their respective officers thereunto duly authorized as of the day first above written.

U.S. BANK NATIONAL ASSOCIATION,
as Owner Trustee/Lessor

By: my Dufresne
Name: Marianne Y. Dufresne
Title: Vice President

On this 28th day of December, 2012, before me personally appears Marianne Y. Dufresne, who stated that he is the person who executed the foregoing instrument as Vice President of U.S. BANK NATIONAL ASSOCIATION, the entity named in the foregoing instrument, and is duly authorized to act on behalf of said entity, and being informed of the contents thereof, acknowledged execution of the foregoing instrument on behalf of said entity.

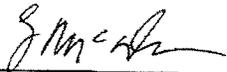
Witness my hand and official seal, this 28th day of December, 2012

Karen R. Felt
Notary Public

My commission expires: KAREN R. FELT
Notary Public, State of Connecticut
My Commission Expires Feb. 28, 2014

IN WITNESS WHEREOF, the parties hereto have caused this Notice of Termination to be executed by their respective officers thereunto duly authorized as of the day first above written.

FRANK W. MCDONALD, JR.,
as Owner Trustee/Lessor

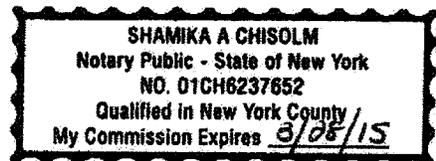
By: 
Name: Frank McDonald
Title: Vice President

On this 27 day of December, 2012, before me personally appears FRANK W. MCDONALD, JR, who stated that he is the person who executed the foregoing instrument and, being informed of the contents thereof, acknowledged execution of the foregoing instrument.

Witness my hand and official seal, this 27 day of December, 2012


Notary Public

My commission expires: 3/28/15



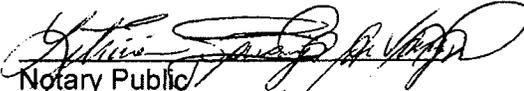
IN WITNESS WHEREOF, the parties hereto have caused this Notice of Termination to be executed by their respective officers thereunto duly authorized as of the day first above written.

NEW JERSEY TRANSIT CORPORATION,
as Lessee

By: 
Name: _____
Title: _____

On this 26th day of DECEMBER, 2012, before me personally appears Michael J. Libvareik who stated that he is the person who executed the foregoing instrument as ACTING CFO + TREASURER of NEW JERSEY TRANSIT CORPORATION, the entity named in the foregoing instrument, and is duly authorized to act on behalf of said entity, and being informed of the contents thereof, acknowledged execution of the foregoing instrument on behalf of said entity.

Witness my hand and official seal, this 26th day of DECEMBER, 2012


Notary Public

LETICIA VARGAS

My commission expires: _____

**NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES
ON OCTOBER 27, 2013**

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: January 7, 2013

Edward M Luria
Edward M. Luria