

RECORDATION NO 20047-N

FILED

January 16, 2013 01:30 PM

SURFACE TRANSPORTATION BOARD

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ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

January 16, 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 Partial Termination of Lease Agreement (UPRR 1996-B), dated as of January 16, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 20047.

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

Owner Trustee/

Lessor:

Wells Fargo Bank Northwest, N.A. (successor  
to First Security Bank of Utah, NA)  
299 South Main Street, 12th Floor  
Salt Lake City, UT 84111

Chief  
Section of Administration  
January 16, 2013  
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A description of the railroad equipment covered by the enclosed document is:

345 railcars TERMINATED: UP 92366, UP 90966, UP 91179, UP 249074 – UP 249134 and within the series UPL 92173 – UPL 92457 as more particularly set forth in the attachment to the document.

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

Partial Termination of Lease Agreement (UPRR 1996-B).

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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**PARTIAL TERMINATION OF LEASE AGREEMENT  
(UPRR 1996-B)**

THIS PARTIAL TERMINATION OF LEASE AGREEMENT (UPRR 1996-B) is made and entered into as of January 16, 2013, by Wells Fargo Bank Northwest National Association, a national banking association, not in its individual capacity, but solely as Owner Trustee ("Owner Trustee").

1. The Owner Trustee has heretofore entered into that certain Lease Agreement dated as of May 2, 1996 (as amended, supplemented or modified to date, the "Lease") by which the Owner Trustee leased certain railroad equipment to Union Pacific Railroad Company. A memorandum of the Lease was duly recorded with the Surface Transportation Board on May 7, 1996 under recordation number 20047 and with the Registrar General of Canada on May 7, 1996 under document key 3782. Capitalized terms used herein without definition have the meanings assigned to them in the Lease.

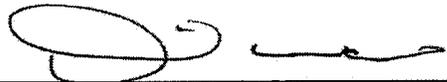
2. The Lease is terminated effective as of the date hereof with respect to the Units specified on Schedule 1-A, Schedule 1-B, and Schedule 1-C, attached hereto.

3. This Partial Termination of Lease Agreement shall neither impair nor terminate the rights and obligations of the parties under the Lease with respect to any other Units which remain subject to the Lease or otherwise which expressly survive termination.

[signature page follows]

IN WITNESS WHEREOF, the parties hereto have each caused this Partial Termination of Lease Agreement (UPRR 1996-B) to be duly executed by their respective officers duly authorized as of the date and year first above written.

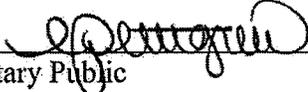
WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION, not in its individual  
capacity, but solely as Owner Trustee

By:   
Name: David Wall  
Title: Vice President

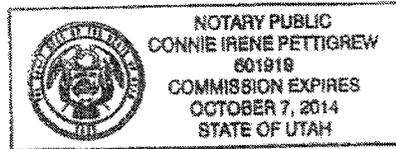
Executed on this 16th day of January, 2013.

State of Utah )  
 ) ss:  
County of Salt Lake )

On this 14 day of January, 2013, before me personally appeared David Wall, to me personally known, who being duly sworn, says that he is Vice President of **Wells Fargo Bank Northwest, National Association**, that said instrument was signed and sealed on behalf of said corporation and that said instrument is the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

My Commission expires on: 10/07/2014



**Schedule 1-A**

**(UPRR 1996-B)**

**Terminated Equipment**

<u>Equipment Description</u>	<u>Quantity</u>	<u>Reporting Marks</u>
Bi-level Autorack	1	UPL 92366
Covered Hoppers	2	UP 90966 UP 91179

**Schedule 1-B**

**(UPRR 1996-B)**

**EOT Purchase Equipment**

<u>Equipment Description</u>	<u>Quantity</u>	<u>Reporting Marks</u>
Bi-level Autoracks	281	UPL 92173 – 92226; UPL 92228 – 92346; UPL 92348 – 92365; UPL 92367 – 92396; UPL 92398 – 92457

**Schedule 1-C**

**(UPRR 1996-B)**

**EBO Purchase Equipment**

<u>Equipment Description</u>	<u>Quantity</u>	<u>Reporting Marks</u>
Covered Gondolas	61	UP 249074 – UP 249134, inclusive

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: 1/16/13

Edward M Luria  
Edward M. Luria