

RECORDATION NO. 24197-H FILED

FEB 22 '13 -2 02 PM

... TRANSPORTATION BOARD

## FIRST UNION RAIL

One O'hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018-4214

Tel 847.318 7575  
Fax 847.318.7588  
www.firstunionrail.com

VIA UPS NEXT DAY AIR

February 21, 2013

Chief Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S W , Suite 100  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

Re: Memorandum of Partial Lease Termination

Dear Section Chief.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(u) are three (3) originals of a Memorandum of Partial Lease Termination dated February 19, 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 evidencing such lease Equipment which was duly filed at the Surface Transportation Board on November 4, 2002 at 4:02 p.m. under recordation number 24197.

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

Lessor: First Union Rail Corporation  
One O'Hare Centre  
6250 N River Road, Suite 5000  
Rosemont, IL 60018

Lessee Iowa, Chicago & Eastern Railroad Corp  
140 N. Phillips Avenue  
Sioux Falls, SD 57104

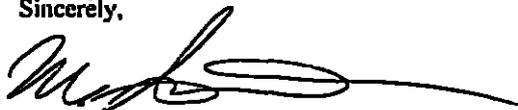
The enclosed document is for forty (40) gondola cars having NOKL marks, (see Exhibit A for car numbers) which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows. Memorandum of Partial Lease Termination

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 one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne  
Senior Documentation Specialist

Enclosures

(IC:001)

**NOTICE OF MEMORANDUM OF PARTIAL LEASE TERMINATION**

**THIS NOTICE OF MEMORANDUM OF PARTIAL LEASE TERMINATION** (the "Memorandum") dated as of February 19, 2013 is made by First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of October 15, 2002, (the "Lease"), between Lessor and Iowa, Chicago & Eastern Railroad Corporation (the "Lessee"), a Delaware corporation

**WITNESSETH:**

**WHEREAS**, Lessor and Lessee entered into the Lease whereby Lessor has agreed to lease to Lessee certain railcars (the "Equipment") as more particularly described in on Exhibit A attached hereto, and,

**WHEREAS**, Lessor and Lessee entered into certain Memorandum of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on November 4, 2002 at 12 47 p m with recordation number 24197.

**WHEREAS**, certain Equipment has been released and is no longer covered under the Lease, and,

**NOW, THEREFORE**, the Lessor desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Lease filed with the Surface Transportation Board has been terminated in all respects
2. All of the interest of the Lessee, its successors and assigns, in the Equipment listed on Exhibit A arising pursuant to the Lease has been terminated.
3. Lessor wishes to record this Notice of Partial Termination of Memorandum of Lease so as to release the lien with respect to the Equipment.

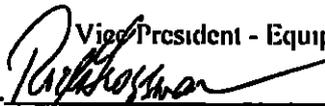
**IN WITNESS WHEREOF**, the party hereto has caused this Memorandum to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

**LESSOR:**

**FIRST UNION RAIL CORPORATION**

Name. Rick Grossman

Title Vice President - Equipment

Signature. 

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**SURFACE TRANSPORTATION BOARD**

**EXHIBIT A**  
**to**  
**MEMORANDUM OF PARTIAL LEASE TERMINATION**

**NUMBER OF CARS:**           Forty (40)

**DESCRIPTION OF CARS:**   Gondola Cars

**CAR NUMBERS:**

NOKL 310814	NOKL 311053
NOKL 310819	NOKL 311054
NOKL 310831	NOKL 311074
NOKL 310855	NOKL 311089
NOKL 310900	NOKL 311103
NOKL 310903	NOKL 311107
NOKL 310912	NOKL 311117
NOKL 310922	NOKL 311125
NOKL 310946	NOKL 311126
NOKL 310949	NOKL 311144
NOKL 310952	NOKL 311148
NOKL 310953	NOKL 311178
NOKL 310956	NOKL 311201
NOKL 310962	NOKL 311236
NOKL 310992	NOKL 311256
NOKL 311017	NOKL 311266
NOKL 311024	NOKL 311272
NOKL 311028	NOKL 311274
NOKL 311036	NOKL 311288
NOKL 311044	NOKL 311294