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ELIAS C. ALVORD (1942)
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April 9, 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 Final Termination of Lease No. 1, dated as of April 1, 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 of Railroad Equipment No. 1 previously filed under Recordation Number 25988.

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

Lessor: BNP Paribas (Canada)
 1981 McGill College Avenue
 Montreal, Quebec
 Canada H3A 2W8

[Lessee: Canadian National Railway Company
 935 de la Gauchetiere Street West
 Montreal, Quebec
 Canada H3B 2M9]

Chief, Section of Administration
April 9, 2013
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A description of the railroad equipment covered by the enclosed document
is:

15 boxcars TERMINATED: DWC 793408 - DWC 793422.

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

Final Termination of Lease No. 1.

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

FINAL TERMINATION OF LEASE NO. 1 dated as of April 1, 2013 by the **BNP PARIBAS (CANADA)**, a Canadian chartered bank (the "Lessor").

WHEREAS, the Lessor and **Canadian National Railway Company** (the "Lessee") entered into that certain Lease of Railroad Equipment No. 1 dated as of November 1, 2005 (the "Lease") covering two-hundred fifty (250) 60'9" 104-ton plate F double plug door boxcars marked DWC 793250 to DWC 793499 inclusive;

WHEREAS, to evidence the Lease, a Memorandum of Lease of Railroad Equipment No. 1 dated as of November 1, 2005 was i) filed at the Surface Transportation Board (the "STB") on November 30, 2005 at 12:25 with assigned primary recordation number 25988 and ii) deposited at the Registrar General of Canada (the "RGC") on November 30, 2005 at 4:07 P.M.;

WHEREAS, Bills of Sale evidencing Lessor's title to such boxcars were deposited at the RGC on December 21, 2005 at 3:06 P.M. and January 3, 2006 at 2:30 P.M.;

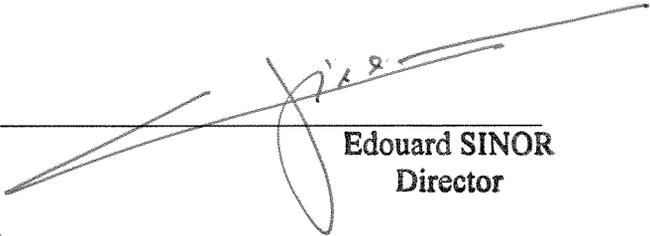
WHEREAS, a Partial Termination of Lease No. 1 dated as of July 2, 2010, in respect of the two-hundred thirty-five (235) such boxcars marked DWC 793250 to 793407 inclusive and DWC 793423 to 793499 inclusive, was i) filed at the STB on July 2, 2010 at 1:00 P.M. with assigned secondary recordation number 25988-A and ii) deposited at the RGC on July 6, 2010 at 11:31 A.M.;

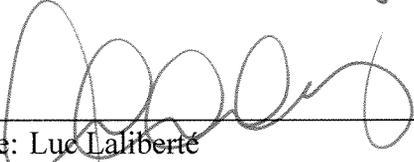
AND WHEREAS, as of the date hereof, the Lease has been terminated in respect of the remaining fifteen (15) such boxcars marked **DWC 793408 to DWC 793422 inclusive** (the "Equipment").

IN WITNESS WHEREOF, the Lessor wishes to show for the public record: i) the final termination of the Lease of the Equipment, ii) that it has sold, and disposed of, all its right, title and interest in the Equipment to the Lessee and iii) that it hereby releases any security interest in the Equipment and, accordingly the Lessor has caused this instrument to be executed as of the date first above written by its officers thereunto duly authorized, each such officer bearing the title set forth below, and each such officer declares pursuant to 28 U.S.C. §1746 under penalty of perjury that the foregoing is a true and correct document.

[Execution on next page.]

BNP PARIBAS (CANADA),
as Owner

By: 
Name: **Edouard SINOR**
Title: **Director**

By: 
Name: **Luc Laliberte**
Title: **Director, Corporate Banking Group**