RECORDATION NO 26415-H FILED
May 03, 2013 09:50 AM
SURFACE TRANSPORTATION BOARD

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May 3, 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 Termination of Lease, dated as of May 2, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Restated Lease Supplement No. 3A previously filed with the Board under Recordation Number 26415-D.

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

Lessor: Siemens Financial Services, Inc
170 Wood Avenue South
Iselin, New Jersey 08830

[Lessee: Alabama Power Company
600 18th Street North
Birmingham, Alabama 35203]

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

46 railcars: JHMX 99841 – JHMX 99886.

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

Notice of Termination of Lease.

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

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NOTICE OF TERMINATION OF LEASE

The undersigned, SIEMENS FINANCIAL SERVICES, INC (successor to First Security Bank, National Association and to Wells Fargo Bank Northwest, National Association), as Lessor (the "Lessor"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it has terminated the Restated Lease Supplement No. 3A, incorporating by reference all of the terms, conditions and provisions of, the Equipment Leasing Agreement dated as of June 4, 1999 between Lessor, and ALABAMA POWER COMPANY, as Lessee (the "Lessee") (as amended by that certain Amendment No. 1 to Equipment Leasing Agreement, dated as of June 23, 2006, and that certain Amendment No. 2 to Equipment Leasing Agreement dated as of June 23, 2010 and as further amended and supplemented from time to time) (the "Lease") as it affects the railroad equipment described in that Lease (the "Railroad Equipment").

The original Equipment Leasing Agreement was duly filed and recorded with the Interstate Commerce Commission ("Commission") on June 4, 1999 under Recordation Number 22180, as shown in Exhibit A. Subsequently thereto, the additional documents listed in Exhibit A which relate to the Railroad Equipment were duly filed with the Surface Transportation Board ("Board") as a primary recordation and as secondary recordations under Recordation Number 26415. This document constitutes a termination and release of all interests, claims, liens, or encumbrances over all of the Railroad Equipment.

This Notice of Full Termination of Lease is executed without prejudice to the rights or obligations of the parties which expressly survive under the Lease or the termination agreement between the parties.

Dated: May 1, 2013.

SIEMENS FINANCIAL SERVICES, INC., Lessor

By: _____
Printed Name: Joseph Alvarez
Title: Siemens Financial Services
Vice President
Portfolio Management

State of New Jersey)
) ss.
County of Middlesex)

On this 2nd day of May, 2013, before me personally appeared Joseph Alvarez, to me personally known, who, being duly sworn did say that he is a Vice President of SIEMENS FINANCIAL SERVICES, INC., and that said instrument was signed on behalf of said corporation by authority of its board of directors, and he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

_____
NOTARY PUBLIC

My commission expires:

Voula G Ring
Notary Public
New Jersey
My Commission Expires 11-3-13

Exhibit A

1. Equipment Leasing Agreement, dated as of June 4, 1999, between First Security Bank, National Association (predecessor to Wells Fargo Bank Northwest, National Association), Lessor, and Alabama Power Company, Lessee, filed with the Commission on June 4, 1999 at 3:20 p.m. under Recordation Number 22180.

2. Restated Lease Supplement No. 2, dated as of June 23, 2006, between Siemens Financial Services, Inc., Lessor, and Alabama Power Company, Lessee, filed with the Board on June 23, 2006 at 11:11 a.m. under Recordation Number 26415.

3. Amendment No. 1 to Equipment Leasing Agreement, dated as of June 23, 2006, between Siemens Financial Services, Inc., Lessor, and Alabama Power Company, Lessee, filed with the Board on June 23, 2006 at 11:21 a.m. under Recordation Number 26415-A.

4. Assignment and Assumption Agreement, dated as of June 23, 2006, between Wells Fargo Bank Northwest, National Association, as Assignor, and Siemens Financial Services, Inc., as Assignee, filed with the Board on June 23, 2006 at 11:27 a.m. under Recordation Number 26415-B.

5. Restated Lease Supplement No. 3A, dated as of June 23, 2010, between Siemens Financial Services, Inc., Lessor, and Alabama Power Company, Lessee, filed with the Board on June 24, 2010 at 9:30 a.m. under Recordation Number 26415-D.

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: 5-3-13

Edward M Luria

Edward M. Luria