

Wells Fargo Rail
9377 W. Higgins Rd.
Suite 600
Rosemont, IL 60018

wellsfargo.com

RECORDATION NO. 28073-G FILED
December 9, 2016 02:33 PM
SURFACE TRANSPORTATION BOARD

December 9, 2016

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 Lease Termination

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) please find one (1) originally executed Memorandum of Lease Termination dated December 9, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memoranda of Lease, evidencing such Equipment duly filed with the Surface Transportation Board on October 6, 2010, January 26, 2011 and April 25, 2011, under recordation numbers **28073-C, 28073-D and 28073-E** respectively.

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

Lessor: Wells Fargo Rail Corporation
f/k/a First Union Rail Corporation
9377 W. Higgins Rd, Suite 600
Rosemont, IL 60018

Lessee: Gavilon, LLC
11 Conagra Drive
Omaha, NE 68102

The enclosed document is for fifty (50) covered hopper cars marked NDYX 475063 – NDYX 475497 n.i.; forty-three (43) tank cars marked CAGX 950039, CAGX 950044 and CAGX 950058, FURX 125602 – FURX 125786, non-inclusive and five (5) tank cars marked FURX 120008 – FURX 120074, non-inclusive 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 Lease Termination

Please accept this E-filing and invoice Wells Fargo Rail Corporation's account number 22860 in the amount of \$45.00 covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned.

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
Manager Contract Administration

Enclosures
(GALL006, 011-012)

Together we'll go far



MEMORANDUM OF LEASE TERMINATION

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as December 9, 2016 is made by Wells Fargo Rail Corporation, f/k/a First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to that certain Lease Agreement dated as of December 18, 2008 (collectively, the "Lease"), between Lessor and Gaviion, LLC (the "Lessee"), a Delaware limited liability company..

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 Memoranda of Lease, evidencing the above-described Lease of such Equipment, which was filed at the Surface Transportation Board on October 6, 2010, January 26, 2011 and April 25, 2011 having recordation numbers **28073-C, 28073-D and 28073-E** respectively.

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, have 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 Memorandum of Lease Termination so as to release the lien with respect to the Equipment.

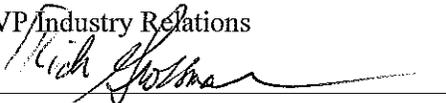
IN WITNESS WHEREOF, Wells Fargo Rail Corporation, as Lessor, has caused this Memorandum of Lease Termination to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

WELLS FARGO RAIL CORPORATION

Name: Rick Grossman

Title: SVP Industry Relations

Signature: 

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

RIDER NO. 4

NUMBER OF CARS: Fifty (50)

DESCRIPTION OF CARS: 4750 cu. ft. capacity covered hopper cars

CAR NUMBERS:

NDYX 475063	NDYX 475220
NDYX 475064	NDYX 475224
NDYX 475070	NDYX 475231
NDYX 475072	NDYX 475237
NDYX 475073	NDYX 475239
NDYX 475082	NDYX 475246
NDYX 475083	NDYX 475248
NDYX 475086	NDYX 475250
NDYX 475088	NDYX 475253
NDYX 475095	NDYX 475259
NDYX 475107	NDYX 475277
NDYX 475114	NDYX 475396
NDYX 475130	NDYX 475405
NDYX 475132	NDYX 475418
NDYX 475135	NDYX 475495
NDYX 475138	NDYX 475497
NDYX 475141	Count: 50
NDYX 475146	
NDYX 475150	
NDYX 475153	
NDYX 475159	
NDYX 475165	
NDYX 475166	
NDYX 475170	
NDYX 475180	
NDYX 475184	
NDYX 475185	
NDYX 475187	
NDYX 475192	
NDYX 475194	
NDYX 475203	
NDYX 475211	
NDYX 475212	
NDYX 475213	

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

RIDER NO. 9

NUMBER OF CARS: Forty-three (43)

DESCRIPTION OF CARS: Tank cars

CAR NUMBERS:

CAGX	950039	FURX	125710
CAGX	950044	FURX	125719
CAGX	950058	FURX	125723
FURX	125602	FURX	125727
FURX	125607	FURX	125731
FURX	125609	FURX	125732
FURX	125616	FURX	125734
FURX	125619	FURX	125736
FURX	125626	FURX	125737
FURX	125628	FURX	125743
FURX	125634	FURX	125757
FURX	125653	FURX	125758
FURX	125661	FURX	125761
FURX	125666	FURX	125763
FURX	125675	FURX	125765
FURX	125678	FURX	125770
FURX	125680	FURX	125777
FURX	125681	FURX	125784
FURX	125686	FURX	125785
FURX	125690	FURX	125786
FURX	125695		
FURX	125703		
FURX	125707		

RIDER NO. 10

NUMBER OF CARS: Five (5)

DESCRIPTION OF CARS: Tank cars

CAR NUMBERS:

FURX 120008
FURX 120011
FURX 120012
FURX 120071
FURX 120074