



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

wellsfargo.com

RECORDATION NO. 21386-E
FILED OCTOBER 11, 2016 11:50 AM
SURFACE TRANSPORTATION BOARD

October 10, 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 October 7, 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 May 7, 1998, August 17, 2000, November 13, 2006, September 25, 2009 and June 22, 2010 under **primary recordation number 21386** and secondary recordation numbers **21386-A, 21386-B, 21386-C and 21386-D** 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: Bighorn Divide & Wyoming Railroad Inc.
and Bad Water Line
642 S Federal Blvd.
Riverton, WY 82501

The enclosed document is for fifty (50) covered hopper cars covered under Rider No. 2 marked: BDW 823360 – BDW 823452, n.i.; fifty-one (51) covered hopper cars under Rider No. 5 marked BDW 823360 – BDW 823452, n.i.; eighty-two (82) covered hopper cars under Rider No. 1 marked BDW 818627 – BDW 839471, n.i.; twenty-seven (27) covered hopper cars under Rider No.2 marked NOKL 818908 – NOKL 833515, n.i. and twenty (20) covered hopper cars under Rider No. 3 marked NOKL 818908 – NOKL 833515, n.i. which have been terminated in all respects and are no longer covered under the Leases.

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

Together we'll go far



MEMORANDUM OF LEASE TERMINATION

THIS MEMORANDUM OF LEASE TERMINATION (the "Memorandum") dated as October 7, 2016 is made by Wells Fargo Rail Corporation, f/k/a First Union Rail Corporation (the "Lessor"), a North Carolina corporation, and pertains to those certain Lease Agreements dated as of May 21, 1997 and June 23, 2005 (collectively, the "Lease"), between Lessor and Bad Water Line. (the "Lessee"), a Wyoming 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 Memoranda of Lease, evidencing the above-described Lease of such Equipment, which were filed at the Surface Transportation Board on May 7, 1998 having **primary recordation number 21386**, on August 17, 2000 with secondary recordation number 21386-A, on November 13, 2006 with recordation number 21386-B, on September 25, 2009 having recordation number 21386-C and also on June 22, 2010 with recordation number 21386-D.

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 Memoranda 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 Memorandum of Lease Termination and Termination of Amendment to Memorandum of Lease so as to release the lien with respect to the Equipment.

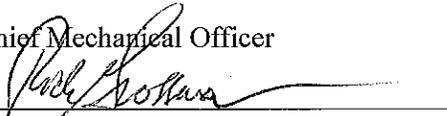
IN WITNESS WHEREOF, Wells Fargo Rail Corporation, as Lessor, has caused this Memorandum of Lease Termination to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title 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: Chief Mechanical Officer

Signature: 

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

BDW001-SF RIDER NO. 2

NUMBER OF CARS: Fifty (50)

DESCRIPTION OF CARS: 4750 cu. ft. capacity, 100 ton covered hopper cars

CAR NUMBERS:

| | | | | | | | |
|-----|--------|-----|--------|-----|--------|-----|--------|
| BDW | 823360 | BDW | 823379 | BDW | 823401 | BDW | 823427 |
| BDW | 823361 | BDW | 823381 | BDW | 823402 | BDW | 823428 |
| BDW | 823363 | BDW | 823384 | BDW | 823404 | BDW | 823429 |
| BDW | 823366 | BDW | 823386 | BDW | 823407 | BDW | 823432 |
| BDW | 823367 | BDW | 823387 | BDW | 823409 | BDW | 823434 |
| BDW | 823368 | BDW | 823388 | BDW | 823410 | BDW | 823437 |
| BDW | 823370 | BDW | 823389 | BDW | 823413 | BDW | 823438 |
| BDW | 823371 | BDW | 823391 | BDW | 823417 | BDW | 823443 |
| BDW | 823372 | BDW | 823393 | BDW | 823419 | BDW | 823445 |
| BDW | 823374 | BDW | 823394 | BDW | 823421 | BDW | 823447 |
| BDW | 823376 | BDW | 823395 | BDW | 823422 | BDW | 823449 |
| BDW | 823378 | BDW | 823396 | BDW | 823425 | BDW | 823451 |
| | | BDW | 823399 | | | BDW | 823452 |

BDW001-SF RIDER NO. 5

NUMBER OF CARS: Fifty-one (51)

DESCRIPTION OF CARS: 4750 cubic foot, 100-ton covered hopper cars

CAR NUMBERS:

| | | | |
|------------|------------|------------|------------|
| BDW 823360 | BDW 823379 | BDW 823401 | BDW 823429 |
| BDW 823361 | BDW 823381 | BDW 823402 | BDW 823432 |
| BDW 823363 | BDW 823384 | BDW 823404 | BDW 823434 |
| BDW 823364 | BDW 823386 | BDW 823407 | BDW 823435 |
| BDW 823366 | BDW 823387 | BDW 823409 | BDW 823437 |
| BDW 823367 | BDW 823388 | BDW 823410 | BDW 823438 |
| BDW 823368 | BDW 823389 | BDW 823413 | BDW 823443 |
| BDW 823370 | BDW 823391 | BDW 823417 | BDW 823445 |
| BDW 823371 | BDW 823393 | BDW 823419 | BDW 823447 |
| BDW 823372 | BDW 823394 | BDW 823422 | BDW 823449 |
| BDW 823374 | BDW 823395 | BDW 823425 | BDW 823451 |
| BDW 823376 | BDW 823396 | BDW 823427 | BDW 823452 |
| BDW 823378 | BDW 823399 | BDW 823428 | |

Count: 51

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

BDW002-RF RIDER NO. 1

NUMBER OF CARS: Eighty-two (82)

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

CAR NUMBERS:

| | | | | | |
|-----|--------|-----|--------|-----|--------|
| BDW | 818627 | BDW | 833414 | BDW | 833475 |
| BDW | 818687 | BDW | 833415 | BDW | 833476 |
| BDW | 818908 | BDW | 833416 | BDW | 833478 |
| BDW | 818926 | BDW | 833421 | BDW | 833479 |
| BDW | 819013 | BDW | 833422 | BDW | 833481 |
| BDW | 819035 | BDW | 833424 | BDW | 833482 |
| BDW | 819181 | BDW | 833430 | BDW | 833485 |
| BDW | 821722 | BDW | 833433 | BDW | 833489 |
| BDW | 828602 | BDW | 833435 | BDW | 833490 |
| BDW | 828718 | BDW | 833441 | BDW | 833491 |
| BDW | 829024 | BDW | 833443 | BDW | 833493 |
| BDW | 829511 | BDW | 833445 | BDW | 833495 |
| BDW | 829604 | BDW | 833449 | BDW | 833501 |
| BDW | 829637 | BDW | 833454 | BDW | 833502 |
| BDW | 829689 | BDW | 833455 | BDW | 833503 |
| BDW | 829710 | BDW | 833456 | BDW | 833505 |
| BDW | 829723 | BDW | 833457 | BDW | 833506 |
| BDW | 830907 | BDW | 833458 | BDW | 833513 |
| BDW | 830970 | BDW | 833459 | BDW | 833514 |
| BDW | 831220 | BDW | 833460 | BDW | 833515 |
| BDW | 833401 | BDW | 833462 | BDW | 839065 |
| BDW | 833405 | BDW | 833464 | BDW | 839110 |
| BDW | 833406 | BDW | 833465 | BDW | 839398 |
| BDW | 833408 | BDW | 833466 | BDW | 839451 |
| BDW | 833409 | BDW | 833468 | BDW | 839470 |
| BDW | 833410 | BDW | 833469 | BDW | 839471 |
| BDW | 833412 | BDW | 833471 | | |
| BDW | 833413 | BDW | 833474 | | |

**EXHIBIT A
TO
MEMORANDUM OF LEASE TERMINATION**

BDW002-RF RIDER NO. 2

NUMBER OF CARS: Twenty-seven (27)

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

CAR NUMBERS:

| | |
|------------|-------------------------|
| BDW 818908 | BDW 833445 |
| BDW 829604 | BDW 833458 |
| BDW 833401 | BDW 833462 |
| BDW 833405 | BDW 833464 |
| BDW 833408 | BDW 833466 |
| BDW 833410 | BDW 833475 |
| BDW 833412 | BDW 833489 – BDW 833491 |
| BDW 833416 | BDW 833495 |
| BDW 833422 | BDW 833502 – BDW 833503 |
| BDW 833433 | BDW 833506 |
| BDW 833435 | BDW 833513 |
| BDW 833443 | BDW 833515 |

BDW002-RF RIDER NO. 3

NUMBER OF CARS: Twenty (20)

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

CAR NUMBERS:

| | |
|-------------|-------------|
| NOKL 818908 | NOKL 833462 |
| NOKL 829604 | NOKL 833466 |
| NOKL 833401 | NOKL 833475 |
| NOKL 833405 | NOKL 833490 |
| NOKL 833408 | NOKL 833491 |
| NOKL 833412 | NOKL 833502 |
| NOKL 833422 | NOKL 833503 |
| NOKL 833435 | NOKL 833506 |
| NOKL 833443 | NOKL 833513 |
| NOKL 833445 | NOKL 833515 |