

RECORDATION NO 18623-E FILE
September 19, 2013 12:00 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

September 19, 2013

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Termination of Lease, dated August 15, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 18623.

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

Lessor: Wells Fargo Bank Northwest, National
Association
260 N. Charles Lindbergh Drive
Salt Lake City, UT 84116

Chief
Section of Administration
September 19, 2013
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A description of the railroad equipment covered by the enclosed document is:

All railcars covered by the Memorandum of Lease, as amended or supplemented, filed under Recordation Number 18623 are TERMINATED.

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

Memorandum of Termination of Lease.

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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EMLsem
Enclosures

RECORDATION NO 18623-E FILE

September 19, 2013 12:00 PM

MEMORANDUM OF TERMINATION OF LEASE
SURFACE TRANSPORTATION BOARD
As of August 15, 2013

THIS MEMORANDUM OF TERMINATION OF LEASE is intended to evidence the termination of that certain LEASE OF RAILROAD EQUIPMENT dated as of December 23, 1993, between WELLS FARGO BANK NORTHWEST NATIONAL ASSOCIATION not in its individual capacity but solely as Owner Trustee (as successor to Compass Boxcar Limited Liability Company) as Lessor ("**Lessor**") and NORTH AMERICAN SALT COMPANY (a Compass Minerals company) (as successor to The Hutchinson & Northern Railway Company) as Lessee ("**Lessee**").

Pursuant to the Lease, Lessor has leased to Lessee the railcars specified in the Lease (the "**Railcars**"). Documents regarding the Railcars have been previously filed with the United States Department of Transportation Surface Transportation Board ("STB") under Recordation Nos. 18623 (filed 12/23/93), 18623-A (filed 03/31/97), 18623-B (filed 03/31/97), and 18623-C (filed 05/05/2002).

The Lease has expired in accordance with its terms and has been terminated.

This Memorandum of Termination of Lease is executed for the purpose of releasing any and all the Railcars from the Lease and any amendments thereto and is without prejudice to any other continuing rights and obligations of the parties under the Lease and any amendments thereto. This Memorandum of Lease is entered into for the purpose of satisfying the requirements of recordation with the STB under 49 U.S.C Section 11301 and with the Registrar General of Canada under applicable law.

IN WITNESS WHEREOF, Lessor has caused this Memorandum of Termination of Lease to be duly executed all as of the date first above written, and the undersigned hereby declare pursuant to 28 U.S.C. Section 1746 under penalty of perjury that the foregoing is a true and correct document and was executed on the date indicated below their signatures.

Lessor:

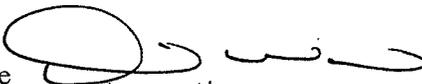
Wells Fargo Bank Northwest, National Association
Not in its individual capacity but solely as Owner Trustee

By: 

Title: _____

David Wall
Vice President

I hereby certify under the pains and penalty of perjury that I hold the title and office at the Corporate Trust Lease Group of Wells Fargo Bank National Association specified above under my name, that this Memorandum of Termination of Lease was signed on behalf of said Bank as Owner Trustee by authority of its Board of Directors and that the execution of this instrument is the free act and deed of said Trustee. I declare under the penalty of perjury under the laws of the United States that the foregoing is true and correct.

Signature 

Name _____

Dated _____

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: 9/19/13

Edward M Luria

Edward M. Luria