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May 7, 2010

RECORDATION NO. 19576-H FILED

MAY 07 '10 -3 4 1 PM

SURFACE TRANSPORTATION BOARD

Via Hand Delivery

Hon. Anne K. Quinlan

Acting Secretary

Surface Transportation Board

395 E. Street, S.W.

Washington, D.C. 20423

RE: Termination of Lease Schedule Documents for Recordation

Dear Secretary Quinlan,

On behalf of Ag Processing, Inc. I submit for filing and recordation an original and one exact copy of the document(s) described below, to be recorded pursuant to 49 U.S.C. § 11301(a) and the regulations applicable thereunder.

This document is a Termination of Lease Schedule, a Secondary Document as defined in the Surface Transportation Board's Rules for the Recordation of Documents, dated May 3, 2010. The Primary document to which the enclosed Termination of Lease Schedule is connected is the Memorandum of Master Equipment Lease Agreement, relating to the Lease Schedule 31953-04, previously filed under Recordation No. 19576-C.

The names and addresses of the parties to the Termination of Lease Schedule are as follows:

Lessor: Banc of America Leasing & Capital, LLC,
Successor- by-merger to Fleet Capital Corporation, f/k/a
Fleet Credit Corporation
One Financial Plaza
Providence, R.I. 02901

Lessee: Ag Processing, Inc., a Cooperative
12700 West Dodge Road
P.O. Box 2047
Omaha, N.E. 68103-2047

A description of the equipment covered by the Termination of Lease Schedule follows:
100 5127 C.F. Triple Covered Hopper Railcars
Manufacturer Trinity Industries, Inc.
With all standard and accessory equipment
Rail Marks: AGPX95300-AGPX95399.

A filing fee of \$ 41.00 is enclosed.

Please return the original and any extra copies not needed by the Board for Recordation to:

Andrew P. Goldstein, Esq.
Angela M. Bish, Esq.
McCarthy, Sweeney & Harkaway, P.C.
1825 K STREET, N.W.
Suite 700
WASHINGTON, D.C. 20006

A short summary of the Termination of Lease Schedule to appear in the index follows:

Termination of Lease Schedule to the Memorandum of Master Equipment Lease Agreement, relating to Lease Schedule 31953-04, recorded under Recordation No. 19576-C, dated May 3, 2010, and covering 100 Covered Hopper Railcars: AGPX95300-AGPX95399.

Very Truly Yours,



Andrew P. Goldstein
Angela M. Bish
McCarthy, Sweeney & Harkaway, P.C.
1825 K STREET, N.W.
Suite 700
WASHINGTON, D.C. 20006

Attorneys for Ag Processing, Inc.

Enclosures.

CERTIFICATION

I, Angela M. Bish, a member of the Bar of the District of Columbia, under penalty of perjury, do hereby certify that I have compared the attached copy of the Termination of Lease Schedule with an executed original thereof and find the attached copy to be in all respects a true, correct and complete copy of the executed original.

IN WITNESS WHEREOF, I have hereto affixed my signature this 7th day of May, 2010.

A handwritten signature in black ink, appearing to read "Angela M. Bish", is written over a horizontal line.

Andrew P. Goldstein
Angela M. Bish
McCarthy, Sweeney & Harkaway, P.C.
1825 K STREET, N.W.
Suite 700
WASHINGTON, D.C. 20006

Attorneys for Ag Processing, Inc.

TERMINATION OF LEASE SCHEDULE No. 31953-04 date **MAY 07 '10** -3 4 1 PM
as of May 3, 2010 by **Banc of America Leasing & Capital, LLC**
successor-by-merger to Fleet Capital Corporation (the "Lessor"). **SURFACE TRANSPORTATION BOARD**

WHEREAS, Lessor and Ag Processing Inc a cooperative (the "Lessee") entered into that Certain Lease Schedule No. 31953-04 (the "Lease");

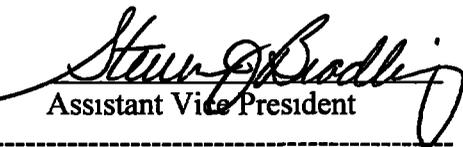
WHEREAS, Lessor and the Lessee entered into a Lease originally covering one-hundred (100) 5127 C.F. Triple Covered Hopper Railcars as described on the attached Exhibit No. 1 (the "Equipment");

IN WITNESS WHEREOF, Lessor wishes to show for the public record that:

- 1) Equipment is released on or before the date hereof;
- 2) Any security interests of Lessor, in the above equipment

and accordingly, has caused this Termination of Lease to be executed by its officer thereunto duly authorized.

BANC OF AMERICA LEASING & CAPITAL, LLC

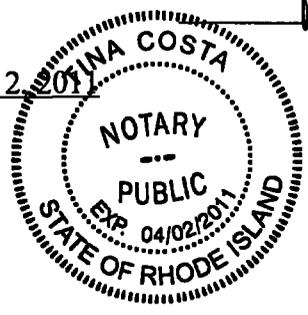
By: 
Its: Assistant Vice President

STATE OF RHODE ISLAND)
AND PROVIDENCE PLANTATIONS) ss:
COUNTY OF PROVIDENCE)

On this 3rd day of May, 2010 before me personally appeared Steven J Beadling, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of Banc of America Leasing & Capital, LLC that the foregoing instrument was signed on behalf of said company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.


Notary Public

My commission expires: April 2, 2011
[Notarial Seal]



<u>Qty.</u>	<u>Description of Equipment</u> ---	<u>Model No.</u>	<u>Rail Marks</u>
100	5127 C.F. Triple Covered Hopper Railcars Manufacturer: Trinity Industries, Inc. With all standard and accessory equipment		AGPX95300 thru AGPX95399

6100904021

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N W
SUITE 200
WASHINGTON, D.C.

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1984)

20006-2973
(202) 393-2266
FAX (202) 393-2156

OF COUNSEL
URBAN A. LESTER

REGISTRATION NO. 19576-B, C, D
FILED 12/27/95

DEC 27 1995 - 1 52 PM

INTERSTATE COMMERCE COMMISSION

December 27, 1995

Mr. Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four (4) duly executed copies of (1) a Memorandum of Master Equipment Lease Agreement relating to Lease Schedule No. 31953-03 ("Memorandum 03"); (2) a Memorandum of Master Equipment Lease Agreement relating to Lease Schedule No. 31953-04 ("Memorandum 04"); and (3) a Memorandum of Master Equipment Lease Agreement relating to Lease Schedule No. 31953-05 ("Memorandum 05"), each dated as of December 26, 1995, all secondary documents, as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed documents relate to the Memorandum of Master Equipment Lease Agreement, dated as of August 24, 1995 duly filed with the Commission under Recordation Number 19576.

The names and addresses of the parties to each of the enclosed documents are:

Lessor: Fleet Credit Corporation
50 Kennedy Plaza, Fifth Floor
Providence, Rhode Island 02903

Counterparts - 12/19/95

DEC 27 1 47 PM '95

**Mr. Vernon A. Williams
December 27, 1995
Page 2**

**Lessee: AG Processing Inc A Cooperative
12700 West Dodge Road
Omaha, Nebraska 68103**

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

As to Memorandum 03 – one hundred (100) triple covered hopper cars manufactured by Trinity Industries, Inc. and bearing reporting marks and road numbers AGPX 95200 through AGPX 95299 inclusive.

As to Memorandum 04 – one hundred (100) triple covered hopper cars manufactured by Trinity Industries, Inc. and bearing reporting marks and road numbers AGPX 95300 through AGPX 95399 inclusive.

As to Memorandum 05 – one hundred (100) triple covered hopper cars manufactured by Trinity Industries, Inc. and bearing reporting marks and road numbers AGPX 95400 through AGPX 95499 inclusive.

Also enclosed is a check in the amount of \$63.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return three stamped copy of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

**RWA/bg
Enclosures**

RECORDATION NO. 19576-C FILED 1995

DEC 27 1995 - 1 55 PM

INTERSTATE COMMERCE COMMISSION

Filed and Recorded with the Interstate Commerce Commission

on _____ at _____

and given Recordation No. _____

MEMORANDUM OF MASTER EQUIPMENT LEASE AGREEMENT dated as of August 23, 1995 by and between Fleet Credit Corporation, a Rhode Island corporation ("Lessor") and AG Processing Inc A Cooperative, an Iowa corporation ("Lessee"), as such agreement relates to Lease Schedule No. 31953-04 thereof (together, the "Lease").

W I T N E S S E T H:

- 1. Pursuant to the Lease, Lessor has agreed to lease to Lessee, and the Lessee has agreed to lease from the Lessor, One Hundred(100) new C.F. Triple Covered Hopper Railcars bearing the Reporting Marks/Running Numbers and Serial Numbers set forth on Schedule A attached hereto.
- 2. The Lease shall be effective as of the date set forth below and shall be subject to the Lease Term, as defined in the Lease.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused this Memorandum of Master Equipment Lease Agreement to be signed and sealed by their respective duly authorized signatories as of the date set forth below.

Dated as of: 12/26, 1995

Lessor:
 Fleet Credit Corporation
 By: Lina M. Ferruolo
 Name: LINA M. FERRUOLO
 Title: Assistant Vice President

Lessee:
 AG Processing Inc A Cooperative
 By: K.S. Grubbe
 Name: K.S. Grubbe
 Title: Group Vice President-Finance & Chief Financial Officer

STATE OF: Rhode Island

SS.

COUNTY OF: Providence

On 22nd of December before me, *Sandra Bernawit*
(Notary Name and Title)

personally appeared Lina M. Ferruolo, AVP personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to within the instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature: *Sandra Bernawit*
(Notarial Seal)

STATE OF: NEBRASKA

SS.

COUNTY OF: DOUGLAS

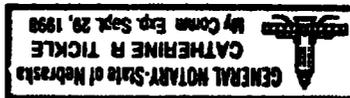
On December 26, 1995 before me, Catherine R. Tickle
(Notary Name and Title)

personally appeared K.S. Grubbe personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to within the instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature: Catherine R. Tickle

(Notarial Seal)



FLEET CREDIT CORPORATION

SCHEDULE A EQUIPMENT

Attached to and made a part of the following documents: True Lease Schedule No. 32008-04, Acceptance Certificate and UCC-1 Financing Statements

With: AG Processing Inc A Cooperative

Depreciable Life of Equipment is 7 Years

<u>Qty.</u>	<u>Description of Equipment and Life</u>	<u>Model No.</u>	<u>Rail Marks</u>
100	5127 C.F. Triple Covered Hopper Railcars Manufacturer: Trinity Industries, Inc. With all standard and accessory equipment		AGPX95300 thru AGPX95399

FLEET CREDIT CORPORATION

By: *Lina M. Ferruolo*

Name: LINA M. FERRUOLO

Title: Assistant Vice President

AG Processing Inc A Cooperative

By: *K.S. Grubbe* yls

Name: K.S. Grubbe

Title: Group Vice President-Finance & Chief Financial Officer

FLEET CREDIT CORPORATION

SCHEDULE A-1
EQUIPMENT LOCATION

Attached to and made part of the following documents: True Lease Schedule No. 32008-04, Acceptance Certificate, and UCC-1 Financing Statements.

With: AG Processing Inc A Cooperative

Location 01:

AG Processing Inc. A Cooperative
Port Neal Industrial Area
Sergeant Bluff, IA 51054-2000

FLEET CREDIT CORPORATION

By:

Lina M. Ferruolo

LINA M. FERRUOLO

Name:

Assistant Vice President

Title:

AG Processing Inc A Cooperative

By:

K.S. Grubbe jH

K.S. Grubbe

Name:

Group Vice President-Finance
& Chief Financial Officer

Title: