

RECORDATION NO 29807-B FILED
July 13, 2012 02:21 PM
SURFACE TRANSPORTATION BOARD
LAW OFFICES OF
LOUIS E. GITOMER, LLC.

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July 13, 2012

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Lease Termination, a secondary document, dated as of July 13, 2012. The primary document to which this is connected is recorded under Recordation Number 29807. We request that this document be recorded under Recordation Number 29807-B.

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

Lessor:

ALF P-I, Inc.
70 W. Madison, Suite 2340
Chicago, IL 60602-4275

Lessees:

Watco Companies, L.L.C.
Watco Transportation Services L.L.C.
315 West 3rd Street
Pittsburg, KS 66762

A description of the equipment covered by the Lease Termination consists of 41 aggregate railcars numbered MBKX 400002, 400029, 400030, 400035, 400046, 400051, 400053, 400058, 400061, 400087, 400088, 400095, 400099, 400100, 400101, 400106, 400112, 400115, 400123, 400124, 400127, 400132, 400134, 400139, 400140, 400141, 400143, 400154, 400157, 400158, 400162, 400173, 400177, 400184, 400186, 400191, 400194, 400209, 400211, 400220, and 400239.

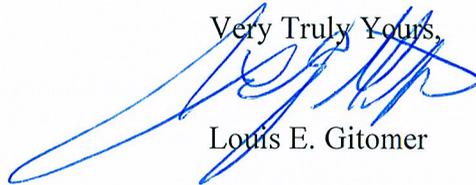
Ms. Cynthia T. Brown
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A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

A short summary of the document to appear in the index follows: a Lease Termination between ALF P-I, Inc., 70 W. Madison, Suite 2340, Chicago, IL 60602-4275, and Watco Companies, L.L.C. and Watco Transportation Services L.L.C., 315 West 3rd Street, Pittsburg, KS 66762, covering 41 aggregate railcars numbered MBKX 400002, 400029, 400030, 400035, 400046, 400051, 400053, 400058, 400061, 400087, 400088, 400095, 400099, 400100, 400101, 400106, 400112, 400115, 400123, 400124, 400127, 400132, 400134, 400139, 400140, 400141, 400143, 400154, 400157, 400158, 400162, 400173, 400177, 400184, 400186, 400191, 400194, 400209, 400211, 400220, and 400239.

Very Truly Yours,



Louis E. Gitomer

Enclosure

LEASE TERMINATION

This Lease Termination, dated as of July ¹³, 2012, between ALF P-I, Inc. ("ALF P-I"), as lessor, and Watco Companies, L.L.C. and Watco Transportation Services L.L.C. (collectively "Watco"), as lessees.

WHEREAS, Mitsui Rail Capital, LLC ("Mitsui") and Watco entered (1) that certain Full Service Lease Agreement dated as of June 2, 2011 (the "Lease"), whereby Watco leased from Mitsui 41 aggregate railcars numbered MBKX 400002, 400029, 400030, 400035, 400046, 400051, 400053, 400058, 400061, 400087, 400088, 400095, 400099, 400100, 400101, 400106, 400112, 400115, 400123, 400124, 400127, 400132, 400134, 400139, 400140, 400141, 400143, 400154, 400157, 400158, 400162, 400173, 400177, 400184, 400186, 400191, 400194, 400209, 400211, 400220, and 400239 (the "Equipment"), and (1) that certain Memorandum of Full Service Lease Agreement dated as of June 2, 2011, which was recorded at the Surface Transportation Board (the "Board") on June 8, 2011 under Recordation No. 29807 for the Equipment; and

WHEREAS, Mitsui, as assignor, and ALF P-I, Inc. ("ALF P-I"), as assignee, entered that certain Memorandum of Assignment and Assumption Agreement dated as of April 20, 2012, which was recorded at the Board on May 8, 2012 at 12:25 pm under Recordation No. 29807-A for the Equipment;

WHEREAS, the duties and obligations of the parties to the Lease with respect to the Equipment have been satisfied and discharged.

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, ALF P-I and Watco hereby terminate and cancel the Lease as of the date herein first written above; provided that this termination does not apply to provisions of the Lease stated to survive such termination.

This Lease Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Lease Termination to be duly executed as of the date hereinabove first written.

ALF P-I, Inc.,
as Lessor

Watco Companies, L.L.C. and
Watco Transportation Services L.L.C.,
as Lessees

By: 

By: _____

Title: Vincent A. Kolber
President

Title: _____

IN WITNESS WHEREOF, the parties hereto have caused this Lease Termination to be duly executed as of the date hereinabove first written.

ALF P-I, Inc.,
as Lessor

Watco Companies, L.L.C. and
Watco Transportation Services L.L.C.,
as Lessees

By: _____

By:  _____

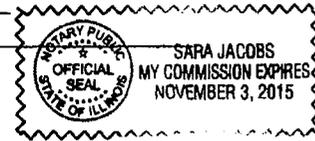
Title: _____

Title: *General Director, Fleet Management*

STATE OF Illinois)
) ss.
County of Cook)

On this 10 day of July 2012, before me, Sara Jacobs, the undersigned Notary Public, personally appeared Vincent A. Kolber personally known to me to be the person who executed the within instrument as President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Sara Jacobs
Notary Public for _____
My Commission expires _____



STATE OF _____)
) ss.
County of _____)

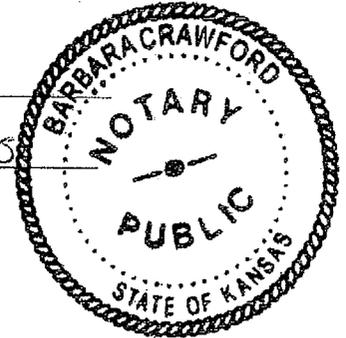
On this ___ day of July 2012, before me, _____, the undersigned Notary Public, personally appeared _____ personally known to me to be the person who executed the within instrument as _____ on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Notary Public for _____
My Commission expires _____

STATE OF Kansas)
)
County of Crawford) ss.

On this 12 day of July 2012, before me, Barbara Crawford, the undersigned Notary Public, personally appeared Todd Poland personally known to me to be the person who executed the within instrument as Fleet manager on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Barbara Crawford
Notary Public for Kansas
My Commission expires 7-5-2015



STATE OF _____)
)
County of _____) ss.

On this ___ day of July 2012, before me, _____, the undersigned Notary Public, personally appeared _____ personally known to me to be the person who executed the within instrument as _____ on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Notary Public for _____
My Commission expires _____