

RECORDATION NO 19158-F FILED
June 17, 2013 02:20 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)

June 17, 2013

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

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination of Lease, dated as of June 17, 2012, 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 19158.

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

Lessor: Fifth Third Equipment Finance (f/k/a Fifth Third
Leasing Company; assignee of NationsBanc Leasing
Corporation and Mellon Leasing Corporation)
38 Fountain Square Plaza
Cincinnati OH 45263

[Lessee: Chicago Freight Car Leasing Company
One O'Hare Center
6250 North River Road, Suite 7000
Rosemont, IL 60018]

Section Chief
June 17, 2013
Page 2

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

198 covered hopper railcars: CRDX 9755 – CRDX 9761, inclusive; CRDX 9763 – CRDX 9865, inclusive; CRDX 9867 – CRDX 9904, inclusive; CRDX 11176 – CRDX 11195, inclusive; and CRDX 11515 – CRDX 11544, inclusive.

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

Partial 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,



✓ Edward M. Luria

EML/sem
Enclosures

PARTIAL TERMINATION OF LEASE

The undersigned, Fifth Third Equipment Finance fka Fifth Third Leasing Company ("Fifth Third"), assignee of Mellon Leasing Corporation and NationsBanc Leasing Corporation, Lessor, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby acknowledge the termination of the lease, as amended and supplemented, between Mellon Leasing Corporation, Lessor, and Chicago Freight Car Leasing Company, Lessee, dated as of December 29, 1994 as it relates to the railroad equipment described in the next paragraph.

Said equipment consists of one hundred and ninety-eight (198) covered hopper railcars bearing CRDX reporting marks and the following road numbers: 9755 through 9761, inclusive, 9763 through 9865, inclusive, 9867 through 9904, inclusive, 11176 through 11195, inclusive, and 11515 through 11544, inclusive.

A Memorandum of Equipment Lease with respect to the above described lease was duly recorded with the Interstate Commerce Commission ("ICC"), predecessor to the Surface Transportation Board ("STB") on January 4, 1995 at 12:30 p.m. under Recordation Number 19158.

An Assignment and Assumption Agreement, dated June 28, 1995, among Mellon Leasing Corporation, Assignor, Nationsbanc Leasing Corporation, Assignee, and Chicago Freight Car Leasing Co., Lessee, was duly recorded with the ICC on June 30, 1995 at 12:00 noon under Recordation Number 19158-A. A Partial Assignment and Assumption Agreement, dated August 31, 2002, from Banc of America Leasing & Capital, LLC, successor by merger to NationsBanc Leasing Corporation, Assignor, to Fifth Third Leasing Company, Assignee, was duly recorded with the STB on August 31, 2002 at 2:22 p.m. under Recordation Number 19158-C.

This Termination of Lease shall neither impair nor terminate the rights and obligations of the parties under the Lease which expressly survive this termination.

IN WITNESS WHEREOF, Fifth Third has caused this instrument to be executed by its officer thereunto duly authorized this 17th day of June, 2013.

FIFTH THIRD EQUIPMENT FINANCE fka Fifth Third
Leasing Company, Lessor

By: *Lisa Mathews Petrina, ACP*

Name: Lisa Mathews Petrina

Title: Assistant Vice President

State of Ohio)
) ss:
County of Hamilton)

The foregoing instrument was acknowledged before me this 17th day of June 2013, by Lisa Mathews Petrina, an Assistant Vice President of Fifth Third Equipment Finance fka Fifth Third Leasing Company, on behalf of the company.

Shane Ellis
NOTARY PUBLIC



My commission expires **SEPT 14 2017**
Notary Public, State of Ohio
My Commission Expires **Sept. 14, 2017**

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: 6/17/13

Edward M Luria
Edward M. Luria