

DEC 16 '09

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SURFACE TRANSPORTATION BOARD

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OF COUNSEL  
URBAN A LESTER

December 15, 2009

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 Notice of Full Termination of Lease, dated as of December 15, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination of the Memorandum of Schedule No. 5 to Master Railcar Lease Agreement and related documents previously filed with the Board under Recordation Number 21127.

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

Lessor: AT&T Capital Services, Inc. (f/k/a Ameritech Credit Corporation, successor to The First National Bank of Maryland)  
2000 W AT & T Center Dr  
Hoffman Estates, IL 60192

[Lessee: The CIT Group/Equipment Financing, Inc  
(successor to Bombardier Capital Rail Inc.)  
30 South Wacker, Suite 3000  
Chicago, IL 60606]

Section Chief  
December 15, 2009  
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A description of the railroad equipment covered by the enclosed document is:

All equipment as identified in the documents filed under Recordation Number 21127 as the same may have been amended, restated or supplemented.

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

Notice of Full Termination of Lease.

Also enclosed is a check in the amount of \$41.00 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 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem  
Enclosures

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**NOTICE OF FULL TERMINATION OF LEASE**

SURFACE TRANSPORTATION BOARD

The undersigned, AT&T Capital Services, Inc. (formerly known as Ameritech Credit Corporation, successor to The First National Bank of Maryland), as Lessor (the "Lessor"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it has terminated the Schedule No. 5 to the Master Railcar Lease Agreement dated as of December 29, 1997, as amended, modified or supplemented (the "Lease"), with THE CIT GROUP/EQUIPMENT FINANCING, INC. (successor to Bombardier Capital Rail, Inc.), as Lessee (the "Lessee").

A Memorandum of Schedule No. 5 to Master Railcar Lease Agreement was duly filed and recorded with the Surface Transportation Board (the "Board") on December 31, 1997 under Recordation Number 21127. In addition thereto, the documents listed in Exhibit A which relate to the Lease were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens, or encumbrances over all railroad equipment at any time covered by the Lease and identified in the primary and secondary filings made under Recordation Number 21127.

This Notice of Full Termination of Lease is executed without prejudice to the rights or obligations of the parties which expressly survive under the Lease or the termination agreement between the parties.

Dated: December 15, 2009

[Signature pages follow]

AT&T CAPITAL SERVICES, INC.,  
as Lessor

By: [Signature]  
Printed Name: Jeffrey R. Masen  
Title: Vice President

State of Illinois )  
County of Cook )

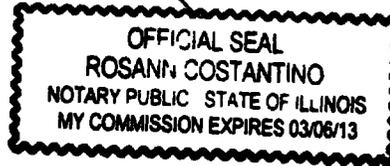
ss.

On this \_\_\_ day of \_\_\_\_\_, 20\_\_\_, before me personally appeared Jeffrey R. Masen, to me personally known, who, being duly sworn did say that (s)he is a Vice President of AT&T CAPITAL SERVICES, INC., and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

[Signature]  
NOTARY PUBLIC

My commission expires:  
3/6/13



## EXHIBIT A

### Headlease #2 – Schedule 5

1. Memorandum of Schedule No. 5 to Railcar Lease Agreement, dated as of December 29, 1997, between The First National Bank of Maryland, Lessor, and NorRail, Inc., Lessee, filed with the Board on December 31, 1997 at 11:45 a.m. under Recordation Number 21127

2. Memorandum of Assignment of Schedule No. 5 to Railcar Lease Agreement, dated as of December 29, 1997, between The First National Bank of Maryland, Assignor, and Ameritech Credit Corporation, Assignee, filed with the Board on December 31, 1997 at 11:45 a.m. under Recordation Number 21127-A.

3. Notice, dated as of May 3, 2006, between Ameritech Credit Corporation, Lessor, and Bombardier Capital Rail Inc. (successor to NorRail, Inc.), Lessee, filed with the Board on May 4, 2006 at 3:13 p m under Recordation Number 21127-B.

4 Notice, dated as of August 28, 2006, by Bombardier Capital Rail Inc. (successor to NorRail, Inc.), Lessee, filed with the Board on August 30, 2006 at 1:23 p.m. under Recordation Number 21127-C. (Lessor's name changed to AT&T Capital Services, Inc.)

5. STB Memorandum of Assignment and Assumption Agreement (HL2), dated as of October 2, 2006, from Bombardier Capital Rail Inc , Assignor, to The CIT Group/Equipment Financing, Inc., Assignee, filed with the Board on October 2, 2006 at 9:30 a m under Recordation Number 21127-D

6. Notice, dated June 10, 2009, by The CIT Group/Equipment Financing, Inc., filed with the Board on June 10, 2009 at 11:00 a.m. under Recordation Number 21952-E.

[Headlease 2 – Schedule 5]

EXHIBIT B

Title	Document Date	Parties	Filing Date
Memorandum of Schedule No. 5 to Master Railcar Lease Agreement	December 29, 1997	The First National Bank of Maryland; Norrail, Inc.	December 31, 1997
Memorandum of Assignment of Schedule No. 5 to Railcar Lease Agreement	December 29, 1997	The First National Bank of Maryland; Amertech Credit Corporation	December 31, 1997
Memorandum of Assignment and Assumption Agreement	October 2, 2006	Bombardier Capital Rail Inc. and The CIT Group/Equipment Financing Inc.	October 2, 2006