

**OSTER****Researching Services**

12897 Colonial Drive • Mt. Airy, MD 21771  
Office/Fax: 301-253-6040  
maryannoster@comcast.net

RECORDATION NO. 25895-1 FILED

DEC 22 '09

**5-00 PM**

SURFACE TRANSPORTATION BOARD

December 22, 2009

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

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board is one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

**Partial Release Agreement dated 12/4/09**

**Buyer: Wells Fargo Equipment Finance, Inc.**  
733 Marquette Avenue  
Minneapolis, MN 55402

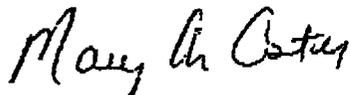
**Seller: The David J. Joseph Company**  
300 Pike Street  
Cincinnati, OH 45202

**Equipment: 35, Railcars**  
JTSX 009131-487977, NI

Please record this agreement as a secondary document to STB Recordation #25895. The filing fee of \$41 is enclosed. Thank you.

Summary: Partial Release dated 12/4/09 between Wells Fargo Equipment Finance, Inc. and The David J. Joseph Company including 35 Railcars within the series JTSX 009131-487977, NI.

Sincerely,



Mary Ann Oster  
Research Consultant

RECORDATION NO. 25895-1 FILED

DEC 22 '09

5-00 PM

SURFACE TRANSPORTATION BOARD

**PARTIAL RELEASE**

This Release is entered into as of December 4, 2009 between The David J. Joseph Company, a Delaware corporation ("Joseph") and Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("WFEFI"), but effective as of September 3, 2009.

WHEREAS, Joseph and WFEFI are parties to a Purchase and Sale Agreement dated as of June 27, 2006 (the "Agreement") pursuant to which (a) WFEFI purchased the railroad cars identified on Exhibit A hereto (the "Railcars") and (b) WFEFI granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of June 27, 2006 between Joseph and WFEFI (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 25895-C;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Assignment and Assumption Agreement dated as of June 27, 2006 between Joseph and WFEFI (the "Memorandum of Assignment and Assumption Agreement") with the STB; and

WHEREAS, the Memorandum of Assignment and Assumption Agreement was recorded with the STB and assigned recordation number 25895-B;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

1. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.

2. The parties desire to execute this Release for purposes of memorializing of record the agreements set forth herein.

3. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

**IN WITNESS WHEREOF**, this Release has been duly executed by duly authorized officers of the parties as of the date and year first above written.

**THE DAVID J. JOSEPH COMPANY**

By: Kelly C. Polleri

**Title: Vice President Finance, Brokerage**

**Date: December 4, 2009**

**WELLS FARGO EQUIPMENT FINANCE, INC.**

By: Julia Milbrath

**Title: Julia Milbrath  
Assistant Vice President**

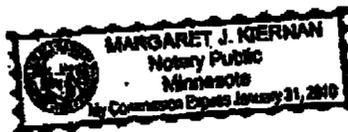
**Date: \_\_\_\_\_**

State of OHIO )  
County of HAMILTON ) ss

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of December, 2009 by Kelly Poelstein, the Vice President Finance, Brokerage of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

*Angela Denise Watts*  
Notary Public  
My Commission Has No Expiration

ANGELA DENISE WATTS  
Attorney at Law  
Notary Public, State of Ohio  
My Commission Has No Expiration  
Date: Section 147.03 O.R.C.



State of MINNESOTA )  
County of HENNEPIN ) ss

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of December, 2009 by Jodie Milbrath, the Assistant Vice President of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, on behalf of the said corporation.

*Margaret J. Kiernan*  
Notary Public  
My Commission Expires: 1-31-2010

**EXHIBIT A**

**RAILCARS:** Thirty-five (35) railcars bearing reporting marks as follows:

JTSX009131  
JTSX010411  
JTSX010413  
JTSX010416  
JTSX010417  
JTSX010420  
JTSX010421  
JTSX010422  
JTSX010423  
JTSX010424  
JTSX010428  
JTSX063425  
JTSX316426  
JTSX316467  
JTSX466794  
JTSX466805  
JTSX466807  
JTSX466823  
JTSX466851  
JTSX466855  
JTSX466857  
JTSX466870  
JTSX466873  
JTSX466875  
JTSX466880  
JTSX466891  
JTSX466894  
JTSX475093  
JTSX480366  
JTSX480746  
JTSX481070  
JTSX483242  
JTSX485021  
JTSX487367  
JTSX487977