

RECORDATION NO. 26045-T FILED

FEB 07 '08 -3 35 PM

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

**SURFACE TRANSPORTATION BOARD**

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

20036  
\_\_\_\_\_  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL alvordlaw@aol.com

February 7, 2008

Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

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 January 25, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 26045.

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

Lessor: ABN AMRO Bank N.V.  
208 South LaSalle Street, Suite 1500  
Chicago, IL 60604

[Lessee: Railcar Investments LLC  
c/o First Union Rail Corporation  
6250 River Road, Suite 5000  
Rosemont, IL 60018]

Anne K. Quinlan, Esquire  
February 7, 2008  
Page 2

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

52 railcars bearing BN, BNSF, FURX, NS, GNRR, IC, ICE, IMRL, MOKL, MDYX, RUSX STE, WGR, CLC and SRY reporting marks and road numbers as set forth in the attachment to the document

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 \$35.00 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,



Robert W. Alvord

RWA/sem  
Enclosures

FEB 07 '08 -3 35 PM

**PARTIAL TERMINATION OF LEASE  
(Surface Transportation Board)**

**SURFACE TRANSPORTATION BOARD**

This Partial Termination of Lease (this "Partial Termination") terminates the Lease, dated as of December 21, 2005 (the "Lease"), between ABN AMRO BANK N.V., as Lessor, and Railcar Investment LLC, as Lessee, solely with respect to railcars identified below:

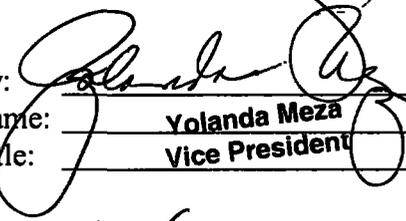
Fifty-two (52) railcars identified in Exhibit I attached hereto. Such security interest was granted pursuant to the Lease, a memorandum of which was filed with the Surface Transportation Board on December 21, 2005 at 10:06 a.m. under Recordation Number 26045.

This Partial Termination shall only be effective after the execution by Wells Fargo Bank Northwest, National Association, as Administrative Agent of the Partial Release of Security Interest in form and substance identical to Exhibit II. Capitalized terms used herein, but not otherwise defined herein, shall have the meanings assigned in the Lease or otherwise referenced therein.

This Partial Termination shall not impair or terminate any rights and obligations of the parties under the Lease with respect to the remaining railroad equipment covered by the Lease, as to which the Lease remains in full force and effect.

Dated this 25 day of January, 2008.

ABN AMRO BANK N.V., LESSOR

By:   
Name: Yolanda Meza  
Title: Vice President

By:   
Name: MARIA T. VANDERWARREN  
Title: ASSISTANT VICE PRESIDENT

STATE OF ILLINOIS     )  
                                  )  
COUNTY OF COOK     )     ss.

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 25th day of January, 2008 by Yolanda Meza as Vice President, and Maria Vanderwarren as Assistant Vice President of ABN AMRO Bank N.V.

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.

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: 08/23/09

[Notarial Seal]



**EXHIBIT I**

<u>Car Initial</u>	<u>Car No.</u>	<u>Car Initial</u>	<u>Car No.</u>
BN	067342	NDYX	516314
BNSF	212352	NOKL	831165
FURX	828030	FURX	830358
FURX	960292	ICE	829203
FURX	960385	NOKL	816339
FURX	830111	NOKL	820983
FURX	840095	RUSX	486621
NS	840371	FURX	815328
NS	850086	STE	001925
NS	850369	NOKL	824270
GNRR	007349	NOKL	824331
GNRR	008062	NOKL	824366
GNRR	008144	FURX	850829
GNRR	008158	WGR	007007
GNRR	008183	CLC	009603
NOKL	729104	CLC	009636
IC	768807	CLC	009735
FURX	842883	FURX	829812
IC	799174	FURX	828374
ICE	320046	FURX	828221
IMRL	826288	FURX	734603
IMRL	051072	FURX	734607
NOKL	827813	FURX	734648
NDYX	298243	FURX	734723
NDYX	512736	FURX	734731
NDYX	515890	SRY	286327

**EXHIBIT II**

**PARTIAL RELEASE OF SECURITY INTEREST  
(Surface Transportation Board)**

The undersigned, WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, in its capacity as Administrative Agent (the "Bank"), does hereby terminate, release and discharge a security interest held by the Bank pursuant to the Security Agreement dated December 21, 2005 (the "Security Agreement"), between the Bank and ABN AMRO BANK N.V., as Grantor, insofar as the same encumbers that certain railroad equipment identified below:

Fifty-two (52) railcars identified in Exhibit I attached hereto. Such security Interest was granted pursuant to the Security Agreement, a memorandum of which was filed with the Surface Transportation Board on December 21, 2005 at 10:51 a.m. under Recordation Number 26045-A.

Capitalized terms used herein, but not otherwise defined herein, shall have the meanings assigned in the Security Agreement or otherwise referenced therein.

Nothing herein contained shall be deemed to discharge, terminate or release any other collateral held by the Bank or any other assets or property of ABN AMRO BANK N.V. encumbered by the Security Agreement in favor of the Bank.

Dated this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

WELLS FARGO BANK NORTHWEST,  
NATIONAL ASSOCIATION

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_



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GNRR	008158	WGR	007007
GNRR	008183	CLC	009603
NOKL	729104	CLC	009636
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