



RECORDATION NO. 14873-H FILED

DEC 02 '11 -4 49 AM

SURFACE TRANSPORTATION BOARD

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December 2, 2011

VIA E-FILING

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

Dear Ms. Brown:

Enclosed for electronic filing and recordation with the Surface Transportation Board ("STB") pursuant to the provisions of 49 U.S.C. Section 11301(a) is an executed copy of the Notice of Termination of Lease dated as of December 2, 2011 (the "Notice") by Citicorp Railmark, Inc., which Notice is a secondary document as defined in the STB's Rules for the Recordation of Documents. The enclosed Notice relates to the Lease of Railroad Equipment (the "Lease") between Georgia Power Company, as lessee, and Chemical Business Credit Corp., as original lessor, dated as of December 15, 1985 and related documents previously filed with the Interstate Commerce Commission (predecessor to the STB) and the STB under Recordation Number 14873. Citicorp Railmark, Inc. is the successor lessor under the Lease, as amended.

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

Successor Lessor: Citicorp Railmark, Inc.
390 Greenwich Street, 1st Floor
New York, NY 10013

A description of the railroad equipment covered by the enclosed Notice is as follows: all railcars remaining subject to the Lease; provided that those obligations, if any, of lessor and lessee under the Lease which expressly survive any termination thereof are not terminated.

The required recordation fee of \$41.00 is being paid to the STB by charge to our firm account. Kindly return a file-stamped copy of the Notice and this letter to Susan G. Lichtenfeld at DLA Piper LLP (US), 203 North LaSalle Street, Suite 1900, Chicago, Illinois 60601.

Following is a short summary of the enclosed document:



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Secondary Document to be Recorded

Notice of Termination of Lease dated as of December 2, 2011 by Citicorp Railmark, Inc.

Documents to Which the Secondary Document Relates

Lease of Railroad Equipment dated as of December 15, 1985 between Georgia Power Company, as lessee, and Chemical Business Credit Corp., as lessor, which was duly filed with the Interstate Commerce Commission on December 30, 1995 under recordation number 14873-B.

Memorandum of Assignment of Lease dated as of December 12, 2001 between SC Asset Management-II, LLC and Citicorp Railmark, Inc., which was duly filed with the Surface Transportation Board on December 20, 2001 under recordation number 14873-G.

Thank you for your attention to this request.

Very truly yours,

DLA Piper LLP (US)


Susan G. Lichtenfeld

Enclosure

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NOTICE OF TERMINATION OF LEASE

The undersigned, Citicorp Railmark, Inc. ("CitiRail"), as successor lessor, publishes this Notice of Termination of Lease and states that the Lease of Railroad Equipment dated as of December 15, 1985 between Georgia Power Company, as lessee, and Chemical Business Credit Corp., as original lessor, as amended (the "Lease") is hereby terminated with respect to all railcars remaining subject thereto, except with respect to those obligations, if any, of lessor and lessee under the Lease which expressly survive any termination thereof.

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The Lease was filed with the Interstate Commerce Commission on December 30, 1995 under recordation number 14873-B and the Memorandum of Assignment of Lease dated as of December 12, 2001 between SC Asset Management-II, LLC and CitiRail was filed with the Surface Transportation Board on December 20, 2001 under recordation number 14873-G.

IN WITNESS WHEREOF, the undersigned has caused this Notice of Termination of Lease to be executed by a duly authorized officer as of this 2nd day of December, 2011.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CitiRail by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CitiRail. I further declare under penalty of perjury that the foregoing is true and correct.

CITICORP RAILMARK, INC.

By: *Thomas McGraw*
Name: Thomas McGraw
Title: Senior Vice President