

ALVORD AND ALVORD PLLC

ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

PHONE: (202) 393-2266
FAX: 1-855-600-2836
E-MAIL: alvord@alvordlaw.com
WEBSITE: www.alvordlaw.com

April 24, 2015

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 Lease Termination, dated as of April 23, 2015, 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 25190.

The names and addresses of the parties to the enclosed document are:

Successor Owner:	Infinity Transportation III LLC (successor in interest to The CIT Group/Equipment Financing, Inc.) 1355 Peachtree Street Suite 750 - South Tower Atlanta, GA 30309
------------------	---

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

Certain railroad equipment covered by the Memorandum of Railcar Lease and Memorandum of Assignment of Lease filed under Recordation Numbers 25190-E and 25190-H, respectively, is hereby TERMINATED: 124 railcars within the series UP 274170 – UP 274294 and UP 275700 – UP 275718 as more particularly set forth on the attachment to the document.

Section Chief
April 24, 2015
Page 2

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

Notice of Lease Termination.

Also enclosed is a check in the amount of \$43.00 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,



for

Edward M. Luria

EML/cem
Enclosures

Notice of Lease Termination

This Notice relates to the following railcars (the "Cars") and the following documents previously filed with the Surface Transportation Board ("STB"):

Cars: one hundred twenty four (124) railroad cars having the reporting mark "UP" and road numbers in the ranges 274170 – 274294 and 275700 – 275718.

Documents previously filed with the STB:

STB recordation no.	Date of filing with STB	Parties to document	Description of document
25190-E	08/29/2005 4:43 pm	The CIT Group/Equipment Financing, Inc. (lessor) and PCS Nitrogen Fertilizer, L.P. (lessee)	Memorandum of Railcar Lease
25190-H	03/31/2006 3:31 pm	The CIT Group/Equipment Financing, Inc. (transferor) and Wells Fargo Equipment Finance, Inc. d/b/a Midwest Railcar Capital Equipment Company (transferee)	Memorandum of Assignment of Lease

Infinity Transportation III LLC ("IT III") hereby shows for the public record that the lease reflected in the above-referenced documents filed with the STB is no longer in effect as to any of the Cars.

IT III is the current owner of the Cars. IT III acquired the Cars from Midwest Railcar Corporation, which had previously acquired the Cars from Wells Fargo Equipment Finance, Inc. d/b/a Midwest Railcar Capital Equipment Company (the lessor of record).

Executed as of April 23, 2015.

INFINITY TRANSPORTATION III LLC

By: Jeffrey E. Edelman
 Jeffrey E. Edelman, Chief Executive Officer

On April 23, 2015, before me personally appeared Jeffrey E. Edelman, to me personally known, who being by me duly sworn says that he is Chief Executive Officer of Infinity Transportation III LLC, and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said entity.

Stephanie M Cassamas
 Notary Public

My commission expires:

[NOTARIAL SEAL]



Schedule
to Notice of Lease Termination
(STB 25190)

124 flatcars

Current Marks		Prior Marks		Prior Marks	
UP	274170	MCEX	800144	ATW	50091
UP	274172	MCEX	800145	ATW	50093
UP	274173	MCEX	800146	ATW	50094
UP	274175	MCEX	800147	ATW	50096
UP	274176	MCEX	800148	ATW	50097
UP	274177	MCEX	800149	ATW	50098
UP	274178	MCEX	800150	ATW	50099
UP	274180	MCEX	800151	ATW	50101
UP	274181	MCEX	800152	ATW	50102
UP	274182	MCEX	800153	ATW	50103
UP	274184	MCEX	800154	ATW	50105
UP	274185	MCEX	800155	ATW	50106
UP	274186	MCEX	800156	ATW	50107
UP	274187	MCEX	800157	ATW	50108
UP	274188	MCEX	800158	ATW	50109
UP	274189	MCEX	800159	ATW	50110
UP	274190	MCEX	800160	ATW	50111
UP	274191	MCEX	800161	ATW	50112
UP	274192	MCEX	800162	ATW	50113
UP	274193	MCEX	800163	ATW	50114
UP	274194	MCEX	800164	ATW	50115
UP	274195	MCEX	800165	ATW	50116
UP	274196	MCEX	800166	ATW	50117
UP	274197	MCEX	800167	ATW	50118
UP	274198	MCEX	800168	ATW	50119
UP	274200	MCEX	800169	ATW	50120
UP	274201	MCEX	800170	ATW	50121
UP	274202	MCEX	800171	ATW	50122
UP	274203	MCEX	800172	ATW	50123
UP	274204	MCEX	800173	ATW	50124
UP	274206	MCEX	800174	ATW	50125
UP	274207	MCEX	800175	ATW	50126
UP	274208	MCEX	800176	ATW	50127
UP	274209	MCEX	800177	ATW	50128
UP	274210	MCEX	800178	ATW	50129
UP	274211	MCEX	800179	ATW	50130
UP	274212	MCEX	800180	ATW	50131
UP	274213	MCEX	800181	ATW	50132

UP	274214	MCEX	800182	ATW	50135
UP	274216	MCEX	800183	ATW	50137
UP	274217	MCEX	800184	ATW	50138
UP	274218	MCEX	800185	ATW	50139
UP	274219	MCEX	800186	ATW	50140
UP	274220	MCEX	800187	ATW	50141
UP	274221	MCEX	800188	ATW	50142
UP	274222	MCEX	800189	ATW	50143
UP	274223	MCEX	800190	ATW	50144
UP	274224	MCEX	800191	ATW	50145
UP	274226	MCEX	800192	ATW	50147
UP	274227	MCEX	800193	ATW	50148
UP	274228	MCEX	800194	ATW	50149
UP	274230	MCEX	800196	ATW	50151
UP	274231	MCEX	800197	ATW	50152
UP	274232	MCEX	800198	ATW	50153
UP	274233	MCEX	800199	ATW	50154
UP	274234	MCEX	800200	ATW	50155
UP	274235	MCEX	800201	ATW	50156
UP	274236	MCEX	800202	ATW	50157
UP	274237	MCEX	800203	ATW	55002
UP	274238	MCEX	800204	ATW	55004
UP	274239	MCEX	800205	ATW	55005
UP	274240	MCEX	800206	ATW	55006
UP	274241	MCEX	800207	ATW	55007
UP	274242	MCEX	800208	ATW	55008
UP	274243	MCEX	800209	ATW	55009
UP	274244	MCEX	800210	ATW	55010
UP	274246	MCEX	800211	ATW	55012
UP	274247	MCEX	800212	ATW	55013
UP	274248	MCEX	800213	ATW	55014
UP	274249	MCEX	800214	ATW	55015
UP	274250	MCEX	800215	ATW	55016
UP	274251	MCEX	800216	ATW	55017
UP	274252	MCEX	800217	ATW	55018
UP	274253	MCEX	800218	ATW	55019
UP	274254	MCEX	800219	ATW	55020
UP	274255	MCEX	800220	ATW	55021
UP	274257	MCEX	800221	ATW	55023
UP	274258	MCEX	800222	ATW	55024
UP	274260	MCEX	800223	ATW	55026
UP	274262	MCEX	800224	ATW	55028
UP	274263	MCEX	800225	ATW	55029
UP	274264	MCEX	800226	ATW	55030

UP	274265	MCEX	800227	ATW	55031
UP	274266	MCEX	800228	ATW	55032
UP	274267	MCEX	800229	ATW	55033
UP	274268	MCEX	800230	ATW	55034
UP	274269	MCEX	800231	ATW	55035
UP	274270	MCEX	800232	ATW	55036
UP	274272	MCEX	800233	ATW	55037
UP	274273	MCEX	800234	ATW	55038
UP	274274	MCEX	800235	ATW	55039
UP	274276	MCEX	800236	ATW	55040
UP	274277	MCEX	800237	ATW	55041
UP	274278	MCEX	800238	ATW	55044
UP	274279	MCEX	800239	ATW	55045
UP	274280	MCEX	800240	ATW	55046
UP	274281	MCEX	800241	ATW	55047
UP	274282	MCEX	800242	ATW	55048
UP	274283	MCEX	800243	ATW	55049
UP	274284	MCEX	800244	ATW	55050
UP	274285	MCEX	800245	ATW	55051
UP	274288	MCEX	800246	ATW	55054
UP	274290	MCEX	800247	ATW	55056
UP	274291	MCEX	800248	ATW	55057
UP	274292	MCEX	800249	ATW	55058
UP	274294	MCEX	800250	ATW	55060
UP	275700	MCEX	800126	ATW	50006
UP	275701	ATW	50029		
UP	275703	ATW	50032		
UP	275704	ATW	50038		
UP	275705	ATW	50057		
UP	275706	ATW	50070		
UP	275707	ATW	50073		
UP	275708	ATW	50078		
UP	275709	ATW	50079		
UP	275710	ATW	50080		
UP	275711	ATW	50083		
UP	275712	ATW	50085		
UP	275713	ATW	50092		
UP	275714	ATW	50100		
UP	275715	ATW	50120		
UP	275716	ATW	50126		
UP	275717	ATW	50136		
UP	275718	ATW	50146		

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: April 24, 2015

Edward M Luria

Edward M. Luria