

March 25, 2015 08:00 AM

ALVORD AND ALVORD PLLC SURFACE TRANSPORTATION BOARD

ATTORNEYS AT LAW

1050 SEVENTEENTH STREET, N.W.

SUITE 301

WASHINGTON, D.C.

20036

PHONE: (202) 393-2266

FAX: 1-855-600-2836

E-MAIL: alvord@alvordlaw.com

WEBSITE: www.alvordlaw.com

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

March 25, 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 Statement of Change in Reporting Marks and/or Numbers, dated March 23, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum of Mortgage previously filed with the Board under Recordation Number 29246.

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

Debtor: WL Ross-Greenbrier Rail I LLC
1166 Avenue of the Americas
New York, NY 10036

Secured Party: Wells Fargo Bank Northwest, National
Association
299 South Main Street, 12th Floor
Salt Lake City, UT 84111

Section Chief
March 25, 2015
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A description of the railroad equipment covered by the enclosed document is:

Railcars AOK 34380 and AOK 34399 have been remarked AOKX; railcars within the series AOKX 65500 - AOK 65692 have been remarked CMO 63034 - CMO 63053; BCAX 210 has been remarked ARUX; railcars within the series CEFX 81076 - CEFX 81166 have been remarked GBRX; railcars within the series TIMX 62021 - TIMX 62044 have been remarked AOKX; and railcars within the series TVAX 26134 - TVAX 26249 have been remarked GBRX, in each case as more particularly described in the schedule attached to the document.

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

Statement of Change in Reporting Marks and/or Numbers.

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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

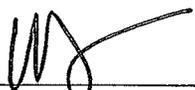
Statement of Change in Reporting Marks and/or Numbers

This is a secondary document to the Memorandum of Mortgage filed and recorded with the Surface Transportation Board under Recordation Number 29246.

The reporting marks and/or numbers on the railcars identified in Schedule A to this Statement have been changed as indicated in Schedule A.

IN WITNESS WHEREOF, pursuant to due authority and as an authorized officer of WL Ross-Greenbrier Rail I LLC, I have caused this instrument to be signed and declare under penalty of perjury I hold the title indicated below, that the execution of this instrument was the free act of the entity, that the foregoing is true and correct and that this instrument was executed on the date indicated below.

WL Ross-Greenbrier Rail I LLC

By: 
Name: Wendy Teramoto

Title: Vice President

Date: March 23, 2015

SCHEDULE A
to Statement of Change in Reporting Marks and/or Numbers
(Railcars Ordered by Prior Mark)

Prior Mark	Prior Number	New Mark	New Number
AOK	34380	AOKX	34380
AOK	34399	AOKX	34399
AOKX	65500	CMO	63034
AOKX	65506	CMO	63035
AOKX	65513	CMO	63036
AOKX	65521	CMO	63037
AOKX	65531	CMO	63038
AOKX	65544	CMO	63039
AOKX	65545	CMO	63040
AOKX	65548	CMO	63041
AOKX	65552	CMO	63042
AOKX	65564	CMO	63043
AOKX	65577	CMO	63044
AOKX	65590	CMO	63045
AOKX	65605	CMO	63046
AOKX	65647	CMO	63047
AOKX	65649	CMO	63048
AOKX	65651	CMO	63049
AOKX	65672	CMO	63050
AOKX	65686	CMO	63051
AOKX	65687	CMO	63052
AOKX	65692	CMO	63053
BCAX	210	ARUX	210
CEFX	81076	GBRX	81076
CEFX	81077	GBRX	81077
CEFX	81079	GBRX	81079
CEFX	81082	GBRX	81082
CEFX	81084	GBRX	81084
CEFX	81087	GBRX	81087
CEFX	81089	GBRX	81089
CEFX	81096	GBRX	81096
CEFX	81097	GBRX	81097
CEFX	81100	GBRX	81100
CEFX	81101	GBRX	81101
CEFX	81106	GBRX	81106
CEFX	81107	GBRX	81107
CEFX	81111	GBRX	81111

Prior Mark	Prior Number	New Mark	New Number
CEFX	81113	GBRX	81113
CEFX	81114	GBRX	81114
CEFX	81118	GBRX	81118
CEFX	81122	GBRX	81122
CEFX	81125	GBRX	81125
CEFX	81135	GBRX	81135
CEFX	81136	GBRX	81136
CEFX	81141	GBRX	81141
CEFX	81142	GBRX	81142
CEFX	81150	GBRX	81150
CEFX	81155	GBRX	81155
CEFX	81166	GBRX	81166
TIMX	62021	AOKX	62021
TIMX	62027	AOKX	62027
TIMX	62028	AOKX	62028
TIMX	62029	AOKX	62029
TIMX	62030	AOKX	62030
TIMX	62033	AOKX	62033
TIMX	62036	AOKX	62036
TIMX	62039	AOKX	62039
TIMX	62041	AOKX	62041
TIMX	62044	AOKX	62044
TVAX	26134	GBRX	26134
TVAX	26137	GBRX	26137
TVAX	26142	GBRX	26142
TVAX	26145	GBRX	26145
TVAX	26150	GBRX	26150
TVAX	26151	GBRX	26151
TVAX	26174	GBRX	26174
TVAX	26175	GBRX	26175
TVAX	26176	GBRX	26176
TVAX	26183	GBRX	26183
TVAX	26184	GBRX	26184
TVAX	26187	GBRX	26187
TVAX	26203	GBRX	26203
TVAX	26204	GBRX	26204
TVAX	26206	GBRX	26206
TVAX	26207	GBRX	26207
TVAX	26211	GBRX	26211
TVAX	26214	GBRX	26214
TVAX	26225	GBRX	26225

Prior Mark	Prior Number	New Mark	New Number
TVAX	26228	GBRX	26228
TVAX	26236	GBRX	26236
TVAX	26240	GBRX	26240
TVAX	26242	GBRX	26242
TVAX	26243	GBRX	26243
TVAX	26249	GBRX	26249

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: 3/25/15

Edward M. Luria
Edward M. Luria