

ALVORD AND ALVORD PLLC SURFACE TRANSPORTATION BOARD

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

March 17, 2016

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 Partial Release, dated as of February 25, 2016, 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 29584.

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

Administrative

Agent: Bank of America, N.A.  
135 South LaSalle Street  
Chicago, Illinois 60603

Grantor: Chicago Freight Car Leasing Co.  
425 N. Martingale Road, 6th Floor  
Schaumburg, Illinois 60173

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

91 railcars RELEASED within the series CRDX 11600 – CRDX 11669, CRDX 531093 - CRDX 531125 and PGHX 531001 – PGHX 531124 as set forth in the attachment to the document.

Section Chief  
March 17, 2016  
Page 2

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

Partial Release.

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 blue ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem  
Enclosures

**PARTIAL RELEASE**

This Partial Release, dated as of February \_\_, 2016, is made by Bank of America, N.A., as administrative agent ("Bank of America"), and Chicago Freight Car Leasing Company, as grantor ("Chicago Freight").

**WHEREAS**, Bank of America and Chicago Freight entered a Guaranty and Collateral Agreement dated as of December 23, 2010 (the "Guaranty"), a Memorandum of which was recorded at the Surface Transportation Board (the "Board") under Recordation No. 29584 on December 23, 2010, pursuant to which Chicago Freight granted a security interest in all of Chicago Freight's right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired; Bank of America and Chicago Freight entered an Amended Memorandum of Guaranty and Collateral Agreement dated as of March 16, 2012 (the "First Amendment"), which was recorded at the Board under Recordation No. 29584-A on March 27, 2012 for Chicago Freight's right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired; and Bank of America and Chicago Freight entered an Amended Memorandum of Guaranty and Collateral Agreement dated as of June 11, 2012 (the "Second Amendment"), which was recorded at the Board under Recordation No. 29584-E on June 11, 2013 and with the Office of the Registrar General of Canada pursuant to Section 105 of the Canada Transportation Act on June 11, 2013 as Document Key 22487, for Chicago Freight's right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired (the Guaranty Memorandum, First Amendment, and Second Amendment are collectively referred to as the "Agreements");

**WHEREAS**, as of the date hereof, the Agreements are released and terminated with respect to 91 covered hopper cars with the numbers shown on Attachment 1 hereto (the "Equipment"); and

**WHEREAS**, this partial release and termination is limited to the Equipment and does not release any other collateral.

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Bank of America has released and discharged the Equipment from all liens held by Bank of America created or described in the Agreements.

This Partial Lease Release may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

**IN WITNESS WHEREOF**, the parties hereto have caused this Partial Release to be duly executed as of the date hereinabove first written.

BANK OF AMERICA, N.A.

CHICAGO FREIGHT CAR LEASING  
COMPANY

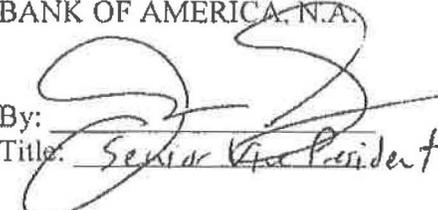
By: \_\_\_\_\_  
Title: \_\_\_\_\_

By:   
Title: Chief Financial Officer

IN WITNESS WHEREOF, the parties hereto have caused this Partial Release to be duly executed as of the date hereinabove first written.

BANK OF AMERICA, N.A.

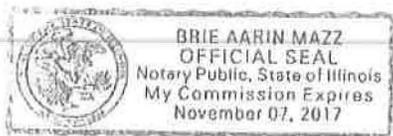
CHICAGO FREIGHT CAR LEASING  
COMPANY

By:   
Title: Senior Vice President

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

STATE OF ILLINOIS     )  
                                  )  
County of Cook            ) ss.

On this 25 day of February 2016, before me, Brie Mazz, the undersigned Notary Public, personally appeared Luke Lukens personally known to me to be the person who executed the within instrument as CEO on behalf of CHICAGO FREIGHT CAR LEASING COMPANY, and acknowledged to me that the corporation executed it.

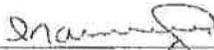


Brie A Mazz  
Notary Public for State of Illinois  
My Commission expires November 7, 2017

STATE OF ILLINOIS )  
 ) SS.  
County of Cook )



On this 25<sup>th</sup> day of February 2016, before me, MAYRA DIAZ, the undersigned Notary Public, personally appeared JASON GUERRA personally known to me to be the person who executed the within instrument as SR. VP on behalf of BANK OF AMERICA, N.A., and acknowledged to me that the corporation executed it.

  
Notary Public for COOK COUNTY, IL  
My Commission expires 12.22.16

Attachment 1

**SCHEDULE OF CARS BY CAR NUMBER AND MANUFACTURER**

(91) 5,650 cu. ft. Covered Hopper Railcars Built 1998 - 2001

<b>Car Initial</b>	<b>Car #</b>	<b>AAR Code</b>	<b>Cube Type</b>	<b>Build Year</b>	<b>Builder</b>
CRDX	11600	C614	5,650	1998	Trinity
CRDX	11601	C614	5,650	1998	Trinity
CRDX	11602	C614	5,650	1998	Trinity
CRDX	11604	C614	5,650	1998	Trinity
CRDX	11605	C614	5,650	1998	Trinity
CRDX	11606	C614	5,650	1998	Trinity
CRDX	11607	C614	5,650	1998	Trinity
CRDX	11608	C614	5,650	1998	Trinity
CRDX	11628	C614	5,650	1999	Trinity
CRDX	11630	C614	5,650	1999	Trinity
CRDX	11631	C614	5,650	1999	Trinity
CRDX	11632	C614	5,650	1999	Trinity
CRDX	11633	C614	5,650	1999	Trinity
CRDX	11634	C614	5,650	1999	Trinity
CRDX	11635	C614	5,650	1999	Trinity
CRDX	11636	C614	5,650	1999	Trinity
CRDX	11639	C614	5,650	1999	Trinity
CRDX	11640	C614	5,650	1999	Trinity
CRDX	11641	C614	5,650	1999	Trinity
CRDX	11642	C614	5,650	1999	Trinity
CRDX	11643	C614	5,650	1999	Trinity
CRDX	11644	C614	5,650	1999	Trinity
CRDX	11645	C614	5,650	1999	Trinity
CRDX	11646	C614	5,650	1999	Trinity
CRDX	11647	C614	5,650	1999	Trinity
CRDX	11648	C614	5,650	1999	Trinity
CRDX	11658	C614	5,650	2000	Trinity
CRDX	11659	C614	5,650	2000	Trinity
CRDX	11660	C614	5,650	2000	Trinity
CRDX	11661	C614	5,650	2000	Trinity
CRDX	11662	C614	5,650	2000	Trinity
CRDX	11663	C614	5,650	2000	Trinity
CRDX	11664	C614	5,650	2000	Trinity
CRDX	11665	C614	5,650	2000	Trinity
CRDX	11666	C614	5,650	2000	Trinity
CRDX	11667	C614	5,650	2000	Trinity

**SCHEDULE OF CARS BY CAR NUMBER AND MANUFACTURER**

(91) 5,650 cu. ft. Covered Hopper Railcars Built 1998 - 2001

<b>Car Initial</b>	<b>Car #</b>	<b>AAR Code</b>	<b>Cube Type</b>	<b>Build Year</b>	<b>Builder</b>
CRDX	11668	C614	5,650	2001	Trinity
CRDX	11669	C614	5,650	1999	Trinity
PGHX	531001	C614	5,650	1999	Trinity
PGHX	531002	C614	5,650	1999	Trinity
PGHX	531003	C614	5,650	1999	Trinity
PGHX	531004	C614	5,650	1999	Trinity
PGHX	531005	C614	5,650	1999	Trinity
PGHX	531006	C614	5,650	1999	Trinity
PGHX	531007	C614	5,650	1999	Trinity
PGHX	531008	C614	5,650	1999	Trinity
PGHX	531009	C614	5,650	1999	Trinity
PGHX	531010	C614	5,650	1999	Trinity
PGHX	531011	C614	5,650	1999	Trinity
PGHX	531012	C614	5,650	1999	Trinity
PGHX	531013	C614	5,650	1999	Trinity
PGHX	531014	C614	5,650	1999	Trinity
PGHX	531015	C614	5,650	1999	Trinity
PGHX	531016	C614	5,650	1999	Trinity
PGHX	531017	C614	5,650	1999	Trinity
PGHX	531018	C614	5,650	1999	Trinity
PGHX	531019	C614	5,650	1999	Trinity
PGHX	531020	C614	5,650	1999	Trinity
CRDX	531093	C614	5,650	1999	Trinity
PGHX	531094	C614	5,650	1999	Trinity
PGHX	531095	C614	5,650	1999	Trinity
PGHX	531096	C614	5,650	1999	Trinity
PGHX	531097	C614	5,650	1999	Trinity
PGHX	531098	C614	5,650	1999	Trinity
PGHX	531099	C614	5,650	1999	Trinity
CRDX	531100	C614	5,650	1999	Trinity
CRDX	531101	C614	5,650	1999	Trinity
PGHX	531102	C614	5,650	1999	Trinity
CRDX	531103	C614	5,650	1999	Trinity
CRDX	531104	C614	5,650	1999	Trinity
CRDX	531105	C614	5,650	1999	Trinity
CRDX	531106	C614	5,650	1999	Trinity
PGHX	531107	C614	5,650	1999	Trinity

**SCHEDULE OF CARS BY CAR NUMBER AND MANUFACTURER**

(91) 5,650 cu. ft. Covered Hopper Railcars Built 1998 - 2001

<b>Car Initial</b>	<b>Car #</b>	<b>AAR Code</b>	<b>Cube Type</b>	<b>Build Year</b>	<b>Builder</b>
PGHX	531108	C614	5,650	1999	Trinity
PGHX	531109	C614	5,650	1999	Trinity
CRDX	531110	C614	5,650	1999	Trinity
PGHX	531111	C614	5,650	1999	Trinity
PGHX	531112	C614	5,650	1999	Trinity
PGHX	531113	C614	5,650	1999	Trinity
PGHX	531114	C614	5,650	1999	Trinity
PGHX	531115	C614	5,650	1999	Trinity
PGHX	531116	C614	5,650	1999	Trinity
CRDX	531117	C614	5,650	1999	Trinity
CRDX	531118	C614	5,650	1999	Trinity
CRDX	531119	C614	5,650	1999	Trinity
CRDX	531120	C614	5,650	1999	Trinity
CRDX	531121	C614	5,650	1999	Trinity
PGHX	531122	C614	5,650	1999	Trinity
PGHX	531123	C614	5,650	1999	Trinity
PGHX	531124	C614	5,650	1999	Trinity
CRDX	531125	C614	5,650	1999	Trinity

**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: March 17, 2016

*Edward M. Luria*

\_\_\_\_\_  
Edward M. Luria