

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

May 1, 2014

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 of Security Interest, dated as of May 1, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Interest and Collateral Assignment of Lease previously filed with the Board under Recordation Number 26957-A.

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

Secured Party: DVB Bank SE (f/k/a DVB Bank AG)
Platz der Republik 6
Frankfurt Main 60325
Germany

[Borrower: Compass Rail VIII Corporation
750 Battery Street, Suite 430
San Francisco, CA 94111]

Section Chief
May 1, 2014
Page 2

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

18 railcars RELEASED within the series CMPX 252067 – CMPX 252095 (previously marked and numbered NAHX 57375 and within the series NAHX 63256 – NAHX 64178 and NAHX 476339 – NAHX 488467) as more particularly set forth in the attachment to the document.

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

Partial Release of Security Interest.

Also enclosed is a check in the amount of \$44.00 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

PARTIAL RELEASE OF SECURITY INTEREST TRANSPORTATION BOARD

The undersigned, acting on behalf of DVB BANK SE (formerly known as DVB BANK AG), as Secured Party (the "Secured Party"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge any and all security interests held by it on all railroad equipment and leases thereon described in Schedule A (the "Released Equipment") attached, granted to it as Agent pursuant to the Loan and Security Agreement, dated as of June 22, 2007 (the "Security Agreement"), as amended, modified and supplemented, between Compass Rail VIII Corporation, as Assignor and the Secured Party.

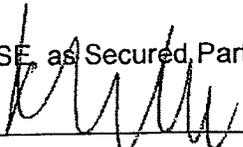
A Memorandum of Security Interest and Collateral Assignment of Lease ("Memorandum") relating to this Security Agreement was duly filed and recorded with the Surface Transportation Board ("STB") on June 22, 2007 under Recordation Number 26957-A. This document constitutes a release of all Released Equipment and any lease (as amended, modified and supplemented) related to the Released Equipment described in the Memorandum.

This instrument is executed upon the express condition that nothing herein contained shall be construed to release from the lien of the aforesaid Security Agreement or to impair said lien upon any property subject thereto except the Released Equipment and any lease, but only as applicable to the Released Equipment.

Dated: MAY 1, 2014.

We each certify that we hold the respective titles set forth below and that this instrument was signed by us on behalf of DVB BANK SE by authority of its governing board of directors/managers, and we each acknowledge that the execution of the foregoing instrument was the free act and deed of DVB BANK AG. We each further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

DVB BANK SE, as Secured Party

By: 

Name: Martin Metz

Title: MD

By: 

Name: Georg Tzieply

Title: SVP

Schedule A

Released Equipment

	Current Mark	Current No.	Mark at Purchase	No. at Purchase
1	CMPX	252067	NAHX	57375
2	CMPX	252068	NAHX	63256
3	CMPX	252069	NAHX	63764
4	CMPX	252071	NAHX	64178
5	CMPX	252073	NAHX	476339
6	CMPX	252074	NAHX	476374
7	CMPX	252076	NAHX	478504
8	CMPX	252077	NAHX	479063
9	CMPX	252079	NAHX	480789
10	CMPX	252083	NAHX	481014
11	CMPX	252085	NAHX	483179
12	CMPX	252087	NAHX	483217
13	CMPX	252089	NAHX	483615
14	CMPX	252090	NAHX	483990
15	CMPX	252091	NAHX	484488
16	CMPX	252093	NAHX	485061
17	CMPX	252094	NAHX	487339
18	CMPX	252095	NAHX	488467

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: 5/1/14

Edward M. Luria
Edward M. Luria