

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

September 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 Partial Termination of Security Interest, dated as of September 9, 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 29508.

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

Secured Party: UniCredit Bank AG
150 East 42nd Street
New York, NY 10017

[Debtor: Adler Funding LLC c/o UniCredit Bank AG
150 East 42nd Street
New York, NY 10017]

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

120 railcars RELEASED within the series ADLX 120625 – ADLX 120749, as more particularly set forth on the attachment to the document (all previously marked BNBX).

Section Chief
September 24, 2015
Page 2

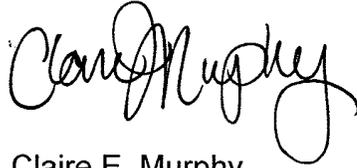
A short summary of the document to appear in the index is:

Partial Termination of Security Interest.

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 "Claire E. Murphy". The signature is written in a cursive style with a large, looping "y" at the end.

Claire E. Murphy

CEM
Enclosures

PARTIAL TERMINATION OF SECURITY INTEREST
(Re: BP Products North America Inc. Lease)

THIS PARTIAL TERMINATION OF SECURITY INTEREST (this "Partial Termination") is made this 9 day of SEPTEMBER, 2015, on behalf of ADLER FUNDING LLC (the "Debtor") by UNICREDIT BANK AG (the "Secured Party") pursuant to that certain Security Agreement, dated as of October 15, 2010 (the "Security Agreement").

WHEREAS, the Security Agreement created a lien and security interest in favor of the Secured Party in and to railcars owned by Debtor, including those certain railcars particularly identified in Exhibit 1 hereto (the "Units") and any lease relating thereto.

WHEREAS, the Debtor is party to that certain Memorandum of Mortgage (the "Memorandum of Mortgage") which was duly recorded with the Surface Transportation Board on October 18, 2010 under Recordation Number 29508.

WHEREAS, the Debtor and Secured Party now desire to release, terminate and cancel the Secured Party's security interest in and mortgage lien upon all right, title and interest of the Debtor in, to and under the Units.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby releases, terminates and cancels its security interest in, and mortgage lien upon, all right, title and interest of the Debtor in the Units (and any lease relating thereto) effective as of the date of this Partial Termination.

This Partial Termination is being filed with the Surface Transportation Board so as to release any security interest in and mortgage lien upon the Units created by or arising out of the Security Agreement.

IN WITNESS WHEREOF, the Secured Party has caused this Partial Termination of Security Interest to be duly executed and delivered as of the date first above written.

UNICREDIT BANK AG, as Secured Party

By: 

Name: LORIANN CURNYN
Managing Director

Title: _____

By: 

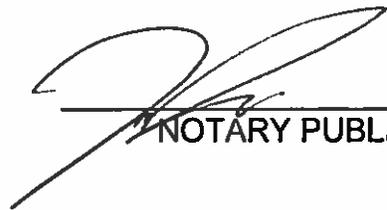
Name: SCOTT OBECK
Director

Title: _____

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 9th day of September, 2015 before me personally appeared LoriAnn Curnyn and Scott Obeck, to me personally known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which they acted, executed the instrument.


NOTARY PUBLIC

My commission expires:

JONATHAN RIVERA
Notary Public, State of New York
No. 01RJ6312031
Qualified in Bronx County
Commission Expires Sept 22, 2018

EXHIBIT 1

Description of Cars

(formerly BNBX)

<u>Car Number</u>	<u>Car Number</u>	<u>Car Number</u>	<u>Car Number</u>
1 ADLX120625	31 ADLX120658	61 ADLX120689	91 ADLX120719
2 ADLX120629	32 ADLX120659	62 ADLX120690	92 ADLX120720
3 ADLX120630	33 ADLX120660	63 ADLX120691	93 ADLX120721
4 ADLX120631	34 ADLX120661	64 ADLX120692	94 ADLX120722
5 ADLX120632	35 ADLX120662	65 ADLX120693	95 ADLX120723
6 ADLX120633	36 ADLX120663	66 ADLX120694	96 ADLX120724
7 ADLX120634	37 ADLX120664	67 ADLX120695	97 ADLX120725
8 ADLX120635	38 ADLX120665	68 ADLX120696	98 ADLX120726
9 ADLX120636	39 ADLX120666	69 ADLX120697	99 ADLX120727
10 ADLX120637	40 ADLX120667	70 ADLX120698	100 ADLX120728
11 ADLX120638	41 ADLX120668	71 ADLX120699	101 ADLX120729
12 ADLX120639	42 ADLX120669	72 ADLX120700	102 ADLX120730
13 ADLX120640	43 ADLX120670	73 ADLX120701	103 ADLX120731
14 ADLX120641	44 ADLX120671	74 ADLX120702	104 ADLX120732
15 ADLX120642	45 ADLX120672	75 ADLX120703	105 ADLX120733
16 ADLX120643	46 ADLX120673	76 ADLX120704	106 ADLX120734
17 ADLX120644	47 ADLX120674	77 ADLX120705	107 ADLX120735
18 ADLX120645	48 ADLX120675	78 ADLX120706	108 ADLX120736
19 ADLX120646	49 ADLX120676	79 ADLX120707	109 ADLX120737
20 ADLX120647	50 ADLX120677	80 ADLX120708	110 ADLX120738
21 ADLX120648	51 ADLX120678	81 ADLX120709	111 ADLX120739
22 ADLX120649	52 ADLX120679	82 ADLX120710	112 ADLX120741
23 ADLX120650	53 ADLX120680	83 ADLX120711	113 ADLX120742
24 ADLX120651	54 ADLX120681	84 ADLX120712	114 ADLX120743
25 ADLX120652	55 ADLX120682	85 ADLX120713	115 ADLX120744
26 ADLX120653	56 ADLX120683	86 ADLX120714	116 ADLX120745
27 ADLX120654	57 ADLX120684	87 ADLX120715	117 ADLX120746
28 ADLX120655	58 ADLX120686	88 ADLX120716	118 ADLX120747
29 ADLX120656	59 ADLX120687	89 ADLX120717	119 ADLX120748
30 ADLX120657	60 ADLX120688	90 ADLX120718	120 ADLX120749

CERTIFICATION

I, Claire E. Murphy, an attorney licensed to practice in the State of New Jersey, 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: September 24, 2015



Claire E. Murphy