

OSTER RESEARCHING SERVICES

12897 Colonial Drive
Mt. Airy, Maryland 21771
(301) 253-6040
www.osterresearchingservices.com
maryannoster@comcast.net

April 25, 2014

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Ninth Amendment to Security Agreement dated as of 10/23/13

Secured Party: Amegy Bank National Association
4400 Post Oak Parkway
5 Post Oak Park, 3rd Floor
Houston, TX 77027

Debtor: United Rail Partners, Ltd.
3355 West Alabama, #110
Houston, TX 77098

Equipment: 393, Railcars within the series:
BRSX 001015-009649
SRIX, 033660-033669, 082501-082521,
SRIX 083109-083139 aka NATX 033061-033148
SRIX 080008-080418, 030158-030182, 083100-803107
GLNX 23403-23587
CRPX 009637-009718, 986035-986041

April 25, 2014
Page 2

Please record this agreement as a supplemental document to STB Recordation #23905. The filing fee of \$44 is enclosed. Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Mary Ann Oster".

Mary Ann Oster
Research Consultant

NINTH AMENDMENT TO SECURITY AGREEMENT

This NINTH AMENDMENT TO SECURITY AGREEMENT ("Amendment"), dated as of October 23, 2013, is between UNITED RAIL PARTNERS, LTD., a Texas limited partnership ("Debtor"), and AMEGY BANK NATIONAL ASSOCIATION, a national banking association (formerly known as Southwest Bank of Texas, N.A.) ("Secured Party").

RECITALS:

WHEREAS, Debtor and Secured Party have entered into that certain Loan Agreement dated as of December 15, 2000, as amended by First Amendment to Loan Agreement dated as of November 1, 2001, Second Amendment to Loan Agreement dated as of March 31, 2003, Third Amendment to Loan Agreement dated as of October 31, 2003, Fourth Amendment to Loan Agreement dated as of April 30, 2006, Fifth Amendment to Loan Agreement dated as of July 31, 2006, Sixth Amendment to Loan Agreement dated as of February 22, 2007, Seventh Amendment to Loan Agreement dated as of June 13, 2008, Eighth Amendment to Loan Agreement dated as of March 31, 2010, Ninth Amendment to Loan Agreement dated as of May 17, 2010, Tenth Amendment to Loan Agreement dated as of February 28, 2013, Eleventh Amendment to Loan Agreement dated as of May 21, 2013, and Twelfth Amendment to Loan Agreement dated as of September 30, 2013 (as amended, the "Loan Agreement").

WHEREAS, pursuant to the Loan Agreement: Debtor executed that certain Security Agreement dated as of December 15, 2000, as amended by First Amendment to Security Agreement dated as of March 31, 2003, Second Amendment to Security Agreement dated as of October 31, 2003, Third Amendment to Security Agreement dated as of April 30, 2006, Fourth Amendment to Security Agreement dated as of February 22, 2007, Fifth Amendment to Security Agreement dated as of June 13, 2008, Sixth Amendment to Security Agreement dated as of May 17, 2010, Seventh Amendment to Security Agreement dated as of February 28, 2013, and Eighth Amendment to Security Agreement dated as of May 21, 2013 (as amended, the "Security Agreement").

WHEREAS, the execution of this Amendment is a condition the Loan Agreement referred to above.

NOW, THEREFORE, for good and valuable consideration the receipt and sufficiency of which are acknowledged and agreed, Debtor and Secured Party hereby agree as follows:

ARTICLE I.

Amendments

1. Amendment to Exhibits. Effective as of the date hereof, (a) Debtor hereby grants to Secured Party a security interest in the property set forth in Annex "A" attached hereto, whether now owned or existing or hereafter arising or acquired and wherever arising or located, and (b) Debtor acknowledges and agrees that Exhibit "A" (Railcars) to the Security Agreement is amended to conform in its entirety to Annex "A" to this Amendment.

ARTICLE II.

Additional Provisions

1. Acknowledgment by Debtor. Except as otherwise specified herein, the terms and provisions hereof shall in no manner impair, limit, restrict or otherwise affect the obligations of Debtor or any third party to Secured Party under any Loan Document (as defined in the Loan Agreement).

2. Additional Documentation. From time to time, Debtor shall execute or procure and deliver to Secured Party such other and further documents and instruments evidencing, securing or pertaining to the Security Agreement or the other Loan Documents as shall be reasonably requested by Secured Party so as to evidence or effect the terms and provisions hereof.

3. Continued Effectiveness. Except as expressly modified by the terms and provisions hereof, each of the terms and provisions of the Security Agreement and the other Loan Documents are hereby ratified and confirmed, and shall remain in full force and effect. The liens and security interests created by the Security Agreement remain in full force and effect.

4. Governing Law. THE TERMS AND PROVISIONS HEREOF SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF TEXAS.

5. Binding Agreement. This Amendment shall be binding upon the heirs, executors, administrators, personal representatives, successors and assigns of the parties hereto.

6. Counterparts. This Amendment may be executed in any number of counterparts, each of which shall be deemed an original and all of which together shall be construed as one and the same instrument.

7. No Oral Agreements. This Amendment, the Loan Agreement and the other Loan Documents embody the final, entire agreement among the parties hereto. There are no oral agreements among the parties hereto.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

DEBTOR:

UNITED RAIL PARTNERS, LTD.

By: RH Investments, Inc., its general partner

By: 

Jeffrey S. Rawson
President

By: Gemsbok, Inc., its general partner

By: _____
Ronald P. Cuenod, Jr.
President

By: Weimar Rail, Inc., its general partner

By: _____
Robert R. Huetten
President

SECURED PARTY:

AMEGY BANK NATIONAL ASSOCIATION

By: _____
Sam Trail
Vice President

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of, although not necessarily on, the day and year first written above.

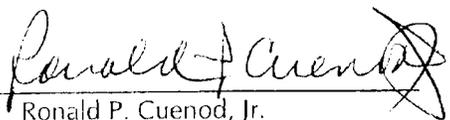
DEBTOR:

UNITED RAIL PARTNERS, LTD.

By: RH Investments, Inc., its general partner

By: _____
Jeffrey S. Rawson
President

By: Gemsbok, Inc., its general partner

By: 

Ronald P. Cuenod, Jr.
President

By: Weirnar Rail, Inc., its general partner

By: _____
Robert R. Huette
President

SECURED PARTY:

AMEGY BANK NATIONAL ASSOCIATION

By: _____
Sam Trail
Vice President

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of, although not necessarily on, the day and year first written above.

DEBTOR:

UNITED RAIL PARTNERS, LTD.

By: RH Investments, Inc., its general partner

By: _____
Jeffrey S. Rawson
President

By: Gemsbok, Inc., its general partner

By: _____
Ronald P. Cuenod, Jr.
President

By: Weimar Rail, Inc., its general partner

By:  _____
Robert R. Huette
President

SECURED PARTY:

AMEGY BANK NATIONAL ASSOCIATION

By: _____
Sam Trail
Vice President

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of, although not necessarily on, the day and year first written above.

DEBTOR:

UNITED RAIL PARTNERS, LTD.

By: RH Investments, Inc., its general partner

By: _____
Jeffrey S. Rawson
President

By: Gemsbok, Inc., its general partner

By: _____
Ronald P. Cuenod, Jr.
President

By: Weimar Rail, Inc., its general partner

By: _____
Robert R. Huetten
President

SECURED PARTY:

AMEGY BANK NATIONAL ASSOCIATION

By:  _____
Sam Trail
Vice President

On this 21st day of April, 2014, this instrument was acknowledged before me by Jeffrey S. Rawson, President of RH Investments, Inc., a Texas corporation, on behalf of such corporation by authority of its Board of Directors, as the general partner of United Rail Partners, Ltd., a Texas limited partnership, on behalf of such partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.



Kathleen Rienstra Croley
Notary Public, State of Texas

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this ____ day of April, 2014, this instrument was acknowledged before me by Ronald P. Cuenod, Jr., President of Gemsbok, Inc., a Texas corporation, on behalf of such corporation by authority of its Board of Directors, as the general partner of United Rail Partners, Ltd., a Texas limited partnership, on behalf of such partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.

Notary Public, State of Texas

SIGNATURE PAGE TO AMENDMENT TO SECURITY AGREEMENT

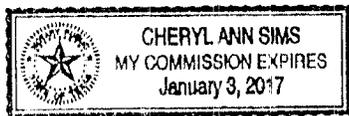
STATE OF TEXAS §
 §
COUNTY OF HARRIS §

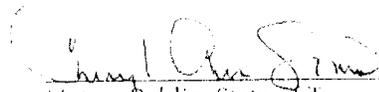
On this _____ day of April, 2014, this instrument was acknowledged before me by Jeffrey S. Rawson, President of RH Investments, Inc., a Texas corporation, on behalf of such corporation by authority of its Board of Directors, as the general partner of United Rail Partners, Ltd., a Texas limited partnership, on behalf of such partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.

Notary Public, State of Texas

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 21 day of April, 2014, this instrument was acknowledged before me by Ronald P. Cuenod, Jr., President of Gemsbok, Inc., a Texas corporation, on behalf of such corporation by authority of its Board of Directors, as the general partner of United Rail Partners, Ltd., a Texas limited partnership, on behalf of such partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.

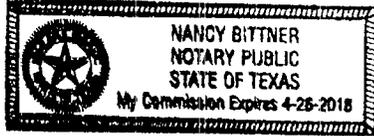




Notary Public, State of Texas

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 23rd day of April, 2014, this instrument was acknowledged before me by Robert R. Huette, President of Weimar Rail, Inc., a Texas corporation, on behalf of such corporation by authority of its Board of Directors, as the general partner of United Rail Partners, Ltd., a Texas limited partnership, on behalf of such partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.



Nancy Bittner

Notary Public, State of Texas

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this _____ day of April, 2014, this instrument was acknowledged before me by Sam Trail as Vice President of Amegy Bank National Association, a national banking association, on behalf of such association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Notary Public, State of Texas

List of Annexes
Annex "A" - Railcars

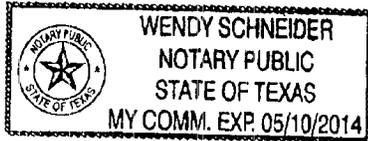
STATE OF TEXAS §
 §
COUNTY OF HARRIS §

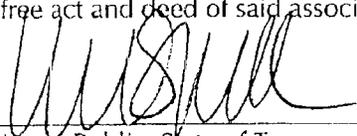
On this _____ day of April, 2014, this instrument was acknowledged before me by Robert R. Huette, President of Weimar Rail, Inc., a Texas corporation, on behalf of such corporation by authority of its Board of Directors, as the general partner of United Rail Partners, Ltd., a Texas limited partnership, on behalf of such partnership, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.

Notary Public, State of Texas

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 23 day of April, 2014, this instrument was acknowledged before me by Sam Trail as Vice President of Amegy Bank National Association, a national banking association, on behalf of such association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.





Notary Public, State of Texas

List of Annexes
Annex "A" - Railcars

Annex "A"

Railcars

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
29	BRSX001015	May-99
29	BRSX001029	Apr-05
29	BRSX001046	Sep-05
29	SRIX082511	Jun-08
29	SRIX082512	Jun-08
29	SRIX082513	Jun-08
29	SRIX082514	Jun-08
29	SRIX082515	Jun-08
29	SRIX082516	9/1/2013
29	SRIX082517	9/1/2013
29	SRIX082518	9/1/2013
29	SRIX082519	9/1/2013
29	SRIX082520	9/1/2013
29	SRIX082521	9/1/2013

Sub-Count Pool 29

14

UV	GLNX 23403	5/1/1989
UV	GLNX 23404	5/1/1989
UV	GLNX 23405	5/1/1989
UV	GLNX 23406	5/1/1989
UV	GLNX 23407	5/1/1989
UV	GLNX 23408	5/1/1989
UV	GLNX 23409	5/1/1989
UV	GLNX 23410	5/1/1989
UV	GLNX 23411	5/1/1989
UV	GLNX 23413	5/1/1989
UV	GLNX 23573	9/1/1992
UV	GLNX 23575	1/1/1992
UV	GLNX 23576	9/1/1992
UV	GLNX 23578	1/1/1992
UV	GLNX 23579	1/1/1992
UV	GLNX 23580	1/1/1992
UV	GLNX 23581	9/1/1992
UV	GLNX 23583	1/1/1992
UV	GLNX 23586	1/1/1992
UV	GLNX 23587	1/1/1992

Sub-Count Pool UV

20

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
21	ERSX008006	9/1/1980
21	ERSX008008	9/1/1980
21	ERSX009638	7/1/1996
21	ERSX009639	7/1/1996
21	ERSX009640	7/1/1996
21	ERSX009641	7/1/1996
21	ERSX009642	7/1/1996
21	ERSX009643	7/1/1996
21	ERSX009644	7/1/1996
21	ERSX009645	7/1/1996
21	ERSX009646	7/1/1996
21	ERSX009647	7/1/1996
21	ERSX009648	7/1/1996
21	ERSX009649	7/1/1996
21	CRPX009637	9/1/1996
21	CRPX009642	9/1/1996
21	CRPX009645	9/1/1996
21	CRPX009649	9/1/1996
21	CRPX009715	4/1/1997
21	CRPX009716	4/1/1997
21	CRPX009717	4/1/1997
21	CRPX009718	4/1/1997
21	CRPX986035	3/1/1998
21	CRPX986039	3/1/1998
21	CRPX986041	3/1/1998
21	SRIX033660	Dec-03
21	SRIX033661	Dec-03
21	SRIX033662	Dec-03
21	SRIX033663	Dec-03
21	SRIX033664	Dec-03
21	SRIX033665	Dec-03
21	SRIX033666	Dec-03
21	SRIX033667	Dec-03
21	SRIX033668	Dec-03
21	SRIX033669	Jan-04

Sub-Count Pool 21

35

90 NATX033060 SRIX083108 1999

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>		<u>Car Number</u>	<u>Built</u>
90	NATX033061	SRIX083109	1999
90	NATX033062	SRIX083110	1999
90	NATX033063	SRIX083111	1999
90	NATX033064	SRIX083112	1999
90	NATX033065	SRIX083113	1999
90	NATX033066	SRIX083114	1999
90	NATX033067	SRIX083115	1999
90	NATX033068	SRIX083116	1999
90	NATX033069	SRIX083117	1999
90	NATX033071	SRIX083118	1999
90	NATX033072	SRIX083119	1999
90	NATX033073	SRIX083120	1999
90	NATX033074	SRIX083121	1999
90	NATX033075	SRIX083122	1999
90	NATX033076	SRIX083123	1999
90	NATX033077	SRIX083124	1999
90	NATX033078	SRIX083125	1999
90	NATX033080	SRIX083126	1999
90	NATX033081	SRIX083127	1999
90	NATX033135	SRIX083128	1998
90	NATX033136	SRIX083129	1998
90	NATX033138	SRIX083130	1998
90	NATX033139	SRIX083131	1998
90	NATX033140	SRIX083132	1998
90	NATX033141	SRIX083133	1998
90	NATX033142	SRIX083134	1998
90	NATX033143	SRIX083135	1998
90	NATX033144	SRIX083136	1998
90	NATX033145	SRIX083137	1998
90	NATX033147	SRIX083138	1998
90	NATX033148	SRIX083139	1998

Sub-Count Pool 90

32

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080008	Mar-75
84	SRIX080009	Dec-77
84	SRIX080038	Mar-74
84	SRIX080039	Mar-74
84	SRIX080041	Mar-74
84	SRIX080043	Mar-74
84	SRIX080044	Mar-74
84	SRIX080045	Mar-74
84	SRIX080046	Mar-74
84	SRIX080047	Mar-74
84	SRIX080048	Mar-74
84	SRIX080049	Mar-74
84	SRIX080050	Apr-74
84	SRIX080051	Apr-74
84	SRIX080052	Apr-74
84	SRIX080053	Apr-74
84	SRIX080054	Apr-74
84	SRIX080055	Apr-74
84	SRIX080056	Apr-74
84	SRIX080057	Apr-74
84	SRIX080060	May-79
84	SRIX080061	Sep-87
84	SRIX080064	Jul-77
84	SRIX080067	Aug-73
84	SRIX080068	Aug-73
84	SRIX080069	Aug-73
84	SRIX080070	Sep-73
84	SRIX080071	Sep-73
84	SRIX080072	Aug-77
84	SRIX080073	Aug-77
84	SRIX080074	Aug-77
84	SRIX080075	Sep-77
84	SRIX080076	Apr-74
84	SRIX080078	Sep-79
84	SRIX080079	Dec-79
84	SRIX080080	Jan-80
84	SRIX080081	Feb-80
84	SRIX080082	Sep-73
84	SRIX080085	May-73
84	SRIX080086	Aug-77
84	SRIX080087	Sep-77
84	SRIX080088	Mar-80

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080089	Jun-80
84	SRIX080090	Feb-80
84	SRIX080091	Jun-80
84	SRIX080092	May-80
84	SRIX080094	Jul-75
84	SRIX080096	Jun-73
84	SRIX080098	Jun-73
84	SRIX080099	Jun-73
84	SRIX080102	Jan-74
84	SRIX080103	Feb-74
84	SRIX080104	Mar-74
84	SRIX080106	Nov-75
84	SRIX080107	Aug-77
84	SRIX080108	Oct-77
84	SRIX080109	Oct-77
84	SRIX080111	Feb-75
84	SRIX080112	Nov-78
84	SRIX080114	Oct-88
84	SRIX080115	Nov-88
84	SRIX080116	Nov-88
84	SRIX080126	Nov-77
84	SRIX080127	Aug-79
84	SRIX080128	Sep-78
84	SRIX080129	Nov-78
84	SRIX080130	Dec-78
84	SRIX080131	Jun-80
84	SRIX080132	Nov-77
84	SRIX080134	Jun-80
84	SRIX080137	Jan-74
84	SRIX080138	Apr-74
84	SRIX080139	Sep-79
84	SRIX080140	Sep-79
84	SRIX080141	Oct-79
84	SRIX080142	Sep-79
84	SRIX080143	Aug-79
84	SRIX080144	Sep-79
84	SRIX080145	Nov-79
84	SRIX080146	Dec-79
84	SRIX080147	Nov-79
84	SRIX080148	Jan-80
84	SRIX080149	Dec-79
84	SRIX080150	Dec-79

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080152	Aug-79
84	SRIX080153	Aug-79
84	SRIX080154	Aug-73
84	SRIX080155	Aug-73
84	SRIX080156	Apr-80
84	SRIX080157	Mar-80
84	SRIX080158	Sep-74
84	SRIX080164	Oct-73
84	SRIX080166	Nov-73
84	SRIX080167	Nov-73
84	SRIX080168	Jan-74
84	SRIX080169	Jan-74
84	SRIX080175	Jul-73
84	SRIX080176	Aug-73
84	SRIX080177	Nov-73
84	SRIX080178	Sep-73
84	SRIX080179	Sep-73
84	SRIX080180	Oct-73
84	SRIX080181	Jan-74
84	SRIX080182	Jan-74
84	SRIX080183	Jan-74
84	SRIX080184	Jan-74
84	SRIX080185	Feb-74
84	SRIX080186	Feb-74
84	SRIX080187	May-74
84	SRIX080188	Jun-74
84	SRIX080189	Jun-74
84	SRIX080190	Jul-74
84	SRIX080191	Mar-75
84	SRIX080192	May-75
84	SRIX080193	Sep-75
84	SRIX080194	Oct-75
84	SRIX080195	Oct-75
84	SRIX080196	Nov-75
84	SRIX080197	Jun-77
84	SRIX080198	Jun-77
84	SRIX080199	Jun-77
84	SRIX080200	Aug-77
84	SRIX080201	Aug-77
84	SRIX080202	Sep-77
84	SRIX080203	Sep-77
84	SRIX080204	Sep-77

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080205	Sep-77
84	SRIX080206	Aug-77
84	SRIX080215	Sep-73
84	SRIX080216	Oct-75
84	SRIX080217	Aug-77
84	SRIX080218	Nov-77
84	SRIX080219	Dec-79
84	SRIX080222	Jan-74
84	SRIX080235	Jul-75
84	SRIX080243	Nov-77
84	SRIX080244	Oct-74
84	SRIX080245	Jan-74
84	SRIX080246	Dec-77
84	SRIX080247	Sep-79
84	SRIX080248	Sep-73
84	SRIX080252	May-73
84	SRIX080253	Jun-73
84	SRIX080254	Feb-75
84	SRIX080255	Mar-75
84	SRIX080256	May-75
84	SRIX080257	Jun-75
84	SRIX080258	Sep-75
84	SRIX080259	Nov-75
84	SRIX080260	Aug-77
84	SRIX080261	Sep-77
84	SRIX080262	Sep-77
84	SRIX080263	Sep-77
84	SRIX080265	Jul-77
84	SRIX080266	Jul-77
84	SRIX080267	Aug-77
84	SRIX080268	Aug-77
84	SRIX080269	Aug-77
84	SRIX080270	Aug-77
84	SRIX080271	Oct-77
84	SRIX080272	Jan-78
84	SRIX080273	Dec-77
84	SRIX080276	Nov-78
84	SRIX080282	Sep-77
84	SRIX080283	Aug-77
84	SRIX080284	Nov-78
84	SRIX080287	Nov-77
84	SRIX080289	Aug-77

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080290	Sep-77
84	SRIX080298	Feb-75
84	SRIX080299	Jul-75
84	SRIX080300	Oct-75
84	SRIX080301	Oct-75
84	SRIX080302	Oct-75
84	SRIX080310	Jul-73
84	SRIX080312	Jun-74
84	SRIX080314	Mar-75
84	SRIX080315	Oct-75
84	SRIX080321	Aug-79
84	SRIX080322	Aug-79
84	SRIX080323	Aug-79
84	SRIX080324	Aug-79
84	SRIX080325	Aug-79
84	SRIX080326	Aug-79
84	SRIX080327	Sep-79
84	SRIX080328	Nov-79
84	SRIX080330	Aug-73
84	SRIX080331	Sep-74
84	SRIX080332	Sep-74
84	SRIX080333	Oct-74
84	SRIX080338	Jan-74
84	SRIX080339	Oct-75
84	SRIX080340	Oct-75
84	SRIX080341	Oct-75
84	SRIX080347	Aug-84
84	SRIX080348	Oct-80
84	SRIX080349	Jan-80
84	SRIX080350	Dec-79
84	SRIX080351	Aug-79
84	SRIX080352	May-79
84	SRIX080353	Oct-79
84	SRIX080354	Sep-79
84	SRIX080355	Oct-79
84	SRIX080356	Aug-80
84	SRIX080357	Aug-80
84	SRIX080358	Feb-79
84	SRIX080359	Feb-79
84	SRIX080360	Mar-79
84	SRIX080361	Mar-79
84	SRIX080362	Sep-77

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080363	Aug-77
84	SRIX080364	Oct-77
84	SRIX080365	Oct-77
84	SRIX080366	Sep-78
84	SRIX080367	Jul-80
84	SRIX080368	Jul-80
84	SRIX080369	Mar-79
84	SRIX080370	May-80
84	SRIX080371	Jun-75
84	SRIX080372	Mar-74
84	SRIX080373	Feb-75
84	SRIX080374	Jan-75
84	SRIX080375	Feb-75
84	SRIX080376	Jul-77
84	SRIX080377	Feb-75
84	SRIX080378	Apr-75
84	SRIX080379	Nov-78
84	SRIX080380	Jan-81
84	SRIX080381	Jan-81
84	SRIX080382	Jan-81
84	SRIX080383	May-77
84	SRIX080384	Feb-75
84	SRIX080385	Feb-75
84	SRIX080386	Aug-77
84	SRIX080387	Aug-77
84	SRIX080388	Aug-77
84	SRIX080389	Apr-78
84	SRIX080390	Jan-78
84	SRIX080391	Apr-78
84	SRIX080392	Jan-80
84	SRIX080393	Jan-80
84	SRIX080394	Jul-80
84	SRIX080395	Jan-80
84	SRIX080396	May-78
84	SRIX080397	Oct-79
84	SRIX080398	Nov-79
84	SRIX080399	Nov-79
84	SRIX080400	May-80
84	SRIX080401	May-80
84	SRIX080402	May-80
84	SRIX080403	May-80
84	SRIX080404	May-80

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
84	SRIX080405	May-80
84	SRIX080406	May-80
84	SRIX080407	May-80
84	SRIX080408	May-80
84	SRIX080410	Aug-80
84	SRIX080411	Aug-80
84	SRIX080412	Jul-80
84	SRIX080413	Jul-80
84	SRIX080414	Jul-80
84	SRIX080415	Jan-80
84	SRIX080416	Aug-80
84	SRIX080417	Jul-80
84	SRIX080418	Jul-80
Sub-Count Pool 84	265	

United Rail Partners, Ltd.

As of October 23, 2013

<u>Pool</u>	<u>Car Number</u>	<u>Built</u>
23	SRIX030158	Jul-04
23	SRIX030159	Jul-04
23	SRIX030160	Jul-04
23	SRIX030161	Jul-04
23	SRIX030173	Jul-04
23	SRIX030175	Jul-04
23	SRIX030176	Jul-04
23	SRIX030178	Jul-04
23	SRIX030182	Jul-04

Sub-Count Pool 23 9

26	SRIX082501	Sep-06
26	SRIX082502	Sep-06
26	SRIX082503	Nov-06
26	SRIX082504	Nov-06
26	SRIX082505	Nov-06
26	SRIX082506	Nov-06
26	SRIX082507	Nov-06
26	SRIX082508	Nov-06
26	SRIX082509	Nov-06
26	SRIX082510	Nov-06

Sub-Count Pool 26 10

89	SRIX083100	Nov-80
89	SRIX083101	Nov-80
89	SRIX083102	Nov-80
89	SRIX083103	Dec-80
89	SRIX083104	Dec-80
89	SRIX083105	Jan-81
89	SRIX083106	Jan-81
89	SRIX083107	Jan-81

Sub-Count Pool 89 8

Total Collateral Pool 393
