

RECORDATION NO. 29508-Z FILED  
MARCH 28, 2014 04:20 PM  
SURFACE TRANSPORTATION BOARD

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March 28, 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 Termination of Security Interest, dated as of December 5, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Mortgage previously filed with the Board under Recordation Number 29508.

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

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

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

Chief  
Section of Administration  
March 28, 2014  
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A description of the railroad equipment covered by the enclosed document is:

10 railcars RELEASED: BNBX 122195, BNBX 122199 (now ADLX 122199), BNBX 122202, BNBX 122203, BNBX 122230, BNBX 122238 (now ADLX 122238), BNBX 122240 (now ADLX 122240), BNBX 122243 (now ADLX 122243), BNBX 122244 and BNBX 122249 (now ADLX 122249).

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 \$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,



Edward M. Luria

EML/sem  
Enclosures

**PARTIAL TERMINATION OF SECURITY INTEREST**  
(Re: Lafarge North America)

THIS PARTIAL TERMINATION OF SECURITY INTEREST (this "Partial Termination") is made this 21 day of MARCH, 2014, 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 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 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: Loriann Curnyn

Name: LORIANN CURNYN  
MANAGING DIRECTOR

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

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

Name: Michael D. Novellino

Title: POWER OF ATTORNEY  
AGENT

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 21<sup>st</sup> day of March, 2014 before me personally appeared Loriann Curnyn and Michael D. Novellino to me personally known 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.

Ruthdelania Waugh  
NOTARY PUBLIC

My commission expires:

**RUTHDELANIA WAUGH**  
Notary Public, State of New York  
No. 01WA6133462  
Qualified in Westchester County  
Commission Expires Sept. 19, 2017

## EXHIBIT 1

### Description of Cars

**10 cars** – PD covered hopper railcars

#### Car Marks and Numbers

BNBX 122195

BNBX 122202

BNBX 122203

BNBX 122230

BNBX 122244

Formerly BNBX:

ADLX 122199

ADLX 122238

ADLX 122240

ADLX 122243

ADLX 122249

**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 28, 2014

*Edward M Luria*

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Edward M. Luria