

ALVORD AND ALVORD PLLC  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

20036

PHONE: (202) 393-2266

FAX: 1-855-600-2836

E-MAIL: [alvord@alvordlaw.com](mailto:alvord@alvordlaw.com)

WEBSITE: [www.alvordlaw.com](http://www.alvordlaw.com)

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

December 15, 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 Lease Termination, dated as of December 15, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Agreement previously filed with the Board under Recordation Number 30007-A.

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

Lessor: Fifth Third Equipment Finance Company  
38 Fountain Square Plaza  
Cincinnati, OH 45202

[Lessee: VTG Rail, Inc.  
3 Grant Square, #361  
Hinsdale, IL 60521]

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

2 railcars TERMINATED: SIRX 490170 and SIRX 475666.

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

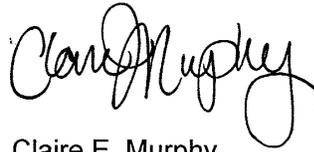
Partial Lease Termination.

Chief  
Section of Administration  
December 15, 2015  
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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, prominent "C" and "M".

Claire E. Murphy

CEM  
Enclosures

**PARTIAL LEASE TERMINATION**

THIS PARTIAL LEASE TERMINATION AGREEMENT is made as of December 15, 2015 by FIFTH THIRD EQUIPMENT FINANCE COMPANY ("Lessor").

WHEREAS Lessor entered into that certain Master Lease Agreement, dated as of November 18, 2011 (the "Lease Agreement"), between Lessor and VTG RAIL, INC. ("Lessee");

WHEREAS, Lessor and Lessee entered into Equipment Schedule No. 003 dated as of November 30, 2011 covering those various railcars;

WHEREAS, a Memorandum of Lease Agreement was duly filed and recorded as Recordation No. 30007, recorded at 4:00 p.m. on November 30, 2011, with the Surface Transportation Board;

WHEREAS, a Memorandum of Security Agreement and Lease Assignment was duly filed and recorded as Recordation No. 30007-A, recorded at 4:00 p.m. on November 30, 2011, with the Surface Transportation Board;

NOW, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, Lessor does hereby release all of its right, title and interest in and to the railcars described on Exhibit A attached hereto.

FIFTH THIRD EQUIPMENT FINANCE COMPANY

By: Stephanie Wagner

Name: Stephanie Wagner

Title: Vice President

STATE OF OHIO )  
 ) ss.  
COUNTY OF HAMILTON )

On this 15th day of December, 2015, before me appeared Stephanie Wagner, to me personally known, who, being duly sworn did say that she is the Vice President of Fifth Third Equipment Finance Company, and that said instrument was signed on behalf of said corporation by authority of its board of directors and said Vice President acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Ellen J. Ratney  
NOTARY PUBLIC

My Commission Expires



Ellen J. Ratney  
Notary Public, State of Ohio  
My Commission Expires 02-20-2019

**Exhibit A**

**Description of Equipment**

SIRX 490170

SIRX 475666

**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: December 15, 2015

  
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Claire E. Murphy