

Nathan Sommers Jacobs

September 24, 2014

SURFACE TRANSPORTATION BOARD

Chief
Section of Administration
Office Proceedings
Surface Transportation Board
395 E. Street SW
Washington, D.C. 20423-0001



Re: Document for Recordation

Dear Section Chief:

I have enclosed two (2) originals of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

The document is a Partial Release of Lien and Security Interest dated as of September 19, 2014(the "Partial Release of Lien"), and is a secondary document. The primary document to which this Partial Release of Lien is connected is recorded under Recordation No. 30308.

The names and addresses of the parties to the Partial Release of Lien are as follows:

Secured Party:
Cadence Bank, N.A.
2800 Post Oak Boulevard
Suite 3800
Houston, Texas 77056

Debtor:
Southwest Rail Industries, Inc.
501 South East St.
Weimar, Texas 78962

A description of the equipment to be released under the Partial Release of Lien is as follows:

eleven (11) 23,500-gallon general purpose tank rail cars, reflecting the following stencil numbers:

- JJX 8609
- JJX 8610
- JJX 8611
- JJX 8612
- JJX 8613



JJX 8614
JJX 8615
DDR 2635
DDR 2636
DDR 2637
DDR 2638

(collectively, the "Released Railcars").

A short summary of the Partial Release of Lien to appear in the index is as follows:

Partial Release of Lien and Security Interest dated as of September 19, 2014, between Cadence Bank, N.A., 2800 Post Oak Boulevard, Suite 3800, Houston, Texas 77056 ("Secured Party") and Southwest Rail Industries, Inc., 501 South East St., Weimar, Texas 78962 ("Debtor"), and releasing eleven (11) 23,500-gallon general purpose tank rail cars, reflecting the following stencil numbers: JJX 8609, JJX 8610, JJX 8611, JJX 8612, JJX 8613, JJX 8614, JJX 8615, DDR 2635, DDR 2636, DDR 2637 and DDR 2638.

A fee of \$43.00 is enclosed. Please return one (1) file stamped original to the undersigned after recording.

Very truly yours,

NATHAN SOMMERS JACOBS,
A Professional Corporation

Jessica Bennett, Legal Assistant

:jb
Enclosure

PARTIAL RELEASE OF LIEN AND SECURITY INTEREST SURFACE TRANSPORTATION BOARD

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS THAT:
COUNTY OF HARRIS §

WHEREAS, CADENCE BANK, N.A., a national banking association ("Lender") is the owner and holder of certain indebtedness (the "Indebtedness") of SOUTHWEST RAIL INDUSTRIES, INC., a Texas corporation (the "Debtor"), which Indebtedness is secured by, among other collateral, that certain Security Agreement dated as of July 11, 2012, executed by Debtor for the benefit of Lender and filed with the Surface Transportation Board of the Department of Transportation under file number 30308, as amended by First Amendment to Security Agreement dated as of February 28, 2013, Second Amendment to Security Agreement dated as of May 10, 2013, Third Amendment to Security Agreement dated as of November 15, 2013, and Fourth Amendment to Security Agreement dated as of July 25, 2014 (as amended, the "Security Agreement"), which Security Agreement encumbers certain railcars (the "Railcars").

WHEREAS, Debtor has requested that Lender release its liens and security interests on eleven (11) 23,500-gallon general purpose tank rail cars, reflecting the following stencil numbers:

- JJX 8609
- JJX 8610
- JJX 8611
- JJX 8612
- JJX 8613
- JJX 8614
- JJX 8615
- DDRX 2635
- DDRX 2636
- DDRX 2637
- DDRX 2638

(collectively, the "Released Railcars").

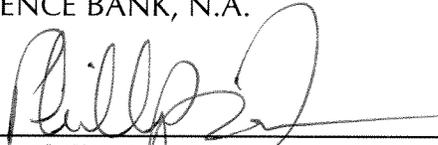
NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, Lender hereby RELEASES and DISCHARGES all liens, interests, assignments and security interests covering or related to the Released Railcars held by Lender, including the liens and security interests created by the Security Agreement in the Released Railcars.

The Indebtedness is not released by this Partial Release of Lien and Security Interest. The Indebtedness remains in effect.

It is expressly agreed and understood that this instrument is a PARTIAL RELEASE only and this instrument shall in no way release, affect or impair the liens, security interests or assignments against any railcar or any other property described in the Security Agreement or any other instrument securing payment of the Indebtedness, other than the Released Railcars, and all rights, title, liens and interests securing payment of the Indebtedness, to the extent they relate to any Railcars, other than the Released Railcars, shall remain in full force and effect.

EXECUTED as of September 19, 2014.

CADENCE BANK, N.A.

By: 
Phillip Bannon
Assistant Vice President

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

On this 19 day of September, 2014, this instrument was acknowledged before me by Phillip Bannon, Assistant Vice President of CADENCE BANK, N.A., a national banking association, on behalf of such association, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.




Notary Public, State of Texas