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

May 1, 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 Release of Security Interest, dated as of May 1, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease and Collateral Assignment of Lease previously filed with the Board under Recordation Number 29501-C.

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

Secured Party: DVB Bank SE
Platz der Republik 6
Frankfurt Main 60325
Germany

[Borrower: Compass Rail VIII Corporation
750 Battery Street, Suite 430
San Francisco, CA 94111]

Section Chief
May 1, 2014
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A description of the railroad equipment covered by the enclosed document is:

10 railcars RELEASED within the series CMPX 252098 – CMPX 252150 as more particularly set forth in the attachment to the document.

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

Partial Release 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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

PARTIAL RELEASE OF SECURITY INTEREST

The undersigned, acting on behalf of DVB BANK SE, as Secured Party (the "Secured Party"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge any and all security interests held by it on all railroad equipment and leases thereon described in Schedule A (the "Released Equipment") attached, granted to it as Agent pursuant to the Loan and Security Agreement, dated as of June 22, 2007 (the "Security Agreement"), as amended, modified and supplemented, between Compass Rail VIII Corporation, as Assignor and the Secured Party.

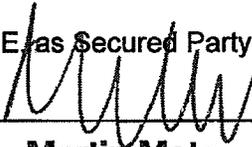
A Memorandum of Lease and Collateral Assignment of Lease ("Memorandum") relating to this Security Agreement was duly filed and recorded with the Surface Transportation Board ("STB") on May 12, 2012 under Recordation Number 29501-C. This document constitutes a release of all Released Equipment and any lease (as amended, modified and supplemented) related to the Released Equipment described in the Memorandum.

This instrument is executed upon the express condition that nothing herein contained shall be construed to release from the lien of the aforesaid Security Agreement or to impair said lien upon any property subject thereto except the Released Equipment and any lease, but only as applicable to the Released Equipment.

Dated: May 1, 2014.

We each certify that we hold the respective titles set forth below and that this instrument was signed by us on behalf of DVB BANK SE by authority of its governing board of directors/managers, and we each acknowledge that the execution of the foregoing instrument was the free act and deed of DVB BANK AG. We each further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

DVB BANK SE, as Secured Party

By: 

Name: Martin Metz

Title: MD

By: 

Name: Georg Tzieply

Title: SVP

Schedule A

Released Equipment

	Current Mark	Current No.	Mark at Purchase	No. at Purchase
1	CMPX	252098	PLMX	1352
2	CMPX	252102	PLMX	1365
3	CMPX	252103	PLMX	1366
4	CMPX	252109	PLMX	10555
5	CMPX	252111	PLMX	10559
6	CMPX	252112	PLMX	10560
7	CMPX	252114	PLMX	10565
8	CMPX	252137	PLMX	10611
9	CMPX	252140	PLMX	10738
10	CMPX	252150	PLMX	11775

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: 5/1/14

Edward M Luria
Edward M. Luria