



September 11, 2014

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

Dear Chief:

Please find attached one (1) copy of the Partial Release dated August 29, 2014, and effective as of August 29, 2014 between the following parties:

Fifth Third Leasing Company
38 Fountain Square Plaza
Cincinnati, OH 45263

The David J. Joseph Company
300 Pike Street
Cincinnati, OH 45202

This filing is to appear in the index as follows: Partial Release effective August 29, 2014 related to twenty (20) railcars bearing reporting marks: DJTX79035-79054, inclusive.

Please file this as a secondary document under Recordation Number 29828-D as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 29828 through 29828-C. The filing fee in the amount of \$44.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6294.

Sincerely,

Lindsay Ross
Rail Operations Analyst

PARTIAL RELEASE

This Release is entered into as of August 29, 2014 between The David J. Joseph Company, a Delaware corporation (“Joseph”) and Fifth Third Bank, an Ohio corporation (“Fifth Third”), and effective as of August 29, 2014.

WHEREAS, Joseph and Fifth Third are parties to a Purchase and Sale Agreement dated as of August 25, 2011 (the “Agreement”) pursuant to which (a) Fifth Third purchased the railroad cars identified on Exhibit A hereto (the “Railcars”) and (b) Fifth Third granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and Fifth Third memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights between Joseph and Fifth Third (the “Memorandum of Options, Rights of First Refusal and Remarketing Rights”) with the Surface Transportation Board (the “STB”); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 29828-C.

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

1. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.
2. The parties desire to execute this Release for purposes of memorializing of record the agreement set forth herein.
3. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

IN WITNESS WHEREOF, this Release has been duly executed by duly authorized officers of the parties as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

By: Kelly C. Poellein

Title: Vice President, Brokerage - Finance

Date: August 29, 2014

FIFTH THIRD BANK

By: Randy Willoughby

Title: AVP

Date: Aug 29, 2014

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 29th day of August, 2014 by Kelly C. Poellein, the Vice President, Brokerage – Finance of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

Angela Denise Callihan
Notary Public
My Commission Has No Expiration



ANGELA DENISE CALLIHAN
Attorney At Law
NOTARY PUBLIC
STATE OF OHIO
My Commission Has
No Expiration Date
Section 147.03 O.R.C.

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 29th day of August, 2014 by Randy Willoughby, the Asst Vice Pres of Fifth Third Bank, an Ohio corporation, on behalf of the said corporation.

Peggy Jo Bode
Notary Public
My Commission Expires: 3/7/2019



PEGGY JO BODE
Notary Public, State of Ohio
My Commission Expires
March 7, 2019

EXHIBIT A

RAILCARS:

Twenty (20) railcars bearing reporting marks as follows:

DJTX079035
DJTX079036
DJTX079037
DJTX079038
DJTX079039
DJTX079040
DJTX079041
DJTX079042
DJTX079043
DJTX079044
DJTX079045
DJTX079046
DJTX079047
DJTX079048
DJTX079049
DJTX079050
DJTX079051
DJTX079052
DJTX079053
DJTX079054