RECORDATION NO. 29499-B FILED
May 01, 2014 01:55 PM
SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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 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 documents previously filed with the Board under Recordation Numbers 25627-B, 26927-B, 27027-B, 27028-A, 29499-A, 29500-A, 29501-A and 29501-B.

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

Secured Party: DVB Bank SE (f/k/a DVB Bank AG)
Platz der Republik 6
Frankfurt Main 60325
Germany

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

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

ALL railcars covered by the documents filed under Recordation Numbers 25627-B, 26927-B, 27027-B, 27028-A, 29499-A, 29500-A, 29501-A and 29501-B are RELEASED.

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

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,

Edward M. Luria

EML/sem
Enclosures

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RELEASE OF SECURITY INTEREST

The undersigned, acting on behalf of DVB BANK SE (formerly known as DVB BANK AG), 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 the Surface Transportation Board ("STB") filing numbers in the paragraph below, 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.

Memoranda of Security Interest and Collateral Assignment of Lease relating to this Security Agreement were duly filed and recorded with the Surface Transportation Board ("STB") on June 22, 2007 under Recordation Numbers 25627-B, 26927-B, 27027-B and 27028-A. Memoranda of Collateral Assignment of Lease relating to this Security Agreement were duly filed and recorded with the STB on October 8, 2010 under Recordation Numbers 29499-A, 29500-A and 29501-A. A Memorandum of Lease and Collateral Assignment of Lease relating to this Security Agreement was duly filed and recorded with the STB on June 3, 2011 under Recordation Number 29501-B. This document constitutes a release of all railroad equipment and leases, as amended, modified and supplemented as described in each of those memoranda, but not other railroad equipment and leases described in the Security Agreement as amended, modified and supplemented.

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

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