

LAW OFFICES OF
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March 20, 2014

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination and Release of Credit Agreement and Security Agreement, a secondary document, dated as of March 20, 2014. The primary document to which this is connected is recorded under Recordation No. 27496. We request that this document be recorded under Recordation No. 27496-E.

The name and address of the party to the Termination and Release of Credit Agreement and Security Agreement is:

Administrative Agent:

Bank of America, N.A.
1455 Market Street, 5th Floor
CA5-701-05-19
San Francisco, CA 94103

A description of the equipment covered by the Termination and Release of Credit Agreement and Security Agreement is all equipment subject to the Credit Agreement and Security Agreement, as amended and supplemented.

A fee of \$44.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgrailaw.com

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A short summary of the document to appear in the index follows: a Termination and Release of Credit Agreement and Security Agreement by Bank of America, N.A., 1455 Market Street, 5th Floor, CA5-701-05-19, San Francisco, CA 94103, covering all equipment subject to the Credit Agreement and Security Agreement, as amended and supplemented.

Very Truly Yours,



Melanie B. Yasbin

Enclosure

TERMINATION AND RELEASE OF CREDIT AGREEMENT AND SECURITY
AGREEMENT

This Termination and Release of Credit Agreement and Security Agreement dated as of March 20, 2014 is made by Bank of America, N.A., as "Administrative Agent."

WHEREAS, Administrative Agent, Greenbrier Leasing Company LLC, as "Debtor", and Bank of America and certain other lenders entered that certain Credit Agreement dated as of May 9, 2008 ("Credit Agreement"), and Administrative Agent and Debtor entered that certain Security Agreement dated as of May 9, 2008 ("Security Agreement"), each as amended and supplemented from time to time; and,

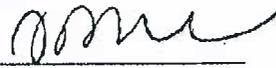
WHEREAS, pursuant to the Credit Agreement and Security Agreement, certain obligations of Debtor were secured by railroad equipment (the "Initial Collateral"), as evidenced by a Memorandum of Credit Agreement and Security Agreement dated as of May 9, 2008, and filed with the Surface Transportation Board ("STB") at 2:30 p.m. on May 9, 2008 under Recordation No. 27496 (the "Initial Filing"); and

WHEREAS, Administrative Agent and Debtor subsequently entered into a number of Memoranda of Additional Collateral reflecting the pledge of additional railroad equipment ("Additions Filings"), and number of Partial Termination and Release documents releasing certain of the pledged railroad equipment ("Releases"), all as reflected in Exhibit A, which were filed with the STB on the respective dates, and under the respective recordation numbers, reflected in Attachment A; and

WHEREAS, as of the date hereof, all amounts due under the Credit Agreement and Security Agreement have been paid in full and all of Debtor's obligations thereunder have been fulfilled;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Administrative Agent has released and discharged, and by these presents hereby terminates said Credit Agreement and Security Agreement, and releases and discharges all liens held by Administrative Agent created or described in said agreements and any renewals or extensions thereof, including but not limited to liens on the rail equipment identified in the Initial Filing and the Additions Filings, and hereby terminates the Initial Filing and the Additions Filings.

BANK OF AMERICA, N.A., as
Administrative Agent

By: 
Judy D. Payne
Title: Vice President

STATE OF NORTH CAROLINA

COUNTY OF MECKLENBURG

Debra Hill, a Notary Public of Mecklenburg County, North Carolina, certify that Judy D. Payne (the "Signatory"), Vice President of Bank of America, N.A. personally appeared before me this day and that by authority duly given, acknowledged the due execution of the foregoing document on behalf of Bank of America, N.A.

I certify that (check one of the following)

- I have personal knowledge of the identity of the Signatory; or
- I have seen satisfactory evidence of the Signatory(ies)'s identity, by a current state or federal identification with the Signatory(ies)'s photograph in the form of:
 - (check one of the following)
 - a driver's license or
 - in the form of _____; or
- a credible witness has sworn to the identity of the Signatory.

The Signatory acknowledged to me that he/she voluntarily signed the foregoing document for the purpose stated therein and in the capacity indicated.

Witness my hand and official stamp or seal this 20 day of March, 2014.

Debra Hill
Notary Public

Print Name: _____

(Note: Notary must sign exactly as on notary seal)

DEBRA HILL
Notary Public
Mecklenburg Co., North Carolina
My Commission Expires Nov. 12, 2016

My Commission Expires: _____

[NOTARY SEAL]
(MUST BE FULLY LEGIBLE)

EXHIBIT A

SUMMARY OF ADDITIONAL COLLATERAL AND RELEASE DOCUMENTS RECORDED AT THE SURFACE TRANSPORTATION BOARD

A Memorandum of Additional Collateral dated as of August 22, 2013 between Administrative Agent and Debtor, was recorded at the Surface Transportation Board at 4:55 pm on August 22, 2013 under Recordation No. 27496-A.

A Partial Termination and Release of Security Interest dated as of August 22, 2013 between Administrative Agent and Debtor, was recorded at the Surface Transportation Board at 5:00 pm on August 22, 2013 under Recordation No. 27496-B.

A Memorandum of Additional Collateral dated as of February 25, 2014 between Administrative Agent and Debtor, as debtor, was recorded at the Surface Transportation Board at 4:00 pm on February 25, 2014 under Recordation No. 27496-C.

A Partial Termination and Release of Security Interest dated as of February 25, 2014 between Administrative Agent and Debtor, was recorded at the Surface Transportation Board at 4:00 pm on February 25, 2014 under Recordation No. 27496-D.