

RECORDATION NO 26887-M FILED
MARCH 18, 2014 08:00 AM
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)

March 18, 2014

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

Re: American Honda Trust 2007-1

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 Indenture, dated as of March 17, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Trust Indenture and Trust Indenture Supplements previously filed with the Board under Recordation Number 26887.

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

Indenture Trustee: Wilmington Trust Company
(solely in its capacity as Indenture Trustee)
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890-0001

[Owner Trustee: Wells Fargo Bank Northwest, National
Association
299 South Main Street
Salt Lake City, Utah 84111]

Chief
Section of Administration
November 15, 2013
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A description of the railroad equipment covered by the enclosed document is:

4 Auto Max II auto hauler railcars: AOK 501669, AOK 501679, AOK 501833 and AOK 501853.

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

Partial Release of Indenture.

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

PARTIAL RELEASE OF INDENTURE

THIS PARTIAL RELEASE OF INDENTURE ("Partial Release"), dated as of March 17, 2014, is by WILMINGTON TRUST COMPANY, not individually but solely as Indenture Trustee ("Indenture Trustee").

W I T N E S S E T H :

WHEREAS, Wells Fargo Bank Northwest, National Association, not individually but solely as Owner Trustee ("Owner Trustee"), has heretofore granted to the Indenture Trustee a security interest in all of Owner Trustee's right, title and interest in and to that certain railroad equipment identified on Schedule 1 attached hereto (the "Equipment"), as indicated pursuant to the terms of that certain Trust Indenture and Security Agreement (American Honda Trust 2007-1), dated as of March 29, 2007, that certain Trust Indenture Supplement No. 1 dated as of March 29, 2007, that certain Trust Indenture Supplement No. 2, dated as of June 28, 2007 and that certain Trust Indenture Supplement No. 3 dated as of October 30, 2007 (collectively, the "Indenture"), between the Indenture Trustee and Owner Trustee, evidence of which was filed with the Surface Transportation Board (the "STB") and the Registrar General of Canada, on such dates, and with respect to the STB, with such recordation numbers, as set forth on Schedule 2 hereto;

WHEREAS, in addition, other than Excepted Property, Owner Trustee has heretofore granted to the Indenture Trustee a security interest in that certain Equipment Lease Agreement (American Honda Trust 2007-1) dated as of March 29, 2007 (the "Lease"), and that certain Lease Supplement No. 1, dated as of March 29, 2007, that certain Lease Supplement No. 2, dated as of June 28, 2007 and that certain Lease Supplement No. 3 dated as of October 30, 2007, relating to the Equipment, between Owner Trustee, as Lessor, and American Honda Motor Co., Inc., as the Lessee;

WHEREAS, Lessee provided notice that the Equipment has suffered an Event of Loss and in connection therewith Lessee has elected to make the payments required by Section 11.2(ii) of the Lease.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Indenture Trustee agrees as follows:

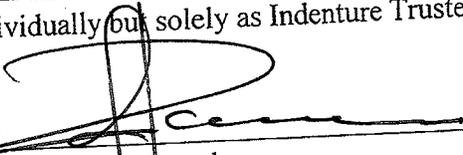
1. Capitalized terms used herein without definition shall have the meanings given such terms in the Indenture.

2. Pursuant to Section 5.06 of the Indenture, the Indenture Trustee forever releases and discharges its security interest and the lien of the Indenture solely with respect to the Equipment and any part of the Indenture Estate relating to the Equipment. For the avoidance of doubt, nothing herein shall be construed to release from the lien of the Indenture or to impair such lien upon any property subject thereto, except the Equipment and any part of the Indenture Estate relating to the Equipment.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the undersigned has caused this Partial Release to be executed as of the first date herein above written.

WILMINGTON TRUST COMPANY, not individually but solely as Indenture Trustee

By: 

Name: Jose L. Paredes

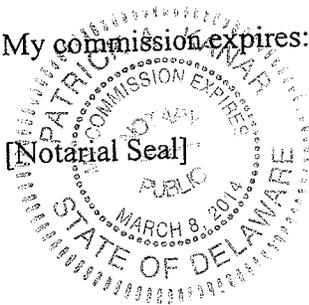
Title: Assistant Vice President

STATE OF DELAWARE)
) ss:
COUNTY OF NEW CASTLE)

The foregoing Partial Release was acknowledged before me, the undersigned Notary Public, in the County of New Castle this 25 day of February, 2014 by Jose L. Paredes, as Assistant Vice President of Wilmington Trust Company, not individually but solely as Indenture Trustee.


Notary Public

My commission expires: _____



PATRICK A. KANAR
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires 03-08-2014

Schedule 1

**EQUIPMENT DESCRIPTION
(Group A Equipment)**

Type of Railcar: Auto-Max II two-unit (Bi-Level or Tri-Level configured) auto hauler rail cars with 70-ton end trucks and 70-ton intermediate trucks

Quantity: One (1)

Car Marks: AOK501669

(Group B Equipment)

Type of Railcar: Auto-Max II two-unit (Bi-Level or Tri-Level configured) auto hauler rail cars with 70-ton end trucks and 70-ton intermediate trucks

Quantity: One (1)

Car Marks: AOK501679

(Group C Equipment)

Type of Railcar: Auto-Max II two-unit (Bi-Level or Tri-Level configured) auto hauler rail cars with 70-ton end trucks and 70-ton intermediate trucks

Quantity: Two (2)

Car Marks: AOK501833 and AOK501853

Schedule 2

EVIDENCE OF FILING

A Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1 was filed with (i) the Surface Transportation Board on March 29, 2007 at 8:00 a.m. under recordation number 26887-A, and (ii) the Registrar General of Canada on March 29, 2007 at 10:21 a.m. with respect to Railcar AOK501669 (Group A Equipment).

A Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 2 was filed with (i) the Surface Transportation Board on June 28, 2007 at 8:03 a.m. under recordation number 26887-C, and (ii) the Registrar General of Canada on June 28, 2007 at 10:57 a.m. with respect to Railcar AOK501679 (Group B Equipment).

A Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 3 was filed with (i) the Surface Transportation Board on October 30, 2007 at 8:00 a.m. under recordation number 26887-E, and (ii) the Registrar General of Canada on October 30, 2007 at 10:17 a.m. with respect to Railcars AOK501833 and AOK501853 (Group C Equipment).

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: March 18, 2014

Edward M Luria

Edward M. Luria