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August 18, 2016

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, dated as of August 11, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Guaranty and Collateral Agreement and related documents previously filed with the Board under Recordation Number 29584.

The names and addresses of the parties to the enclosed document are:

Grantor: Chicago Freight Car Leasing Co.  
One O'Hare Center  
6250 North River Road, Suite 7000  
Rosemont, Illinois 60018

Administrative Agent: Bank of America, N.A.  
231 South LaSalle Street  
Chicago Illinois 60697

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

42 railcars RELEASED within the series CRDX 900212 – CRDX 900344  
as follows:

CRDX 900212  
CRDX 900217  
CRDX 900218  
CRDX 900219  
CRDX 900220  
CRDX 900224  
CRDX 900225  
CRDX 900228  
CRDX 900230  
CRDX 900234  
CRDX 900237  
CRDX 900238  
CRDX 900240  
CRDX 900241  
CRDX 900242  
CRDX 900243  
CRDX 900244  
CRDX 900246  
CRDX 900247  
CRDX 900248  
CRDX 900249  
CRDX 900250  
CRDX 900251  
CRDX 900252  
CRDX 900255  
CRDX 900258  
CRDX 900261  
CRDX 900264  
CRDX 900265  
CRDX 900266  
CRDX 900267  
CRDX 900268  
CRDX 900270  
CRDX 900271  
CRDX 900311  
CRDX 900330  
CRDX 900331  
CRDX 900333  
CRDX 900336  
CRDX 900337  
CRDX 900339  
CRDX 900344

Chief, Section of Administration  
August 18, 2016  
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A short summary of the document to appear in the index is:

Partial Release.

Also enclosed is a check in the amount of \$43.00 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**

This Partial Release, dated as of August 11, 2016, is made by Bank of America, N.A., as administrative agent (“Bank of America”), and Chicago Freight Car Leasing Co., as grantor (“Chicago Freight”).

**WHEREAS**, Bank of America and Chicago Freight entered a Guaranty and Collateral Agreement dated as of December 23, 2010 (the “Guaranty”), a Memorandum of which was recorded at the Surface Transportation Board (the “Board”) under Recordation No. 29584 on December 23, 2010, pursuant to which Chicago Freight granted a security interest in all of Chicago Freight’s right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired; Bank of America and Chicago Freight entered an Amended Memorandum of Guaranty and Collateral Agreement dated as of March 16, 2012 (the “First Amendment”), which was recorded at the Board under Recordation No. 29584-A on March 27, 2012 for Chicago Freight’s right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired; and Bank of America and Chicago Freight entered an Amended Memorandum of Guaranty and Collateral Agreement dated as of June 11, 2012 (the “Second Amendment”), which was recorded at the Board under Recordation No. 29584-E on June 11, 2013, for Chicago Freight’s right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired (the Guaranty Memorandum, First Amendment, and Second Amendment are collectively referred to as the “Agreements”); Bank of America and Chicago Freight entered an Amended Memorandum of Guaranty and Collateral Agreement dated as of March 31, 2016 (the “Third Amendment”), which was recorded at the Board under Recordation No. 29584-P on March 31, 2016 for Chicago Freight’s right, title, and interest in railroad equipment, whether now owned or any time hereafter acquired (the Guaranty Memorandum, First Amendment, Second Amendment, and Third Amendment are collectively referred to as the “Agreements”);

**WHEREAS**, as of the date hereof, the Agreements are released and terminated with respect to 42 ballast cars listed on Attachment 1 hereto (the “Equipment”); and

**WHEREAS**, this partial release and termination is limited to the Equipment and does not release any other collateral.

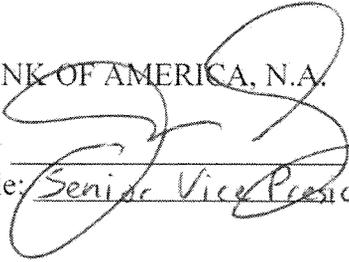
**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Bank of America has released and discharged the Equipment from all liens held by Bank of America created or described in the Agreements.

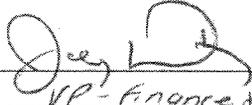
This Partial Release may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Partial Release to be duly executed as of the date hereinabove first written.

BANK OF AMERICA, N.A.

CHICAGO FREIGHT CAR LEASING CO.

By: 

By: 

Title: Senior Vice President

Title: VP - Finance & Acctg

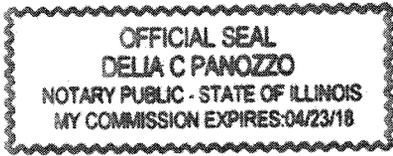
STATE OF ILLINOIS            )  
  ) ss.  
County of Cook                )

On this 11<sup>th</sup> day of August 2016, before me, Delia C Panozzo, the undersigned Notary Public, personally appeared Jay Wilensky personally known to me to be the person who executed the within instrument as VP Finance & Acctg on behalf of CHICAGO FREIGHT CAR LEASING CO., and acknowledged to me that the corporation executed it.

Delia C. Panozzo

Notary Public for Chicago Freight Car Leasing

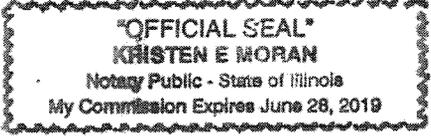
My Commission expires April 23, 2018



STATE OF ILLINOIS            )  
  ) ss.  
County of Cook                )

On this 11<sup>th</sup> day of August 2016, before me, Kristen E. Moran, the undersigned Notary Public, personally appeared Jason Guerra personally known to me to be the person who executed the within instrument as SVP on behalf of BANK OF AMERICA, N.A., and acknowledged to me that the corporation executed it.

Kristen E. Moran



Notary Public for Bank of America Merrill Lynch

My Commission expires June 28, 2019

Attachment 1

Initial	Number
CRDX	900212
CRDX	900217
CRDX	900218
CRDX	900219
CRDX	900220
CRDX	900224
CRDX	900225
CRDX	900228
CRDX	900230
CRDX	900234
CRDX	900237
CRDX	900238
CRDX	900240
CRDX	900241
CRDX	900242
CRDX	900243
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CRDX	900270
CRDX	900271
CRDX	900311
CRDX	900330
CRDX	900331
CRDX	900333
CRDX	900336
CRDX	900337
CRDX	900339
CRDX	900344

**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: August 18, 2016

*Edward M. Luria*

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Edward M. Luria