RECORDATION NO. 16038-J FILED
JULY 01, 2015 08:00 AM
SURFACE TRANSPORTATION BOARD

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July 1, 2015

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 an Affidavit, dated as of June 30, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the lease documents previously filed with the Commission under Recordation Numbers 8654, 8658, 8797, 8798, 8799, 8819, 8838, 8896, 8904, 9049, 9050, 9102, 9168, 9279, 9632, 9819, 9875, 10339, 11879, 13579, 13693, 16038, 16087 and 16092.

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

Party: General Electric Railcar Services Corporation
(successor to the lessors named in the terminated leased documents)
161 North Clark Street 7th Floor
Chicago, Illinois 60601

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

All railcars described in the primary and secondary filings under Recordation Numbers 8654, 8658, 8797, 8798, 8799, 8819, 8838, 8896, 8904, 9049, 9050, 9102, 9168, 9279, 9632, 9819, 9875, 10339, 11879, 13579, 13693, 16038, 16087 and 16092 as set forth in the attachment to the document.

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

Affidavit.

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,

Edward M. Luria

EML/sem
Enclosures

RECORDATION NO. 16038-J FILED
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SURFACE TRANSPORTATION BOARD

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

AFFIDAVIT

Before me, a notary public, in and for the County and State aforesaid, appeared Mark A. Stefani, who first being duly sworn, stated as follows:

1. I am Vice President of General Electric Railcar Services Corporation ("GERSCo"), and I am authorized to make this Affidavit on behalf of the Corporation.

2. In 1989, GERSCo acquired, directly or indirectly, certain assets from Brae Transportation, Inc., which was formerly known as Brae Corporation.

3. SSI Rail Corp. was merged with and into Itel Corporation effective December 30, 1977.

4. In or around 1989, Itel Corporation acquired Pullman Leasing Company, formerly known as Signal Capital Corporation, inter alia, after which Pullman Leasing Company was renamed Itel Ral Corporation.

5. Effective June 1, 1992, certain affiliates of GERSCo entered into certain agreements with Itel Corporation, Itel Rail Corporation and Rex Railways, Inc. whereby (a) Itel Corporation, Itel Rail Corporation and Rex Railways, Inc. contributed substantially all of their railcar and railcar lease assets to Railcar Associates, L.P. and (b) Railcar Associates, L.P. leased such railcars and transferred such railcar leases to an affiliate of GERSCo.

6. Effective June 1, 2010, pursuant to an assignment of rights under the leases described above, General Electric Capital Corporation purchased all of the assets of Railcar Associates, L.P., which assets have since been transferred to GERSCo.

7. Brae Corporation, Brae Transportation, Inc., SSI Rail Corp., Rex Railways, Inc., Itel Corporation or Itel Rail Corporation were party to certain lease documents identified on Exhibit A hereto (collectively, together with (i) any other filings or recordations thereof and (ii) any schedules, amendments, supplements, riders or other modifications thereof, the "Lease Filings") that were filed with the Interstate Commerce Commission and the Surface Transportation Board. The Lease Filings (a) may pertain

to leases and/or railcars subsequently transferred to GERSCo and (b) have termination dates which cannot be determined on the face of documents currently on file.

8. In connection with a sale of a substantial portion of its boxcar assets to GATX Corporation, the Lease Filings have been brought to the attention of GERSCO.

9. GERSCo states that (a) of the assets it sold to GATX Corporation in March 2013, at the time of such sale it treated none as being subject to any of the leases or other obligations identified or referenced in the Lease Filings and (b) to its knowledge (without accepting any duty of enquiry), none of the Lease Filings relate to continuing or current obligations of any party.

10. This Affidavit is submitted for filing with the Surface Transportation Board as best evidence that the Lease Filings are terminated and that GERSCO thereafter held title to rail equipment it owned subject to the Lease Filings free and clear of any liens or encumbrances imposed by the Lease Filings.

GENERAL ELECTRIC RAILCAR SERVICES CORPORATION

By: _____

Name: Mark A. Stefani

Title: Vice President

Subscribed and sworn before me this 30th day of June, 2015.

LILY HENEISEN
OFFICIAL SEAL
Notary Public, State of Illinois
My Commission Expires
May 12, 2018

_____
NOTARY PUBLIC

My commission expires: 5/12/18

SEAL

Schedule A

LEASE FILINGS

1. Lease Agreement dated as of November 10, 1976 between SSI Rail Corp. and Cadiz Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8654), as (a) supplemented by the Equipment Schedule between SSI Rail Corp. and Cadiz Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8654), (b) amended by Amendment A dated as of March 30, 1978 between Itel Corporation, Rail Division, as successor to SSI Rail Corp., and Cadiz Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8654-D), (c) amended by Amendment B dated as of March 1, 1978 between Itel Corporation, Rail Division and Cadiz Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8654-D), (d) amended by Rider No. 1 between Itel Corporation, Rail Division and Cadiz Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8654-D) and (e) supplemented by Equipment Schedule No. 2 between Itel Corporation, Rail Division and Cadiz Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8654-D).

2. Lease Agreement dated as of October 18, 1976 between SSI Rail Corp. and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658), as (a) supplemented by the Equipment Schedule between SSI Rail Corp. and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658), (b) supplemented by the Equipment Schedule No. 2 between Itel Corporation, Rail Division, as successor to SSI Rail Corp., and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658-B), (c) supplemented by the Equipment Schedule No. 3 between Itel Corporation, Rail Division and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658-D), (d) amended by Amendment No. 1 dated December 6, 1978 between Itel Corporation, Rail Division and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658-F), (e) amended by Amendment No. 2 dated October 15, 1982 between Itel Corporation, Rail Division and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658-G), (f) amended by Amendment No. 3 dated September 2, 1983 between Itel Corporation, Rail Division and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658-H) and (g) amended by Amendment No. 4 dated January 23, 1984 between Itel Corporation, Rail Division and Clarendon & Pittsford Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8658-I).

3. Lease Agreement dated as of April 4, 1977 between SSI Rail Corp. and Alabama State Docks Department (which was filed with the Interstate Commerce Commission under recordation number 8797), as (a) supplemented by Equipment Schedule No. 1 between Terminal Railway, Alabama State Docks and SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797), (b) supplemented by Equipment Schedule No. 2 between Terminal Railway, Alabama State Docks and SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797), (c) Equipment Schedule No. 3 between Terminal Railway, Alabama State Docks and SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797-A), (d) supplemented by Equipment Schedule No. 4 between Terminal Railway, Alabama State Docks and SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797-B), (e) Equipment Schedule No. 5 between Terminal Railway, Alabama State Docks and SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797-C), (f) supplemented by Equipment Schedule No. 6 between Terminal Railway, Alabama State Docks and SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797-D), (g) supplemented by Equipment Schedule No. 7 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division, as successor to SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 8797-I), (h) as supplemented by Equipment Schedule No. 8 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8797-J), (i) as supplemented by Equipment Schedule No. 9 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8797-K), (j) as supplemented by Equipment Schedule No. 10 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8797-L), (k) as amended by Amendment No. 1 dated March 26, 1980 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8797-O), (l) as supplemented by Equipment Schedule No. 15 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8797-O) and (m) as amended by Amendment No. 2 dated August 7, 1987 between Terminal Railway, Alabama State Docks and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8797-R) .

4. Lease Agreement dated as of February 9, 1977 between SSI Rail Corp. and Camino, Placerville and Lake Tahoe Railroad (which was filed with the Interstate Commerce Commission under recordation number 8798), as (a) supplemented by Equipment Schedule No. 1 between SSI Rail Corp. and Camino, Placerville and Lake Tahoe Railroad (which was filed with the Interstate Commerce Commission under recordation number 8798), (b) supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and Camino, Placerville and Lake Tahoe Railroad (which was filed with the Interstate Commerce Commission under recordation number 8798), (c) amended by

First Amendment dated September 6, 1978 between Itel Corporation, Rail Division and Camino, Placerville and Lake Tahoe Railroad (which was filed with the Interstate Commerce Commission under recordation number 8798-D) and (d) supplemented by Equipment Schedule No. 3 between Itel Corporation, Rail Division and Camino, Placerville and Lake Tahoe Railroad (which was filed with the Interstate Commerce Commission under recordation number 8798-D).

5. Lease Agreement dated as of February 22, 1977 between SSI Rail Corp. and Port Huron & Detroit Railroad, as amended by Amendment "A" to Lease Agreement and Amendment "B" to Lease Agreement (which was filed with the Interstate Commerce Commission under recordation number 8799), as (a) supplemented by Equipment Schedule between SSI Rail Corp. and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799), (b) supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799-B), (c) amended by Amendment "C" to Lease Agreement between SSI Rail Corp. and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799-B), (d) amended by Amendment D dated March 1, 1978 between Itel Corporation, Rail Division, as successor to SSI Rail Corp., and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799-F), (e) amended by Amendment E dated March 1, 1978 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799-G), (f) supplemented by Equipment Schedule No. 3 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799-H), (g) as supplemented by Equipment Schedule No. 4 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad (which was filed with the Interstate Commerce Commission under recordation number 8799-I), (h) as supplemented by Equipment Schedule No. 5 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8799-J), (i) as amended by Amendment F dated August 18, 1981 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8799-L), (j) as amended by Amendment G dated August 15, 1982 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8799-M) and (k) as amended by Amendment H dated October 29, 1982 between Itel Corporation, Rail Division and Port Huron & Detroit Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8799-N).

6. Lease Agreement dated as of April 20, 1977 between SSI Rail Corp. and McCloud River Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8819)), as (a) supplemented by Equipment Schedule between SSI Rail Corp. and McCloud River Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8819), (b)

supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and McCloud River Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8819-B), (c) amended by Amendment No. 1 dated September 1, 1980 between Itel Corporation, Rail Division, as successor to SSI Rail Corp., and McCloud River Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8819-M), (d) amended by Amendment No. 2 dated December 30, 1980 between Itel Corporation, Rail Division and McCloud River Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8819-W), (e) amended by Amendment No. 3 (to lease) dated September 30, 1982 between Itel Corporation, Rail Division and McCloud River Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8819-X), (f) amended by Amendment No. 4 dated November 4, 1985 between McCloud River Railroad Company and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 8819-BB) and (g) amended by Amendment No. 5 dated November 25, 1986 between McCloud River Railroad Company and Itel Rail Corporation (which was filed with the Interstate Commerce Commission under recordation number 8819-HH).

7. Lease Agreement dated as of April 29, 1977 between SSI Rail Corp. and The Corinth & Counce Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8838), as (a) supplemented by Equipment Schedule No. 4 between SSI Rail Corp. and The Corinth & Counce Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8838-I), (b) amended by Amendment G dated November 25, 1986 between Itel Rail Corporation and The Corinth & Counce Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8838-S) and (c) Amendment J dated July 18, 1989 between Itel Rail Corporation and The Corinth & Counce Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 8838-Y).

8. Lease Agreement dated as of April 26, 1977 between SSI Rail Corp. and City of Prineville Railway (which was filed with the Interstate Commerce Commission under recordation number 8896), as (a) supplemented by Equipment Schedule No. 1 between SSI Rail Corp. and City of Prineville Railway (which was filed with the Interstate Commerce Commission under recordation number 8896), (b) supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and City of Prineville Railway (which was filed with the Interstate Commerce Commission under recordation number 8896), (c) amended by Amendment No. 1 dated as of October 6, 1982 between Itel Corporation, Rail Division, successor to SSI Rail Corp., and City of Prineville Railway (which was filed with the Interstate Commerce Commission under recordation number 8896-E) and (d) Amendment No. 2 dated January 10, 1989 between Itel Rail Corporation, successor to Itel Corporation, Rail Division, and City of Prineville Railway (which was filed with the Interstate Commerce Commission under recordation number 8896-J).

9. Lease Agreement dated as of June 17, 1977 between SSI Rail Corp. and The City of New Orleans/New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904), as (a) supplemented by Equipment Schedule No. 1 between SSI Rail Corp. and The City of New Orleans/New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904), (b) supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and The City of New Orleans/New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904), (c) supplemented by Equipment Schedule No. 3 between SSI Rail Corp. and The City of New Orleans/New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904), (d) supplemented by Equipment Schedule No. 4 between SSI Rail Corp. and The City of New Orleans/New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904), (e) amended by Rider No. 1 between SSI Rail Corp. and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-A), (f) supplemented by Equipment Schedule No. 5 between SSI Rail Corp. and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-B), (g) amended by Amendment dated March 1, 1978 between Itel Corporation, Rail Division, successor to SSI Rail Corp., and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-E), (h) supplemented by Equipment Schedule No. 6 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-E), (i) supplemented by Equipment Schedule No. 7 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-I), (j) supplemented by Equipment Schedule No. 8 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-I), (k) supplemented by Equipment Schedule No. 9 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-I), (l) supplemented by Equipment Schedule No. 10 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-I), (m) supplemented by Equipment Schedule No. 11 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-I), (n) amended by Amendment No. 3 dated January 30, 1980 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-K), (o) amended by Amendment No. 4 dated as of May 11, 1981 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-L), (p) amended by Amendment No. 5 dated July 28, 1981 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-M), (q) amended by Amendment No. 6 dated

December 17, 1982 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-N), (r) supplemented by Equipment Schedule 8A between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-P), (s) amended by Amendment No. 7 dated October 19, 1984 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-Q) and (t) amended by Amendment No. 8 dated April 28, 1986 between Itel Corporation, Rail Division and New Orleans Public Belt Railroad (which was filed with the Interstate Commerce Commission under recordation number 8904-S).

10. Lease Agreement made as of June 14, 1977 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049), as (a) supplemented by Equipment Schedule No. 1 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049), (b) supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049), (c) amended by Rider No. 1 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-C), (d) supplemented by Equipment Schedule No. 3 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation numbers 9049-C, 9049-F and 9049-G), (e) amended by Rider No. 4 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-C), (f) amended by Rider No. 5 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-C), (g) amended by Rider No. 6 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-C), (h) supplemented by Equipment Schedule No. 4 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation numbers 9049-F and 9049-G), (i) supplemented by Equipment Schedule No. 5 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation numbers 9049-F and 9049-G), (j) supplemented by Equipment Schedule No. 6 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation numbers 9049-F and 9049-G), (k) supplemented by Equipment Schedule No. 7 between SSI Rail Corp. and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation numbers 9049-F and 9049-G), (l) amended by First Amendment dated November 29, 1978 between Itel Corporation, Rail Division and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce

Commission under recordation number 9049-I), (m) amended by Amendment No. 2 dated June 6, 1983 between Itel Corporation, Rail Division and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-J), (n) amended by Amendment No. 3 dated February 6, 1984 between Itel Corporation, Rail Division and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-K), (o) amended by Amendment No. 4 dated July 23, 1985 between Itel Corporation, Rail Division and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-L), (p) amended by Amendment No. 5 dated August 27, 1985 between Itel Corporation, Rail Division and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-M) and (q) amended by Amendment No. 6 dated January 24, 1986 between Itel Corporation, Rail Division and Arkansas and Louisiana Missouri Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9049-N).

11. Lease Agreement dated January 2, 1976 between SSI Rail Corp. and Green Mountain Railroad Corporation (which was filed with the Interstate Commerce Commission under recordation number 9050), as (a) supplemented by Equipment Schedule between SSI Rail Corp. and Green Mountain Railroad Corporation (which was filed with the Interstate Commerce Commission under recordation number 9050), (b) supplemented by Equipment Schedule between SSI Rail Corp. and Green Mountain Railroad Corporation (which was filed with the Interstate Commerce Commission under recordation number 9050), (c) supplemented by Equipment Schedule No. 3 between Itel Corporation, Rail Division and Green Mountain Railroad Corporation (which was filed with the Interstate Commerce Commission under recordation number 9050-D) and (d) amended by Amendment No. 1 dated November 24, 1987 between Itel Rail Corporation and Green Mountain Railroad Corporation (which was filed with the Interstate Commerce Commission under recordation number 9050-H).

12. Lease Agreement dated January 2, 1976 between SSI Rail Corp. and Schuler Industries, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9050-A).

13. Lease Agreement dated as of August 6, 1976 between SSI Rail Corp. and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102), as (a) supplemented by Equipment Schedule between SSI Rail Corp. and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102), (b) amended by Amendment dated March 1, 1978 between Itel Corporation, Rail Division and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102-B), (c) supplemented by Equipment Schedule 3 between Itel Corporation, Rail Division and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102-C), (d) amended by Amendment Number 2 dated May 1, 1978 between

Itel Corporation, Rail Division, successor to SSI Rail Corp., and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102-D), (e) amended by Rider Number 1 between Itel Corporation, Rail Division and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102-F) and (f) amended by Amendment No. 4 dated November 1, 1988 between Itel Corporation, Rail Division and Greenville & Northern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9102-J).

14. Lease Agreement dated as of July 1, 1975 between SSI Rail Corp. and Hartford & Slocumb Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9168), as (a) supplemented by Equipment Schedule between SSI Rail Corp. and Hartford & Slocumb Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9168), (b) supplemented by Equipment Schedule No. 2 between SSI Rail Corp. and Hartford & Slocumb Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9168), (c) assigned by Agreement and Assignment dated as of April 1, 1978 between Hartford & Slocumb Railroad Company, Ahnapee and Western Railway Company and Itel Corporation, Rail Division, successor to SSI Rail Corp. (which was filed with the Interstate Commerce Commission under recordation number 9168-B), (d) amended by Amendment No. 1 dated April 27, 1981 among Hartford & Slocumb Railroad Company, Ahnapee and Western Railway Company and Itel Corporation (which was filed with the Interstate Commerce Commission under recordation number 9168-C), (e) amended by Amendment No. 2 dated April 27, 1981 between Ahnapee and Western Railway Company and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 9168-D), (f) amended by Amendment No. 3 dated March 29, 1983 between Ahnapee and Western Railway Company and Itel Corporation, Rail Division (which was filed with the Interstate Commerce Commission under recordation number 9168-E), (g) amended by Amendment No. 4 dated September 19, 1983 between Ahnapee and Western Railway Company and Itel Rail Corporation (which was filed with the Interstate Commerce Commission under recordation number 9168-F), (h) amended by Amendment No. 5 dated November 21, 1985 between Ahnapee and Western Railway Company and Itel Rail Corporation (which was filed with the Interstate Commerce Commission under recordation number 9168-G), (i) amended by Amendment No. 6 dated May 29, 1986 between Ahnapee and Western Railway Company and Itel Rail Corporation (which was filed with the Interstate Commerce Commission under recordation number 9168-I) and (j) amended by Amendment No. 7 dated July 8, 1986 between Ahnapee and Western Railway Company and Itel Rail Corporation (which was filed with the Interstate Commerce Commission under recordation number 9168-J).

15. Lease Agreement dated as of December 10, 1975 between SSI Rail Corp. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9279), as (a) supplemented by Equipment Schedule between SSI Rail Corp. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9279), (b) amended by Amendment No. 1 dated

March 25, 1976 between SSI Rail Corp. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9279), (c) amended by Amendment No. 2 dated October 14, 1983 between Itel Rail Corporation, successor to SSI Rail Corp., and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9279-B), (d) amended by Amendment No. 3 dated January 23, 1984 between Itel Rail Corporation and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9279-C) and (e) Amendment No. 4 dated October 25, 1985 between Itel Rail Corporation and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9279-D).

16. Lease Agreement dated as of May 24, 1978 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation numbers 9632, 9819 and 10339), as (a) supplemented by Equipment Schedule between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation numbers 9632, 9819 and 10339), (b) amended by letter amendment to Lease Agreement dated June 5, 1978 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation numbers 9632 and 10339-A), (c) amended by letter amendment to Lease Agreement dated July 6, 1978 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation numbers 9632 and 10339-B), (d) amended by letter amendment to Lease Agreement dated July 7, 1978 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation numbers 9632 and 10339-C), (e) amended by letter amendment to Lease Agreement dated September 21, 1978 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 10339-D), (f) amended by letter amendment (partial) to Lease Agreement dated October 10, 1978 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 10339-E), (g) amended by Schedule 1 between Rex Railways, Inc. and Vermont Railway, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9819-A), (h) amended by Amendment to Lease Agreement dated December 6, 1978 between Rex Railways, Inc. and Vermont Railways, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9819-B) and (i) amended by Amendment to Lease Agreement dated December 27, 1978 between Rex Railways, Inc. and Vermont Railways, Inc. (which was filed with the Interstate Commerce Commission under recordation number 9819-C).

17. Lease Agreement dated March 29, 1978 between Oregon, Pacific and Eastern Railway Company and BRAE Corporation (which was filed with the Interstate Commerce Commission under recordation number 9875-A), as (a) supplemented by Equipment Schedule No. 1 between Oregon, Pacific and Eastern Railway Company and BRAE Corporation (which was filed with the Interstate Commerce Commission under recordation number 9875-A), (b) amended by Rider No. 1 dated as of March 29, 1978 between Oregon, Pacific and Eastern Railway Company and BRAE Corporation

(which was filed with the Interstate Commerce Commission under recordation number 9875-A), (c) amended by Rider No. 2 dated as of March 29, 1978 between Oregon, Pacific and Eastern Railway Company and BRAE Corporation (which was filed with the Interstate Commerce Commission under recordation number 9875-A) and (d) amended by Rider No. 3 dated as of March 29, 1978 between Oregon, Pacific and Eastern Railway Company and BRAE Corporation (which was filed with the Interstate Commerce Commission under recordation number 9875-A).

18. Lease Agreement dated June 23, 1978 between BRAE Corporation and Ashley, Drew and Northern Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9875-B), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Ashley, Drew and Northern Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9875-B), (b) supplemented by Equipment Schedule No. 2 between BRAE Corporation and Ashley, Drew and Northern Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9875-B) and (c) amended by Rider No. 1 dated as of June 23, 1978 between BRAE Corporation and Ashley, Drew and Northern Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9875-B).

19. Lease Agreement dated March 8, 1978 between BRAE Corporation and Port of Tillamook Bay Railroad (which was filed with the Interstate Commerce Commission under recordation numbers 9875-C and 11879-F), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Port of Tillamook Bay Railroad (which was filed with the Interstate Commerce Commission under recordation numbers 9875-C and 11879-F), (b) amended by Rider No. 1 dated as of March 8, 1978 between BRAE Corporation and Port of Tillamook Bay Railroad (which was filed with the Interstate Commerce Commission under recordation numbers 9875-C and 11879-F), (c) supplemented by Supplement No. 1 dated November 1, 1979 between BRAE Corporation and Port of Tillamook Bay Railroad (which was filed with the Interstate Commerce Commission under recordation number 9875-Q), (d) amended by Amendment Agreement No. 1 dated as of March 31, 1980 between BRAE Corporation and Port of Tillamook Bay Railroad (which was filed with the Interstate Commerce Commission under recordation number 11879-H) and (e) amended by Amendment Agreement No. Two dated as of July 22, 1980 between BRAE Corporation and Port of Tillamook Bay Railroad (which was filed with the Interstate Commerce Commission under recordation number 11879-N).

20. Lease Agreement dated as of July 21, 1978 between BRAE Corporation and Delta Valley and Southern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-D), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Delta Valley and Southern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-D), (b) amended by Rider No. 1 dated as of March 8, 1978 between BRAE Corporation and Delta Valley and Southern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-D) and (c)

supplemented by Supplement No. 1 dated September 19, 1979 between BRAE Corporation and Delta Valley and Southern Railway Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-L).

21. Lease Agreement dated as of June 26, 1978 between BRAE Corporation and Galveston Wharves (which was filed with the Interstate Commerce Commission under recordation number 9875-E), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Galveston Wharves (which was filed with the Interstate Commerce Commission under recordation number 9875-E) and (b) amended by Substitution Agreement dated February 12, 1980 between BRAE Corporation and Galveston Wharves (which was filed with the Interstate Commerce Commission under recordation number 9875-U).

22. Lease Agreement dated as of July 13, 1979 between BRAE Corporation and Columbia and Cowlitz Railway Company (which was filed with the Interstate Commerce Commission under recordation number 9875-O), as (a) supplemented by Supplement No. 1 between BRAE Corporation and Columbia and Cowlitz Railway Company dated as of January 10, 1980 (which was filed with the Interstate Commerce Commission under recordation number 9875-R).

23. Lease Agreement dated as of July 14, 1978 between BRAE Corporation and Sierra Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9875-F), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Sierra Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9875-F), (b) amended by Rider No. 1 dated as of July 14, 1978 between BRAE Corporation and Sierra Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9875-F) and (c) amended by Amendment No. 1 dated as of December 8, 1978 between BRAE Corporation and Sierra Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 9875-F).

24. Lease Agreement dated as of May 18, 1978 between BRAE Corporation and The East St. Louis Junction RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-I), as (a) supplemented by Equipment Schedule No. I between BRAE Corporation and The East St. Louis Junction RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-I), (b) supplemented by Equipment Schedule No. II between BRAE Corporation and The East St. Louis Junction RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-I) and (c) supplemented by Equipment Schedule No. 1 between BRAE Corporation and The East St. Louis Junction RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-K).

25. Lease Agreement dated as of July 12, 1979 between BRAE Corporation and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-J), as (a) supplemented by Equipment

Schedule No. 1 between BRAE Corporation and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-J), (b) amended by Rider No. 1 between BRAE Corporation and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-J), (c) amended by Substitution Agreement dated October 29, 1979 between BRAE Corporation and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-N), (d) supplemented by Supplement No. 1 dated February 7, 1980 between BRAE Corporation and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-T), (e) amended by Substitution Agreement dated October 29, 1979 between BRAE Corporation and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-Z) and (f) assigned in part and supplemented by Lease Assignment, Assumption and Supplement Agreement dated as of October 22, 1980 among BRAE Corporation, Raillease, Inc., and Mississippi and Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 9875-AA).

26. Lease Agreement dated as of January 16, 1980 between BRAE Corporation and Iowa Terminal Railroad (which was filed with the Interstate Commerce Commission under recordation numbers 11498-I and 11879-A), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Iowa Terminal Railroad (which was filed with the Interstate Commerce Commission under recordation numbers 11498-I and 11879-A) and (b) amended by Rider No. 1 dated as of January 16, 1980 between BRAE Corporation and Iowa Terminal Railroad (which was filed with the Interstate Commerce Commission under recordation number 11879-A).

27. Lease Agreement dated June 2, 1980 between BRAE Corporation and Texas, Oklahoma and Eastern RR Co. (which was filed with the Interstate Commerce Commission under recordation number 11879-A), as (a) supplemented by Equipment Schedule No. 1 between BRAE Corporation and Texas, Oklahoma and Eastern RR Co. (which was filed with the Interstate Commerce Commission under recordation number 11879-I) and (b) amended by Sublease Agreement dated June 17, 1988 among BRAE Transportation, Inc., successor to BRAE Corporation, Texas, Oklahoma and Eastern RR Co. and Old Augusta Railroad Company.

28. Lease Agreement dated July 3, 1980 between BRAE Corporation and Mississippi & Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 11879-K), as supplemented by Equipment Schedule No. One between BRAE Corporation and Mississippi & Skuna Valley RR Co. (which was filed with the Interstate Commerce Commission under recordation number 11879-K).

29. Letter lease agreement dated December 16, 1981 between Itel Corporation, Rail Division and Green Bay and Western Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13579).

30. Letter lease agreement dated July 1, 1982 between Itel Corporation, Rail Division and Green Bay and Western Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13579-A), as (a) assigned by Assignment Agreement dated as of July 7, 1982 between Itel Corporation, Rail Division and Evans Railcar Leasing Company (which was filed with the Interstate Commerce Commission under recordation number 13579-B), (b) amended by letter amendment dated September 29, 1983 between Itel Corporation, Rail Division and Green Bay and Western Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13579-C), (c) amended by letter amendment dated August 1, 1985 between Itel Corporation, Rail Division and Green Bay and Western Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13579-D) and (d) amended by letter amendment dated February 9, 1987 between Itel Rail Corporation, successor to Itel Corporation, Rail Division, and Green Bay and Western Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13579-F).

31. Lease Agreement dated as of June 4, 1982 between Rex Railways, Inc. and Illinois Central Gulf Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13693), as (a) amended by letter amendment dated August 13, 1982 between Rex Railways, Inc. and Illinois Central Gulf Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13693-A), (b) amended by letter amendment dated August 10, 1983 between Rex Railways, Inc. and Illinois Central Gulf Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13693-B), (c) supplemented by Equipment Schedule showing Ownership of Cars dated June 27, 1986 (which was filed with the Interstate Commerce Commission under recordation number 13693-C), (d) supplemented by Equipment Schedule showing Ownership of Cars dated July 2, 1986 (which was filed with the Interstate Commerce Commission under recordation number 13693-D), (e) supplemented by Equipment Schedule showing Ownership of Cars dated July 28, 1986 (which was filed with the Interstate Commerce Commission under recordation number 13693-E), (f) supplemented by Equipment Schedule showing Ownership of Cars (which was filed with the Interstate Commerce Commission under recordation number 13693-F), (g) assigned by Assignment of Leases dated as of August 7, 1987 between Rex Railways, Inc. and Itel Rail Corporation, (h) amended by Amendment to Lease Agreement dated June 15, 1987 between Itel Rail Corporation and Illinois Central Gulf Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 13693-H) and (i) amended by partial release letter dated April 15, 1988 by Rex Railways, Inc.

35. Lease Agreement dated November 1, 1984 between Brae Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16038), as (a) supplemented by Equipment Schedule No. 1 between BRAE Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16038), (b) supplemented by Equipment Schedule No. 2 between BRAE Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce

Commission under recordation number 16038), (c) amended by Amended and Restated Equipment Schedule No. 1 between BRAE Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16038-B), (d) amended by Amended and Restated Equipment Schedule No. 2 between BRAE Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16038-C) and (e) terminated with respect to Amended and Restated Equipment Schedule No. 2 by Partial Lease Termination dated June 29, 2012 between General Electric Railcar Services Corporation, successor to BRAE Transportation, Inc., and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16038-H).

32. Lease Agreement dated October 22, 1987 between Brae Transportation, Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16087), as (a) supplemented by Equipment Schedule No. 1 between BRAE Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16087) and (b) supplemented by Equipment Schedule No. 2 between BRAE Transportation Inc. and Texas, Oklahoma and Eastern Railroad Company (which was filed with the Interstate Commerce Commission under recordation number 16087-A).

33. Lease Agreement dated October 11, 1982 between BRAE Corporation and Little Rock and Western Railway Corporation (which was filed with the Interstate Commerce Commission under recordation number 16092), as (a) amended by Amendment No. 1 between BRAE Corporation and Little Rock and Western Railway Corporation (which was filed with the Interstate Commerce Commission under recordation number 16092-A) and (b) amended by Equipment Schedule No. 5 dated August 6, 1984 among BRAE Corporation and Little Rock and Western Railway Corporation (which was filed with the Interstate Commerce Commission under recordation number 16092-B).

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: July 1, 2015

Edward M Luria

Edward M. Luria