



**DLA PIPER RUDNICK  
GRAY CARY**

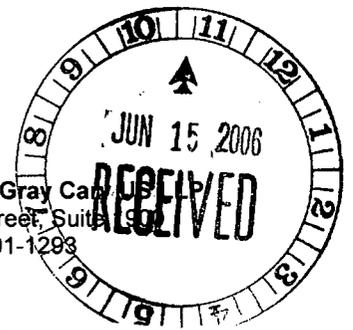
RECORDATION NO. 25475-D FILED

JUN 15 '06

**1-25 PM**

**SURFACE TRANSPORTATION BOARD**

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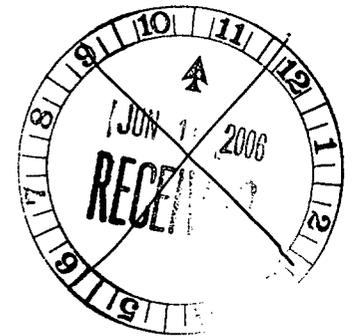


DAVID E. SINGER  
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June 14, 2006

**Via Overnight Delivery**

Mr. Vernon A. Williams  
Secretary  
Office of the Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423



Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 48 U.S.C. Section 1301(a) are one original executed and two photostatic copies of the Partial Release of Lien ("Partial Release") dated April 28, 2006, from LaSalle Bank National Association ("Secured Party"), a secondary document as defined in the Surface Transportation Board's Rules for the Recordation of Documents. The Partial Release relates to that certain Loan and Security Agreement, dated as of February 24, 2005 (the "Security Agreement") between Secured Party and Railcar Custom Leasing, LLC ("Debtor") and certain of Debtor's affiliates, which Security Agreement was duly recorded and filed, pursuant to 49 U.S.C. Section 11301, with the Surface Transportation Board on February 28, 2005 and assigned recordation number 25475.

The name and address of the party to the enclosed Partial Release is:

Secured Party: LaSalle Bank National Association  
135 South LaSalle Street  
Chicago, IL 60603

A description of the railroad equipment covered by the enclosed Partial Release is as follows: twenty five (25) covered hopper railcars bearing the road marks and road numbers set forth on Exhibit A to the enclosed Partial Release.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.



Mr. Vernon A. Williams

June 14, 2006

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Kindly return two stamped photostatic copies of the Partial Release and the stamped photostatic copy of this letter to David Singer at DLA Piper Rudnick Gray Cary US LLP, 203 North LaSalle Street, Suite 1900, Chicago, Illinois 60601.

Following is a short summary of the enclosed document:

Secondary Document to be Recorded

Partial Release of Lien, dated April 28, 2006, by LaSalle Bank National Association, as Secured Party, releasing the Secured Party's lien on twenty five (25) covered hopper railcars bearing the road marks and road numbers set forth on Exhibit A to the enclosed Partial Release of Lien.

Document to Which the Secondary Document Relates

Loan and Security Agreement dated as of February 24, 2005 between LaSalle Bank National Association, as Secured Party, and Railcar Custom Leasing, LLC, as Debtor, granting to the Secured Party a security interest in all of the Debtor's rail equipment now owned or hereinafter acquired, duly recorded and filed, pursuant to 49 U.S.C. §11301, with the Surface Transportation Board on February 28, 2005 and assigned Recordation Number 25475.

Sincerely,

**DLA PIPER RUDNICK GRAY CARY US LLP**

A handwritten signature in black ink, appearing to read "David E. Singer".

David E. Singer

Enclosures

JUN 15 '06

1-25 PM

**PARTIAL RELEASE OF LIEN****SURFACE TRANSPORTATION BOARD**

KNOW ALL MEN BY THESE PRESENTS THAT:

WHEREAS, RAILCAR CUSTOM LEASING LLC, a Tennessee limited liability company ("RCL"), has heretofore executed and delivered the Loan and Security Agreement dated as of February 24, 2005, as amended and supplemented through the date hereof (the "Security Agreement") between LASALLE BANK NATIONAL ASSOCIATION, a national association, as secured party (the "Secured Party"), and RCL; and

WHEREAS, pursuant to the Security Agreement, RCL granted to the Secured Party a lien on and security interest in, among other things, all inventory and equipment, including, without limitation, all railcars then owned or thereafter acquired by RCL, including the railcars identified in Exhibit A hereto, (the railcars identified on Exhibit A, the "Released Railcars"); and

WHEREAS, to perfect and evidence the grant of the security interest to the Secured Party in all railcars then owned or thereafter acquired by RCL, the Memorandum of Security Agreement was duly recorded and filed with the Surface Transportation Board pursuant to 49 U.S.C. §11301 on February 28, 2005, under Recordation Number 25475; and

WHEREAS, RCL has requested the Secured Party to release from the lien of the Security Agreement the Released Railcars and any right, title or interest which the Secured Party may have in or to the Released Railcars, other than the continuing lien of the Secured Party in and to any proceeds from the sale or other disposition by RCL of the Released Railcars, and RCL has represented and warranted to Secured Party that RCL has complied with all conditions of the Security Agreement precedent to such release.

NOW, THEREFORE, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration, receipt whereof is hereby acknowledged, and pursuant to the authority vested by the Security Agreement in the Secured Party, the Secured Party does hereby RELEASE, REMISE, CONVEY AND QUIT CLAIM unto RCL, its successors and assigns (without representation, warranty or recourse of any kind), all of the right, title, lien, interest, claim or demand whatsoever which the Secured Party has or may have acquired under, through or by virtue of the Security Agreement in and to the Released Railcars, excepting, however, the continuing lien of the Secured Party in and to all proceeds realized by RCL from the sale or other disposition of the Released Railcars.

THIS INSTRUMENT is executed upon the express condition that nothing herein contained shall be construed to release from the lien of the Security Agreement, or to impair said lien upon any property subject hereto, except the Released Railcars.

IN WITNESS WHEREOF, the Secured Party has caused this instrument to be duly executed and delivered by its duly authorized officer as of this 28th day of APRIL, 2006.

LASALLE BANK NATIONAL ASSOCIATION,  
as Secured Party

By: *Robert W. Hart*  
Name: Robert W. Hart  
Title: Senior Vice President

STATE OF ILLINOIS        )  
  ) ss.  
COUNTY OF COOK        )

On this 28th day of APRIL, 2006 before me, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Robert W. Hart to me a Senior Vice President of LaSalle Bank National Association, a national association, and duly authorized by authority of the board of directors or the by-laws of said national association in his/her capacity as such officers to execute and acknowledge the foregoing instrument for and in the name and on behalf of said national association and further stated and acknowledged that he/she has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said national association, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 28th day of APRIL, 2006.

*Shirley J McGreal*  
Notary Public

My Commission Expires:



**EXHIBIT A  
RELEASED RAILCARS**

Twenty five (25) covered hopper railcars bearing the following road marks and numbers:

<u>Old Car Marks</u>	<u>Old Car Numbers</u>	<u>New Car Marks</u>	<u>New Car Numbers</u>
PLMX	5974	EAFX	5000
PLMX	5977	EAFX	5008
PLMX	5982	EAFX	5001
PLMX	5983	EAFX	5002
PLMX	5984	EAFX	5003
PLMX	5986	EAFX	5004
PLMX	5988	EAFX	5005
PLMX	5991	EAFX	5006
PLMX	5997	EAFX	5007
NW	176387	EAFX	5028
NW	176558	EAFX	5029
NW	176688	EAFX	5030
NW	176769	EAFX	5031
NW	176867	EAFX	5032
TRLX	96008	EAFX	5010
TRLX	96015	EAFX	5011
TRLX	96378	EAFX	5012
TRLX	96410	EAFX	5013
TRLX	96479	EAFX	5014
TRLX	96567	EAFX	5027
TRLX	96739	EAFX	5022
TRLX	96800	EAFX	5025
TRLX	96971	EAFX	5026
RRLX	5971	RRLX	5971
RRLX	5992	RRLX	5992