

RECORDATION NO. 26517-A FILED

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SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)  
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OF COUNSEL  
URBAN A. LESTER

December 14, 2006

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Termination and Release of Security Interest, dated as of December 14, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 26517.

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

Secured Party/  
Assignee: Bank of America, N.A.  
600 Peachtree Street, N.E.  
Atlanta, Georgia 30308

[Debtor/Assignor: Infinity Rai, LLC  
817 West Peachtree Street, Suite M110  
Atlanta, GA 30308]

Mr. Vernon A. Williams  
December 14, 2006  
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A description of the railroad equipment covered by the enclosed document is:

All 52 railcars currently covered by the Memorandum of Security Agreement on file under Recordation Number 26517 are RELEASED.

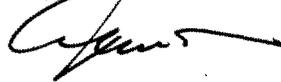
A short summary of the document to appear in the index is:

Partial Termination and Release of Security Interest.

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.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem  
Enclosures

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**Partial Termination and Release of Security Interest**

For value received, Bank of America, N.A. ("Secured Party"), <sup>SURFACE TRANSPORTATION BOARD</sup> only ~~with respect to~~ railroad equipment described in Schedule 1 attached hereto (the "Released Rail Cars"), terminates and releases any and all rights and interests of Secured Party with respect to the Released Rail Cars, including without limitation any security interests in the Released Rail Cars pursuant to the Security Agreement dated as of January 30, 2006, between Infinity Rail, LLC, as debtor, and Bank of America, N.A., as secured party, as amended.

A memorandum of Secured Party's rights and interests with respect to the Released Rail Cars under the above-referenced Security Agreement was recorded with the Surface Transportation Board on August 18, 2006, at 10:15 a.m. under Recordation No. 26517. Secured Party releases and terminates its rights and interests covered by that memorandum.

EXECUTED as of December 14, 2006.

BANK OF AMERICA, N.A.  
By: [Signature]  
Name: Michael J. Romano  
Title: Senior Vice President

State of Georgia, County of Fulton

On December 14, 2006, before me personally appeared Michael J. Romano, to me personally known, who being by me duly sworn says that he is Sr. Vice President of Bank of America, N.A., and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said bank.

[Signature]  
Notary Public  
My commission expires: 4-28-07

[NOTARIAL SEAL]

**Schedule 1**

**Released Rail Cars**

The following items, wherever located, now owned or hereafter acquired or arising, and all proceeds and products thereof, whether derived from voluntary or involuntary disposition or otherwise, and all accessions thereto:

(a) the rail cars described below, by type, reporting marks and road numbers (the "Released Rail Cars");

(b) all rights of Infinity Rail, LLC under and to any and all refurbishment, renovation or other improvement contracts with respect to the Released Rail Cars; and

(c) all general intangibles, chattel paper, insurance proceeds, insurance refund claims, tort claims, documents, and instruments in each case to the extent relating to the Released Rail Cars, together with all income therefrom, increases thereunder and proceeds thereof.

Released Rail Cars:

[listed on the following page]

**Schedule 1 (continued)**

**Description of Released Cars:** used V-deck bulkhead flat cars

**Quantity:** fifty two (52)

**Reporting marks and road numbers:**

| Unit Count | Former Mark | Former Number | Current Mark | Current Number | Unit Count | Former Mark | Former Number | Current Mark | Current Number |
|------------|-------------|---------------|--------------|----------------|------------|-------------|---------------|--------------|----------------|
| 1          | CSXT        | 406075        | BVRY         | 63001          | 27         | CSXT        | 406603        | BVRY         | 63027          |
| 2          | CSXT        | 406080        | BVRY         | 63002          | 28         | CSXT        | 406606        | BVRY         | 63028          |
| 3          | CSXT        | 406081        | BVRY         | 63003          | 29         | CSXT        | 406609        | BVRY         | 63029          |
| 4          | CSXT        | 406090        | BVRY         | 63004          | 30         | CSXT        | 406619        | BVRY         | 63030          |
| 5          | CSXT        | 406092        | BVRY         | 63005          | 31         | CSXT        | 406623        | UMP          | 63031          |
| 6          | CSXT        | 406094        | BVRY         | 63006          | 32         | CSXT        | 406624        | UMP          | 63032          |
| 7          | CSXT        | 406096        | BVRY         | 63007          | 33         | CSXT        | 406628        | UMP          | 63033          |
| 8          | CSXT        | 406099        | BVRY         | 63008          | 34         | CSXT        | 406629        | UMP          | 63034          |
| 9          | CSXT        | 406105        | BVRY         | 63009          | 35         | CSXT        | 406633        | UMP          | 63035          |
| 10         | CSXT        | 406106        | BVRY         | 63010          | 36         | CSXT        | 406637        | UMP          | 63036          |
| 11         | CSXT        | 406110        | BVRY         | 63011          | 37         | CSXT        | 406638        | UMP          | 63037          |
| 12         | CSXT        | 406113        | BVRY         | 63012          | 38         | CSXT        | 406644        | UMP          | 63038          |
| 13         | CSXT        | 406114        | BVRY         | 63013          | 39         | CSXT        | 406650        | UMP          | 63039          |
| 14         | CSXT        | 406120        | BVRY         | 63014          | 40         | CSXT        | 406651        | UMP          | 63040          |
| 15         | CSXT        | 406121        | BVRY         | 63015          | 41         | CSXT        | 406661        | UMP          | 63041          |
| 16         | CSXT        | 406122        | BVRY         | 63016          | 42         | CSXT        | 406662        | UMP          | 63042          |
| 17         | CSXT        | 406579        | BVRY         | 63017          | 43         | CSXT        | 406665        | UMP          | 63043          |
| 18         | CSXT        | 406582        | BVRY         | 63018          | 44         | CSXT        | 406668        | UMP          | 63044          |
| 19         | CSXT        | 406584        | BVRY         | 63019          | 45         | CSXT        | 406675        | UMP          | 63045          |
| 20         | CSXT        | 406585        | BVRY         | 63020          | 46         | CSXT        | 406676        | UMP          | 63046          |
| 21         | CSXT        | 406587        | BVRY         | 63021          | 47         | CSXT        | 406677        | UMP          | 63047          |
| 22         | CSXT        | 406593        | BVRY         | 63022          | 48         | SBD         | 406098        | UMP          | 63048          |
| 23         | CSXT        | 406596        | BVRY         | 63023          | 49         | SBD         | 406589        | UMP          | 63049          |
| 24         | CSXT        | 406597        | BVRY         | 63024          | 50         | SBD         | 406631        | UMP          | 63050          |
| 25         | CSXT        | 406598        | BVRY         | 63025          | 51         | CSXT        | 406595        | IFRX         | 16595          |
| 26         | CSXT        | 406602        | BVRY         | 63026          | 52         | SCL         | 110878        | IFRX         | 16878          |

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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:

12/14/06



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Robert W. Alvord