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SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

August 1, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination of Lease, dated as of August 1, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates only to the Memorandum of Lease previously filed with the Board under Recordation Number 23665-B.

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

Lessor: The CIT Group/Equipment Financing, Inc.
30 South Wacker Drive
Suite 3000
Chicago, Illinois 60606

[Lessee: RailTex Inc
4040 Broadway Suite 200
San Antonio Texas 78209]

Anne K. Quinlan, Esquire
August 1, 2008
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A description of the railroad equipment covered by the enclosed document is:

18 locomotives within the series CEFX 9245 - CEFX 9500 as more particularly set forth in the attachment to the document.

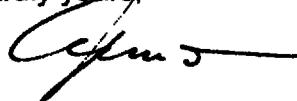
A short summary of the document to appear in the index is:

Termination of Lease.

Also enclosed is a check in the amount of \$41.00 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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TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The CIT Group/Equipment Financing, Inc. ("CIT"), is the lessor under that certain Master Net Locomotive Lease dated as of August 10, 2001 (the "Master Lease") between CIT, as lessor, and RailTex, Inc., as lessee (the "Lessee"), and Schedule No. 02 thereto dated as of August 27, 2001 (the "Schedule"; the Schedule and the Master Lease, to the extent incorporated in or relating to the Schedule, are hereinafter collectively referred to as the "Lease"), with respect to the lease by CIT to the Lessee of eighteen (18) locomotives identified on Exhibit A hereto.

A Memorandum of Lease dated as of August 27, 2001 between CIT and Lessee, relating to the Lease, was duly filed and recorded with the Surface Transportation Board on March 12, 2003 under Recordation Number 23665-B.

This Termination of Lease acknowledges for the public record that the Lease has terminated and that CIT has no further interest in the Lease.

This Termination of Lease shall not impair or terminate any of the rights and obligations of the parties under the Lease that expressly survive its termination.

Dated this 1st day of August, 2008.

I certify that I hold the title set forth below, that this instrument was signed on behalf of CIT by all necessary corporate authority and that I acknowledge that the execution of the foregoing instrument was the free act and deed of CIT. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

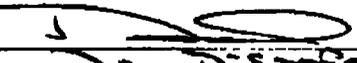
By: Name: DAN DI STEFANOTitle: SUPV IN LOCOMOTIVES

EXHIBIT A

Eighteen (18) locomotives, consisting of the following:

(1) Sixteen (16) SD45-2T, 6 axles, 3,200 HP locomotives, marked and numbered as follows:

<u>Mark</u>	<u>Number</u>
CEFX	9245
CEFX	9254
CEFX	9282
CEFX	9330
CEFX	9333
CEFX	9345
CEFX	9347
CEFX	9359
CEFX	9362
CEFX	9373
CEFX	9375
CEFX	9391
CEFX	9392
CEFX	9395
CEFX	9400
CEFX	9401

(2) Two (2) SD45-2, 6 axles, 3,200 HP locomotives, marked and numbered as follows:

<u>Mark</u>	<u>Number</u>
CEFX	9486
CEFX	9500

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: 8/1/08



Robert W. Alvord