

RECORDATION NO. 27294-C FILED

DEC 09 '08 -9 00 AM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

December 9, 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 Partial Release of Security Interest, dated as of November 6, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Amended and Restated Memorandum of Mortgage previously filed with the Board under Recordation Number 27294-A.

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

Security Trustee: Wells Fargo Bank Northwest, National
Association
299 South Main Street
Salt Lake City, UT 84111

Borrower: BBRX Five LLC
885 Second Avenue, 49th Floor
New York, NY 10017

Anne K. Quinlan, Esquire
December 9, 2008
Page 2

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

2 railcars RELEASED: PSTX 1109 and PSTX 1324.

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

Partial Release of Security Interest.

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,

A handwritten signature in black ink, appearing to read "R. Alvord", with a horizontal line extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

DEC 09 '08 -9 00 AM

SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE OF SECURITY INTEREST

THIS PARTIAL RELEASE OF SECURITY INTEREST, dated as of this 6th day of November, 2008 (this "Release") by WELLS FARGO BANK NORTHWEST, NATIONAL ASSOCIATION, not in its individual capacity but solely as security trustee (the "Security Trustee") and BBRX FIVE LLC, a Delaware limited liability company, as borrower (the "Borrower"), of two railcars bearing car marks PSTX 1109 and PSTX 1324 (the "Released Railcars") from that certain Security Agreement dated as of December 21, 2007, among the Borrower, the Lenders as defined therein and the Security Trustee (as amended, restated, modified or supplemented, the "Security Agreement"), and the Amended and Restated Memorandum of Mortgage dated as of October 14, 2008 and filed under recordation number 27294-A, between the Security Trustee and the Borrower (as amended, restated, modified, or supplemented, the "Memorandum of Mortgage").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Security Trustee hereby releases and discharges the Released Railcars from the personal property which is covered by the Security Agreement and the Memorandum of Mortgage.

Signature Pages Follow

IN WITNESS WHEREOF, the parties hereto have each caused this Partial Release of Security Interest to be duly executed by their respective officers duly authorized as of the date and year first above written.

BBRX FIVE LLC

By: 
Name: LARRY LITTLEFIELD
Title: VICE PRESIDENT

WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, not in its
individual capacity but solely as security
trustee

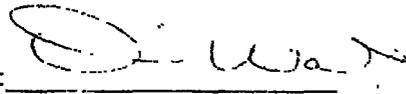
By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have each caused this Partial Release of Security Interest to be duly executed by their respective officers duly authorized as of the date and year first above written.

BBRX FIVE LLC

By: _____
Name:
Title:

**WELLS FARGO BANK NORTHWEST,
NATIONAL ASSOCIATION, not in its
individual capacity but solely as security
trustee**

By: 
Name: David Wall
Title: Assistant Vice President

STATE OF New York)
)
COUNTY OF New York) ss.:

On this 19th day of November, 2008, before me, a Notary Public in and for said County and State, personally appeared Larry Littlefield, the Vice President of BBRX Five LLC, who acknowledged himself/herself to be a duly authorized officer of BBRX Five LLC, and that, as such officer, being authorized to do so, he/she executed the foregoing instrument for the purposes therein contained.

IT WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

Indra Bedasie
Notary Public

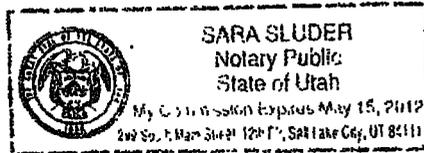
[Notarial Seal]

INDRA BEDASIE
Notary Public, State of New York
No. 01BE6014602
Qualified in Queens County
Certificate Filed in New York County
Commission Expires October 19, 2010

STATE OF UTAH)
):ss
COUNTY OF SALT LAKE)

On the 14th day of November, 2008, personally appeared before me David Wall who being by me duly sworn did say, for himself, that he the said David Wall is the Assistant Vice President of Wells Fargo Bank Northwest, National Association and that the within and foregoing instrument was signed in behalf of said association by authority of a resolution of its Board of Directors, and said David Wall duly acknowledged to me that said association executed the same.

SARA SLUDER
Notary Public



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: 12/9/08



Robert W. Alvord