

RECORDATION NO. 22980-U FILED

DEC 16 '09 -9 35 AM

ALVORD AND ALVORD
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SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A LESTER

December 15, 2009

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 a Notice of Full Release of Security Interest, dated as of December 15, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release of the Memorandum of Indenture and Security Agreement (2000A-1) and related documents previously filed with the Board under Recordation Number 22980.

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

Indenture Trustee: Wilmington Trust Company
Rodney Square North
1100-North Market-Street
Wilmington, DE 19890

[Owner Trustee: Manufacturers and Traders Trust Company
(successor to Allfirst Financial Center National
Association)
25 South Charles Street
Baltimore, MD 21202]

Section Chief
December 15, 2009
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A description of the railroad equipment covered by the enclosed document is:

All equipment as identified in the documents filed under Recordation Number 22980 as the same may have been amended, restated or supplemented.

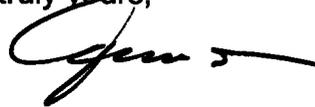
A short summary of the document to appear in the index is:

Notice of Full 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 long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

NOTICE OF FULL RELEASE OF SECURITY INTEREST DEC 16 '09 -9 35 AM

SURFACE TRANSPORTATION BOARD

The undersigned, WILMINGTON TRUST COMPANY, not in its individual capacity but solely as Indenture Trustee (the "Indenture Trustee"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it does hereby terminate, release and discharge any and all security interests held by it on all railroad equipment granted pursuant to the Indenture and Security Agreement (2000A-1), dated as of May 15, 2000, as amended, modified or supplemented (the "Indenture and Security Agreement"), between Allfirst Financial Center National Association, as Owner Trustee (the "Owner Trustee"), and the Indenture Trustee.

A Memorandum of Indenture and Security Agreement (2000A-1) was duly filed and recorded with the Surface Transportation Board (the "Board") on June 27, 2000 under Recordation Number 22980-B. In addition thereto, the documents listed in Exhibit A which relate to the Indenture and Security Agreement were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens, or encumbrances over all railroad equipment at any time covered by the Indenture and Security Agreement and identified in the primary and secondary filings made under Recordation Number 22980.

This Notice of Full Release of Security Interest is executed without prejudice to the rights or obligations of the parties which expressly survive under the Indenture and Security Agreement or the termination agreement between the parties.

Dated: December 15, 2009

[Signature pages follow]

WILMINGTON TRUST COMPANY,
not in its individual capacity but solely as Indenture Trustee

By: _____
Printed Name: Anita Roselli Woolery
Title: Assistant Vice President

State of Delaware)
County of New Castle)

ss.

On this 14th day of November, 2009, before me personally appeared Anita Roselli Woolery, to me personally known, who, being duly sworn did say that (s)he is a Assistant Vice President of WILMINGTON TRUST COMPANY, and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Mark H. Brzoska

NOTARY PUBLIC



My commission expires:

MARK H. BRZOSKA
Notary Public - State of Delaware
My Comm. Expires Jan. 6, 2010

Exhibit A

Head Lease #14

1. Memorandum of Lease Agreement (2000A-1), dated as of June 28, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, Lessor, and Bombardier Capital Rail, Inc., Lessee, filed with the Board on June 27, 2000 at 4:14 p.m. under Recordation Number 22980.

2. Memorandum of Lease Supplement (2000A-1) No. 1, dated June 28, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, Lessor, and Bombardier Capital Rail, Inc., Lessee, filed with the Board on June 27, 2000 at 4:14 p.m. under Recordation Number 22980-A.

3. Memorandum of Indenture and Security Agreement (2000A-1), dated as of June 28, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, and Wilmington Trust Company, Indenture Trustee, filed with the Board on June 27, 2000 at 4:15 p.m. under Recordation Number 22980-B.

4. Memorandum of Indenture Supplement (2000A-1) No. 1, dated June 28, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, and Wilmington Trust Company, Indenture Trustee, filed with the Board on June 27, 2000 at 4:16 p.m. under Recordation Number 22980-C

5. Memorandum of Lease Assignment (2000A-1), dated as of June 28, 2000, from Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, Assignor, to Wilmington Trust Company, Indenture Trustee, Assignee, filed with the Board on June 27, 2000 at 4:17 p.m. under Recordation Number 22980-D

6. Supplement No. 1 to Memorandum of Lease (2000A-1), dated as of July 31, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, Lessor, and Bombardier Capital Rail, Inc., Lessee, filed with the Board on August 1, 2000 at 3:43 p.m. under Recordation Number 22980-E

7. Supplement No. 1 to Memorandum of Lease (2000A-1) No. 1, dated July 31, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, Lessor, and Bombardier Capital Rail, Inc., Lessee, filed with the Board on August 1, 2000 at 3:45 p.m. under Recordation Number 22980-F

8. Supplement No. 1 to Memorandum of Indenture and Security Agreement (2000A-1), dated as of July 31, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, and Wilmington Trust Company, Indenture Trustee, filed with the Board on August 1, 2000 at 3:46 p.m. under Recordation Number 22980-G.

9. Supplement No. 1 to Indenture Supplement (2000A-1) No. 1, dated July 31, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, and Wilmington Trust Company, Indenture Trustee, filed with the Board on August 1, 2000 at 3:47 p.m. under Recordation Number 22980-H.

10. Supplement No. 1 to Memorandum of Lease Assignment (2000A-1), dated as of July 31, 2000, between Allfirst Financial Center National Association, not in its individual capacity but solely as Owner Trustee, and Wilmington Trust Company, Indenture Trustee, filed with the Board on August 1, 2000 at 3:47 p.m. under Recordation Number 22980-I.

11. Notice, dated as of June 13, 2006, by Bombardier Capital Rail Inc., Lessee, respecting Manufacturers and Traders Trust Company, successor to Allfirst Financial Center National Association, Lessor, filed with the Board on June 19, 2006 at 12:11 p.m. under Recordation Number 22980-J.

12. Notice, dated as of August 30, 2006, by Bombardier Capital Rail Inc, filed with the Board on August 30, 2006 at 1:16 p.m under Recordation Number 22980-K.

13. Notice, dated as of September 18, 2006, by Bombardier Capital Rail Inc., Lessee, filed with the Board on September 19, 2006 at 11.07 a m. under Recordation Number 22980-L

14 Notice, dated as of September 18, 2006, by Bombardier Capital Rail Inc., Lessee, filed with the Board on September 19, 2006 at 11 23 a.m. under Recordation Number 22980-M

15. Notice, dated as of September 28, 2006, by Bombardier Capital Rail Inc , Lessee, filed with the Board on September 28, 2006 at 1.06 p.m. under Recordation Number 22980-N.

16. Notice, dated as of September 28, 2006, by Bombardier Capital Rail Inc , Lessee, filed with the Board on September 28, 2006 at 2:27 p m under Recordation Number 22980-O.

17. Notice, dated as of October 1, 2006, by Bombardier Capital Rail Inc , Lessee, filed with the Board on October 2, 2006 at 8 15 a m. under Recordation Number 22980-P.

18. STB Memorandum of Assignment and Assumption Agreement (HL14), dated as of October 2, 2006, from Bombardier Capital Rail Inc., Assignor, to The CIT Group/Equipment Financing, Inc., Assignee, filed with the Board on October 2, 2006 at 9:30 a.m. under Recordation Number 22980-Q.

19. First Amended and Restated Schedule (HL 14), dated as of January 30, 2007, filed with the Board on February 1, 2007 at 8:00 a.m. under Recordation Number 22980-R.

20. Notice, dated June 10, 2009, by The CIT Group/Equipment Financing, Inc., filed with the Board on June 10, 2009 at 11:00 a.m. under Recordation Number 22980-S.

[Headlease 14 - Security]

EXHIBIT B

Title	Document Date	Parties	Filing Date
Memorandum of Indenture Supplement No 1	June 27/2000	Allfirst Financial Center National Association; Wilmington Trust Company	June 27, 2000
Memorandum of Indenture and Security Agreement (2000A-1)	June 27/2000	Allfirst Financial Center National Association; Wilmington Trust Company	June 27, 2000
Supplement No. 1 to Memorandum of Indenture and Security Agreement	July 31/2000	Allfirst Financial Center National Association; Wilmington Trust Company	Aug 2/ 2000
Supplement No. 1 to Memorandum of Indenture Supplement No 1	July 31/2000	Allfirst Financial Center National Association; Wilmington Trust Company	Aug 2/ 2000

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: 12/16/09



Robert W. Alvord