

RECORDATION NO.

21915-D
FILED

NOV 10 '05

10-40 AM

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.

SURFACE TRANSPORTATION BOARD

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

20036

OF COUNSEL
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November 7, 2005

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 Release of Security Interest and Partial Termination of Leases, dated October 7, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to each of the documents previously filed with the Board under Recordation Numbers 21915 through 21915-C.

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

Secured Party: First Union Commercial Corporation
One O'Hare Centre
6250 River Road, Suite 3005
Rosemont, Illinois 60018

Obligor and Lessee: Maple Rocket Limited
c/o Royal Bank of Canada Trust Corporation Limited
71 Queen Victoria Street
London, England
EC4V 4DE

Obligor and Lessor: CIT Financial LTD
(formerly Newcourt Credit Group (Alberta) Inc.)
Suite 1600, 521-3 Avenue, S.W.
Calgary, Alberta
CANADA T2P 3T3

Mr. Vernon A. Williams

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

21 railcars within the following series as more particularly set forth in the equipment schedule attached to the document:

CN 558457 - CN 558474
CNA 623079
CP 208574 and CP 208580
FURX 960027 - FURX 960120
MILW 063040 and MILW 063044
NOKL 730376 - NOKL 733050

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

Partial Release of Security Interest and Partial Termination of Leases.

Also enclosed is a check in the amount of \$33.00 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/anm
Enclosures

PARTIAL RELEASE OF SECURITY INTERESTS AND PARTIAL
TERMINATION OF LEASES

The undersigned, FIRST UNION COMMERCIAL CORPORATION, Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge a security interest held by it insofar as the same encumbers the railroad equipment listed in Appendix I attached hereto. Such security interest was granted pursuant to that certain Memorandum of Railcar Mortgage and Security Agreement B, dated December 30, 1998, in favor of the Secured Party, by MAPLE ROCKET LIMITED, Obligor, a memorandum of which was filed with the Surface Transportation Board on December 30, 1998 at 12:35 p.m. under Recordation Number 21915-C. Nothing herein contain shall be deemed to discharge, terminate or release any other collateral held by FIRST UNION COMMERCIAL CORPORATION, or any other assets or property of MAPLE ROCKET LIMITED encumbered by said security agreement in favor of FIRST UNION COMMERCIAL CORPORATION.

Further, the undersigned, MAPLE ROCKET LIMITED, Secured Party, for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge a security interest held by it insofar as the same encumbers the railroad equipment listed in Appendix I. Such security interest was granted pursuant to that certain Memorandum of Railcar Mortgage and Security Agreement, dated December 30, 1998, in favor of MAPLE ROCKET LIMITED by Newcourt Credit Group (Alberta) Inc., predecessor in interest to CIT FINANCIAL LTD, Obligor, a memorandum of which was filed with the Surface Transportation Board on December 30, 1998 at 12:35 p.m. under Recordation Number 21915-A. Nothing herein contain shall be deemed to discharge, terminate or release any other collateral held by MAPLE ROCKET LIMITED or any other assets or property of CIT FINANCIAL LTD encumbered by said security agreement in favor of MAPLE ROCKET LIMITED.

Finally, this document is intended to serve as a notice of partial termination of a Lease and a Sublease, both dated as of December 30, 1998, the lease being between Newcourt Credit Group (Alberta) Inc. (a predecessor in interest to CIT Financial Ltd.), as lessor, and MAPLE ROCKET LIMITED, as lessee (the "Lease"), and the sublease being between MAPLE ROCKET LIMITED, as sublessor, and FIRST UNION COMMERCIAL CORPORATION, as sublessee (the "Sublease"), both of which were recorded with the Surface Transportation Board on December 30, 1998 at 12:35 p.m., under Recordation Number 21915 in the case of the Lease and 21915-B in the case of the Sublease, insofar as said Lease and Sublease cover the railroad equipment listed in Appendix I. This notice of partial termination shall not impair or terminate the rights and obligations of the parties under the Lease and Sublease with respect to the remaining railroad equipment covered by said Lease and Sublease, as to which the Lease and Sublease remain in full force and effect.

(signature pages follow)

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SURFACE TRANSPORTATION BOARD

FIRST UNION COMMERCIAL CORPORATION

By: *John J. Thomas*
John J. Thomas
By: Managing Director

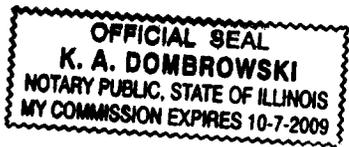
STATE OF ILLINOIS)
)
COUNTY OF COOK) ss.

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 22nd day of August, 2005 by John J. Thomas, as Managing Director of FIRST UNION COMMERCIAL 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.

K. A. Dombrowski
NOTARY PUBLIC

My Commission Expires: 10-7-2005



CIT FINANCIAL LTD

By: Catherine A. Stiglich
Catherine A. Stiglich
Authorized Signatory

STATE OF NEW YORK)
COUNTY OF NEW YORK) ss.

The foregoing instrument was acknowledged before me, the undersigned Notary Public, on this 9th day of AUGUST, 2005 by CATHERINE STIGLICH, as an AUTHORIZED SIGNATORY of CIT FINANCIAL LTD.

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.

Richard D'Annunzio
NOTARY PUBLIC

My Commission Expires:

RICHARD D'ANNUNZIO
Notary Public, State of New York
No. 43-4693159
Qualified in Richmond County
Commission Expires March 30, 2007

Appendix I

Destroyed Railcars

Car Initial	Car Number	Comments	CARTYPE	OWNER	CAR ID
CN	558457		A303	N113	36324
CN	558458		A303	N113	36325
CN	558466		A303	N113	36332
CN	558474		A303	N113	36340
CNA	623709		F483	N118	8686
CP	208574		A302	N127	10553
CP	208580		A302	N127	10559
FURX	960027		J311	N112	19423
FURX	960032		J311	N112	19428
FURX	960098		J311	N112	19494
FURX	960099		J311	N100	19495
FURX	960103		J311	N100	19499
FURX	960116		J311	N112	19512
FURX	960120		J311	N100	19516
MILW	063040	restenciled to NOKL 728140	F383	N100	25785
MILW	063044	restenciled to NOKL 728144	F383	N100	25787
NOKL	730376	Additional destroyed car. Add to the original list.	F483	N125	5947
NOKL	730624		F383	N125	6084
NOKL	730688		F483	N125	5984
NOKL	730698		F483	N125	5993
NOKL	733050		F483	N130	108389