

RECORDATION NO. 23497-9 FILED

APR 19 '07 -8 4 5 AM

ALVORD AND ALVORD
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SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
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April 19, 2007

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 Memorandum of Termination of Lease dated as of April 18, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 23497.

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

Lessor: Infinity Rail II, LLC
1355 Peachtree Street, Suite 750
South Tower
Atlanta, Ga 30309

[Lessee: Pubic Service Company of Colorado dba Xcel
Energy
1099 18th Street Suite 3000
Denver, CO 80202]

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

118 gondola railcars within the series GBRX 91000 – GBRX 91128 as more particularly set forth in the equipment schedule attached to the document.

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

Memorandum of Termination of Lease.

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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MEMORANDUM OF TERMINATION OF LEASES SURFACE TRANSPORTATION BOARD

Infinity Rail II, LLC, a Georgia limited liability company, the lessor party, wishes to show for the public record that the lease described below, which lease relates to the railroad cars described below, has terminated and is no longer in effect:

Description of lease: a lease to Public Service Corporation of Colorado dba Xcel Energy ("Lessee") as lessee pursuant to the following documents: Schedule No. 1 dated May 1, 2001 between Greenbrier Leasing Corporation as original lessor party and Lessee as lessee (which incorporates provisions of the Lease Agreement dated that same date between the same parties), as amended by (i) Amendment to Lease Schedule dated August 13, 2003 between the same parties, (ii) letter agreement dated March 27, 2006 between Greenbrier Leasing Company LLC and Lessee, and (iii) Amendment No. 2 to Lease Schedule No. 1 dated May 1, 2006 between Greenbrier Leasing Company LLC (formerly known as Greenbrier Leasing Corporation) and Lessee.

Description of railcars: one hundred eighteen (118) 4000 cubic foot depressed bottom rotary gondolas built in 1984 by Johnstown America, bearing the reporting mark GBRX and identifying numbers in the range 91000 - 91128 listed on the attached Railcar List.

The address of Infinity Rail II, LLC is 1355 Peachtree Street, Suite 750, South Tower, Atlanta, Georgia 30309.

IN WITNESS WHEREOF, Infinity Rail II, LLC has caused this Memorandum to be executed on April 18, 2007.

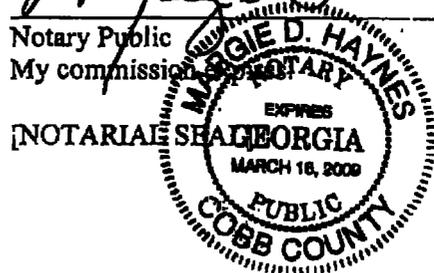
INFINITY RAIL II, LLC
By Infinity Asset Management, LLC as Manager

By: Jeffrey E. Edelman
Jeffrey E. Edelman, Vice President

State of Georgia, County of Fulton

On April 18, 2007, before me personally appeared Jeffrey E. Edelman, to me personally known, who being by me duly sworn says that he is Vice President of Infinity Asset Management, LLC, Manager of Infinity Rail II, LLC, and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said limited liability company.

Margie D. Haynes
Notary Public
My commission expires



RAILCAR LIST

| | | | | | |
|------|-------|------|-------|-------|----------|
| GBRX | 91000 | GBRX | 91043 | GBRX | 91085 |
| GBRX | 91001 | GBRX | 91044 | GBRX | 91086 |
| GBRX | 91002 | GBRX | 91045 | GBRX | 91087 |
| GBRX | 91003 | GBRX | 91046 | GBRX | 91088 |
| GBRX | 91004 | GBRX | 91047 | GBRX | 91090 |
| GBRX | 91005 | GBRX | 91048 | GBRX | 91092 |
| GBRX | 91006 | GBRX | 91050 | GBRX | 91093 |
| GBRX | 91007 | GBRX | 91051 | GBRX | 91094 |
| GBRX | 91008 | GBRX | 91052 | GBRX | 91095 |
| GBRX | 91009 | GBRX | 91054 | GBRX | 91096 |
| GBRX | 91010 | GBRX | 91055 | GBRX | 91097 |
| GBRX | 91011 | GBRX | 91056 | GBRX | 91098 |
| GBRX | 91012 | GBRX | 91057 | GBRX | 91099 |
| GBRX | 91013 | GBRX | 91058 | GBRX | 91100 |
| GBRX | 91014 | GBRX | 91059 | GBRX | 91102 |
| GBRX | 91015 | GBRX | 91060 | GBRX | 91103 |
| GBRX | 91016 | GBRX | 91061 | GBRX | 91104 |
| GBRX | 91017 | GBRX | 91062 | GBRX | 91105 |
| GBRX | 91018 | GBRX | 91063 | GBRX | 91106 |
| GBRX | 91019 | GBRX | 91064 | GBRX | 91108 |
| GBRX | 91020 | GBRX | 91065 | GBRX | 91109 |
| GBRX | 91021 | GBRX | 91066 | GBRX | 91111 |
| GBRX | 91022 | GBRX | 91067 | GBRX | 91112 |
| GBRX | 91023 | GBRX | 91068 | GBRX | 91113 |
| GBRX | 91025 | GBRX | 91069 | GBRX | 91114 |
| GBRX | 91026 | GBRX | 91070 | GBRX | 91115 |
| GBRX | 91027 | GBRX | 91071 | GBRX | 91116 |
| GBRX | 91028 | GBRX | 91072 | GBRX | 91117 |
| GBRX | 91029 | GBRX | 91073 | GBRX | 91118 |
| GBRX | 91030 | GBRX | 91074 | GBRX | 91119 |
| GBRX | 91031 | GBRX | 91075 | GBRX | 91120 |
| GBRX | 91032 | GBRX | 91076 | GBRX | 91121 |
| GBRX | 91033 | GBRX | 91077 | GBRX | 91122 |
| GBRX | 91034 | GBRX | 91078 | GBRX | 91123 |
| GBRX | 91035 | GBRX | 91079 | GBRX | 91124 |
| GBRX | 91036 | GBRX | 91080 | GBRX | 91126 |
| GBRX | 91039 | GBRX | 91081 | GBRX | 91127 |
| GBRX | 91040 | GBRX | 91082 | GBRX | 91128 |
| GBRX | 91041 | GBRX | 91083 | | |
| GBRX | 91042 | GBRX | 91084 | Total | 118 cars |

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:

4/19/07



Robert W. Alvord