



RECORDATION NO. 24033-E **FLID**

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SURFACE TRANSPORTATION BOARD

September 5, 2007

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W., Suite 715
Washington, DC 20423-0006

Dear Mr. Williams:

Please find attached, one original of the Complete Release dated August 28, 2007 between the following parties:

The David J. Joseph Company
300 Pike Street
Cincinnati, Ohio 45202

Virginia Electric and Power Company
120 Tredegar Street
Richmond, VA 23219

Wells Fargo Equipment Finance, Inc.
733 Marquette Ave., Suite 700
Minneapolis, MN 55402

This filing is to appear in index as follows: Complete Release dated August 28 2007, related to ninety-four (94) railcars bearing reporting marks JTSX 300106-300114 and JTSX 300337-300431, sporadic.

Please file this agreement as a secondary document under Recordation Number 24033-E as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 24033 through 24033-D. The filing fee in the amount of \$35.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julie Woodard
Documentation Assistant

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COMPLETE RELEASE

SURFACE TRANSPORTATION BOARD

This Release is entered into as of August 28, 2007 between The David J. Joseph Company (f/k/a Joseph Transportation Services, Inc.), a Delaware corporation ("Joseph"), and Virginia Electric and Power Company, a Virginia public service corporation ("Virginia Power"), and Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("WFEFI").

WHEREAS, Joseph entered into a Railroad Equipment Lease Agreement with Virginia Power dated as of June 11, 2002, as subsequently amended (collectively, the "Agreement") pursuant to which Joseph leased to Virginia Power the railroad cars identified on Exhibit A hereto (the "Railcars");

WHEREAS, Joseph and Virginia Power memorialized the Agreement of record by filing a Memorandum of Railroad Equipment Lease Agreement dated as of June 11, 2002 and Memorandum of Amendment No. 1 dated as of November 22, 2002 (collectively, the "Memorandum of Lease") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Lease and Memorandum of Amendments were recorded with the STB under recordation numbers 24033 and 24033-C, respectively;

WHEREAS, Joseph and WFEFI are parties to a Purchase and Sale Agreement dated as of November 25, 2002 (the "P&SA") pursuant to which (a) WFEFI purchased the Railcars and the Agreement and (b) WFEFI granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and WFEFI memorialized the P&SA of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of November 25, 2002 between Joseph and WFEFI (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the STB; and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 24033-B;

WHEREAS, Joseph and WFEFI memorialized the P&SA of record by filing a Memorandum of Assignment and Assumption Agreement dated as of November, 25, 2002 between Joseph and WFEFI (the "Memorandum of Assignment and Assumption Agreement") with the STB; and

WHEREAS, the Memorandum of Assignment and Assumption Agreement was recorded with the STB and assigned recordation number 24033-A;

WHEREAS, WFEFI re-assigned the Lease to Joseph by agreement dated June 28, 2007;

WHEREAS, a Memorandum of Assignment and Assumption Agreement for such re-assignment was recorded with the STB on August 6, 2007 and assigned recordation number 24033-D;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph acknowledges as follows:

1. The Memorandum of Railroad Equipment Lease Agreement is hereby terminated. The parties hereby releases all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Railroad Equipment Lease Agreement.

2. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.

3. Both Memorandum of Assignment and Assumption Agreements are hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Assignment and Assumption Agreements.

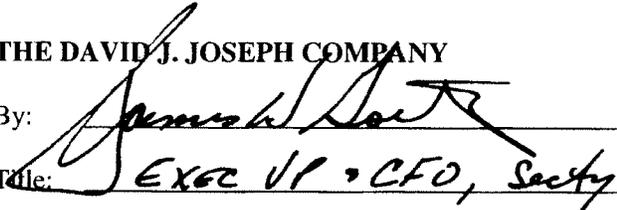
4. The parties desire to execute this Release for purposes of memorializing of record the agreements set forth herein.

IN WITNESS WHEREOF, Joseph has caused this Release to be duly executed by its respective officer duly authorized as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

By:

Title:


EXEC VP & CFO, Secty

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 28th day of August, 2007 by James H. Goetz, the Exec. VP + CFO, Secty of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation..

Julie Woodward
Notary Public
Hamilton County
My Commission Expires 9/24/07



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires
September 24, 2007

EXHIBIT A

RAILCARS: (94) railcars bearing reporting marks:

OLD NUMBER		NEW NUMBER	
SOU	79464	JTSX	300337
SOU	79484	JTSX	300339
SOU	79516	JTSX	300341
SOU	79546	JTSX	300342
SOU	79565	JTSX	300343
SOU	79664	JTSX	300345
SOU	79678	JTSX	300346
SOU	79715	JTSX	300347
SOU	79804	JTSX	300348
SOU	79880	JTSX	300351
SOU	79910	JTSX	300352
SOU	390013	JTSX	300355
SOU	390022	JTSX	300356
SOU	390058	JTSX	300358
SOU	390181	JTSX	300359
SOU	390189	JTSX	300360
SOU	390225	JTSX	300361
SOU	390436	JTSX	300362
MCCX	1	JTSX	300363
MCCX	2	JTSX	300364
MCCX	3	JTSX	300365
MCCX	5	JTSX	300366
MCCX	6	JTSX	300367
MCCX	7	JTSX	300368
MCCX	8	JTSX	300369
MCCX	9	JTSX	300370
MCCX	10	JTSX	300371
MCCX	11	JTSX	300372
MCCX	12	JTSX	300373
MCCX	14	JTSX	300374
MCCX	15	JTSX	300375
MCCX	16	JTSX	300376
MCCX	17	JTSX	300377
MCCX	19	JTSX	300378
MCCX	20	JTSX	300379
MCCX	21	JTSX	300380
MCCX	22	JTSX	300381
MCCX	23	JTSX	300382
MCCX	24	JTSX	300383
MCCX	25	JTSX	300384
MCCX	26	JTSX	300385
MCCX	27	JTSX	300386
MCCX	29	JTSX	300387
MCCX	30	JTSX	300388
MCCX	31	JTSX	300389

MCCX	32	JTSX	300390
MCCX	33	JTSX	300391
MCCX	34	JTSX	300392
MCCX	36	JTSX	300393
MCCX	38	JTSX	300395
MCCX	39	JTSX	300396
MCCX	40	JTSX	300397
MCCX	41	JTSX	300398
MCCX	43	JTSX	300399
MCCX	44	JTSX	300400
MCCX	45	JTSX	300401
MCCX	46	JTSX	300402
MCCX	47	JTSX	300403
MCCX	48	JTSX	300404
MCCX	49	JTSX	300405
MCCX	50	JTSX	300406
MCCX	51	JTSX	300407
MCCX	52	JTSX	300408
MCCX	53	JTSX	300409
MCCX	54	JTSX	300410
MCCX	55	JTSX	300411
MCCX	58	JTSX	300413
MCCX	59	JTSX	300414
MCCX	60	JTSX	300415
MCCX	61	JTSX	300416
MCCX	62	JTSX	300417
MCCX	63	JTSX	300418
MCCX	64	JTSX	300419
MCCX	65	JTSX	300420
MCCX	68	JTSX	300421
MCCX	69	JTSX	300422
MCCX	70	JTSX	300423
MCCX	73	JTSX	300424
MCCX	74	JTSX	300425
MCCX	75	JTSX	300426
MCCX	76	JTSX	300427
MCCX	78	JTSX	300428
MCCX	79	JTSX	300429
SOU	390311	JTSX	300430
SOU	79525	JTSX	300431
CSUX	79086	JTSX	300106
CSUX	79087	JTSX	300107
CSUX	79088	JTSX	300108
CSUX	79089	JTSX	300109
CSUX	79113	JTSX	300110
CSUX	79120	JTSX	300111
CSUX	79121	JTSX	300112
CSUX	79122	JTSX	300113
CSUX	79123	JTSX	300114