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SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A. LESTER

April 22, 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 Memorandum of Termination of Lease, dated as of April 17, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Assignment and Assumption Agreement previously filed with the Board under Recordation Number 26895.

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

Lessee/Assignee: Infinity Rail II, LLC
1355 Peachtree Street,
Suite 750 - South Tower
Atlanta, GA 30308

[Lessor/Assignor: General Electric Railcar Services Corporation
161 North Clark Street, 7th Floor
Chicago, IL 60601]

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

27 covered hopper railcars: NAHX 53739, NAHX 800245 and within the series NAHX 476100 - NAHX 490406 as more particularly set forth in the schedule attached to the document filed under 26895.

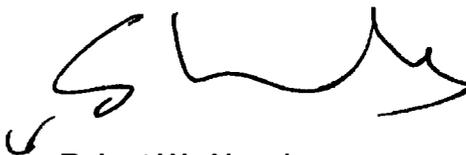
A short summary of the document to appear in the index is:

Memorandum of Termination of Lease.

Also enclosed is a check in the amount of \$35.00 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 stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

Memorandum of Termination of Lease

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record that the lease described below, which lease relates to the railroad cars described below, has terminated and is no longer in effect: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 terminated lease: a lease to ADM Transportation Company ("ADMTC") as lessee pursuant to the following documents: Rider No. 82 dated February 1, 2007, between General Electric Railcar Services Corporation ("GE Railcar") as lessor and ADMTC as lessee (which Rider incorporates the provisions of the Car Leasing Agreement 0502-05 dated March 31, 1998, between GE Railcar as lessor and ADMTC as lessee, as amended by Amendment No. 1 dated February 25, 2000 between the same parties). The lessor's interest in this lease was assigned by GE Railcar to Infinity Rail II, LLC. That assignment was evidenced by a document filed with the Surface Transportation Board ("STB"), identified below.

Description of railcars: twenty seven (27) covered hopper cars, bearing the following reporting marks and road numbers: NAHX 53739, marks/numbers within the series NAHX 476100 - NAHX 490406 as more particularly set forth in the equipment schedule attached to the document previously filed with the Surface Transportation Board (see below), and NAHX 800245.

Previous filing with STB: The terminated lease (and the assignment of the lessor's interest to Infinity Rail II, LLC) was evidenced by the following document previously filed with the STB:

Description of document	Date and time of filing with STB	STB recordation number
Assignment and Assumption Agreement dated as of March 30, 2007, between General Electric Railcar Services Corporation (lessor/assignor) and Infinity Rail, LLC (assignee)	3/30/2007 at 3:00 p.m.	26895

That STB filing is hereby terminated.

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 17, 2008.

INFINITY RAIL II, LLC

By Infinity Asset Management, LLC as Manager

By:


 Jeffrey E. Edelman, President

State of Georgia, County of Fulton

On April 17, 2008, before me personally appeared Jeffrey E. Edelman, to me personally known, who being by me duly sworn says that he is 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.


 Notary Public

My commission expires:

[NOTARIAL SEAL]

 Notary Public, DeKalb County, Georgia
 My Commission Expires Aug. 2, 2009

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: 4/22/08



Robert W. Alvord