

MAR 12 '09

11:03 AM

SURFACE TRANSPORTATION BOARD



March 12, 2009

Ms. Anne K. Quinlan, Esq.
Surface Transportation Board
Office of Proceedings
395 E Street, SW
Washington, DC 20423-0001

Dear Ms. Quinlan:

Please find attached, one (1) copy of the Partial Release dated March 11, 2009 between the following parties:

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

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

This filing is to appear in the index as follows: Partial Release dated March 11, 2009 related to ten (10) railcars bearing reporting marks: ~~JKEN~~ 903 - 934, sporadic.

JTSX

Please file this as a secondary document under Recordation Number 27583-E as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 27583 through 27583-D. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6082.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Barbara A. Brzezicki', with a large flourish at the end.

Barbara A. Brzezicki
Contract Manager

Enclosures

RECORDATION NO 27583-E FILED

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PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

This Release is entered into as of March 11, 2009, and effective as of March 12, 2009, between The David J. Joseph Company, a Delaware corporation ("Joseph") and Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("WFEFI").

WHEREAS, Joseph and WFEFI are parties to a Purchase and Sale Agreement dated as of September 17, 2008 (the "Agreement") pursuant to which (a) WFEFI purchased the railroad cars identified on Exhibit A hereto (the "Railcars") and (b) WFEFI granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of September 17, 2008 between Joseph and WFEFI (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 27583-C;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Assignment and Assumption Agreement dated as of September 17, 2008 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 27583-B;

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, the parties agree as follows:

1. 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.

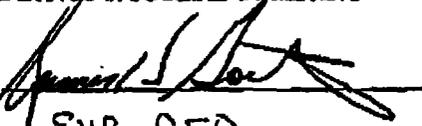
2. The Memorandum of Assignment and Assumption Agreement is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Assignment and Assumption Agreement.

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

4. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

IN WITNESS WHEREOF, this Release has been duly executed by duly authorized officers of the parties as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

By: 

Title: EXP-CFO

WELLS FARGO EQUIPMENT FINANCE, INC.

By: A Va

Title: Sr. ASL

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 11th day of March, 2009 by ~~James H. Galtz~~ the RVP + CFO of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.

Angela Denise Watts
Notary Public
My Commission Has No Expiration

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.08 O.R.C.

State of MINNESOTA)
County of Hennepin) ss

The foregoing instrument was acknowledged before me this 11 day of March, 2009 by Arianna Valera the Sr. ASB of Wells Fargo Equipment Finance, Inc., a Minnesota corporation, on behalf of the said corporation.

Renee Anne Bakos
Notary Public
My Commission Expires: 1/31/2012

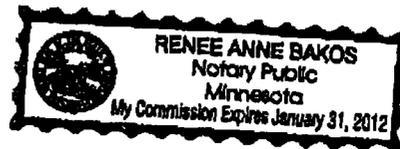


EXHIBIT A

RAILCARS: Ten (10) railcars bearing reporting marks as follows:

JTSX 903
JTSX 907
JTSX 910
JTSX 913
JTSX 918
JTSX 919
JTSX 922
JTSX 925
JTSX 933
JTSX 934