

SURFACE TRANSPORTATION BOARD

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May 28, 2009



Anne K. Quinlan, Esq.
 Acting Secretary
 Surface Transportation Board
 Washington, D.C. 20423

Dear Ms. Quinlan:

I have enclosed an original and one copy of a document, to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code.

This document is a Statement of Change in Reporting Marks and/or Road Numbers Relating to a document previously filed with STB under Recordion No. 27377. The document is a secondary document dated May 6, 2009. The primary document to which this is connected is recorded under Recordation No. 27377. Please record the document under the next available letter i.e.. Recordation No. 27377-B.

The names and addresses of the parties to the enclosed documents are as follows:

Secured Party/Assignee: Infinity Rail, LLC
 1355 Peachtree Street
 Suite 750, South Tower
 Atlanta, GA 30309

Debtor/Assignor: New York Rail Logistics LLC
 98 Lincoln Avenue
 Bronx, New York 10454

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

75 railcars each equipped with four (4) MSW containers, specifically:

Equipment	Previous Mark	Previous Numbers	New Mark	New Numbers
seventy-two (72) 286,000 GRL (AAR-S-259 Standard) 85-foot COFC (container-on-flat-car) or COFC/TOFC (trailer-on-flat-car) flat cars built in 1980, qualified for Extended Life Status	REGX	5000-5071 inclusive	NWSX	5000-5071 inclusive
three (3) 286,000 GRL 87-foot COFC	IFRX	639246	NWSX	5072

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(container-on-flat-car) or COFC/TOFC (trailer-on-flat-car) flatcars built in 1974. qualified for Extended Life Status	IFRX	639279	NWSX	5073
	IFRX	639302	NWSX	5074
three hundred (300) Model I-62, 20' long x 12' high x 8'6" wide intermodal containers with lid	REGX	1000-1299 inclusive	NWSX	1000-1299 inclusive

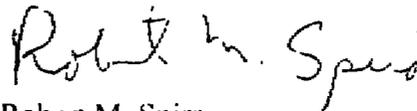
The document to appear in the index is: Statement of Change in Reporting Marks and/or Road Numbers.

Also enclosed is a check in the amount of \$41.00 payable to the Surface Transportation Board to cover the required recordation fees.

Please return stamped copies of the enclosed document to the undersigned.

Very truly yours,

**BENESCH FRIEDLANDER
COPLAN & ARONOFF LLP**



Robert M. Spira

RMS/mbf
Encl.

New York Rail Logistics, LLC

SURFACE TRANSPORTATION BOARD

May 6, 2009

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: Statement of Change in Reporting Marks and/or Road Numbers
Relating to document previously filed with STB under Recordation No. 27377

Dear Mr. Secretary:

The reporting marks and/or road numbers of the railroad cars (and containers) described in Schedule 1 to the Memorandum of Security Agreement dated January 29, 2008, executed by New York Rail Logistics LLC as debtor/assignor and Infinity Rail, LLC as secured party / assignee, filed with the Surface Transportation Board on February 12, 2008 at 10:30 a.m. under Recordation No. 27377, have been changed as indicated in the following table:

Equipment	Previous Mark	Previous Numbers	New Mark	New Numbers
seventy-two (72) 286,000 GRL (AAR-S-259 Standard) 85-foot COFC (container-on-flat-car) or COFC / TOFC (trailer-on-flat-car) flat cars built in 1980, qualified for Extended Life Status	REGX	5000 - 5071 inclusive	NWSX	5000 - 5071 inclusive
three (3) 286,000 GRL 87-foot COFC (container-on-flatcar) or COFC / TOFC (trailer-on-flat-car) flatcars built in 1974, qualified for Extended Life Status	IFRX IFRX IFRX	639246 639279 639302	NWSX NWSX NWSX	5072 5073 5074
three hundred (300) Model I-62, 20' long x 12' high x 8'6" wide intermodal containers with lid	REGX	1000 - 1299 inclusive	NWSX	1000 - 1299 inclusive

NEW YORK RAIL LOGISTICS LLC

By: [Signature]
Name: Anthony Cosentino
Title: CFO

State of New Jersey
County of Harris

On May 6, 2009, before me personally appeared Anthony Cosentino, to me personally known, who being by me duly sworn says that he is CFO of New York Rail Logistics LLC, and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said limited liability company.

[Signature]
Notary Public

My commission expires:

MAUREEN F. KLOS
Notary Public, State of New Jersey
My Commission Expires 2-20-2012

[NOTARIAL SEAL]