

RECORDATION NO. 26039-F FILED

OCT 22 '09 - 10 15 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

October 22, 2009

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 Termination of Security Interest in Cars and Lease, dated as of October 21, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease, Memorandum of Security Agreement and related documents previously filed with the Board under Recordation Number 26039.

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

Secured Party/
Assignee: The CIT Group/Equipment Financing, Inc.
30 South Wacker, Suite 3000
Chicago, IL 60606

[Debtor/Assignor: Infinity Rail, LLC
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309]

Anne K. Quinlan, Esquire
October 22, 2009
Page 2

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

48 hopper cars: IFRX 100 (previously marked IFRX 433574) and within the series IFRX 592041 - IFRX 592965 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:

Termination of Security Interest in Cars and Lease.

Also enclosed is a check in the amount of \$41.00 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 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

OCT 22 '09 - 10 15 AM

Termination of Security Interest in Cars and Lease

SURFACE TRANSPORTATION BOARD

For value received, The CIT Group/Equipment Financing, Inc., a Delaware corporation ("Secured Party" or "CIT"), releases and terminates any and all rights and interests of Secured Party with respect to the railcars and lease described in the schedule attached hereto (the "Released Collateral"), including without limitation any security interests and other rights and interests to the extent relating to the Released Collateral (but not to the extent relating to any other railcars or leases) pursuant to the memoranda listed in the table below and the agreements referenced therein:

Description of document	Date and time of filing with STB	STB recordation number
Memorandum of Lease dated as of December 7, 2005	12/19/2005 2:32 p.m.	26039
Memorandum of Security Agreement, dated as of December 15, 2005, executed by IR as debtor/assignor and CIT as secured party / assignee	12/19/2005 2:30 p.m.	26039-A
Memorandum of Security Agreement dated as of December 15, 2005, executed by IR as debtor/assignor and CIT as secured party / assignee	12/19/2005 2:49 p.m.	26039-B
Memorandum of Amendment to Security Agreement, dated as of May 15, 2009, executed by IR as debtor/assignor and CIT as secured party/assignee	6/4/2009 3:00 p.m.	26039-C
Memorandum of Amendment to Security Agreement, dated as of May 15, 2009, executed by IR as debtor/assignor and CIT as secured party/assignee	6/4/2009 3:00 p.m.	26039-D

Executed as of October 21, 2009.

~~THE CIT GROUP/EQUIPMENT FINANCING, INC~~

By. [Signature]

Name: Richard A. Rossi
Title: Senior Director

State of Illinois, County of Cook

On September 23, 2009, personally appeared before me Richard A. Rossi, to me personally known, who being by me duly sworn, said that he is Senior Director of The CIT Group/Equipment Financing, Inc, that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of such corporation.

[Signature]
Notary Public

My commission expires:

[NOTARIAL SEAL]



Schedule 1
to Termination of Security Interest in Cars and Lease

Description of Cars: wood chip hopper railcars, 7000 cubic foot

Quantity: forty eight (48)

Reporting marks and identifying numbers

Unit Count	AAR Reporting Mark	Identifying Number
1	IFRX	592041
2	IFRX	592053
3	IFRX	592059
4	IFRX	592145
5	IFRX	592193
6	IFRX	592235
7	IFRX	592243
8	IFRX	592251
9	IFRX	592254
10	IFRX	592261
11	IFRX	592272
12	IFRX	592275
13	IFRX	592317
14	IFRX	592346
15	IFRX	592354
16	IFRX	592436
17	IFRX	592454
18	IFRX	592495
19	IFRX	592522
20	IFRX	592542
21	IFRX	592550
22	IFRX	592564
23	IFRX	592573
24	IFRX	592591
25	IFRX	592597
26	IFRX	592607
27	IFRX	592616
28	IFRX	592621
29	IFRX	592641
30	IFRX	592647
31	IFRX	592682
32	IFRX	592692
33	IFRX	592715
34	IFRX	592729
35	IFRX	592749
36	IFRX	592751
37	IFRX	592763
38	IFRX	592764
39	IFRX	592820
40	IFRX	592867
41	IFRX	592884
42	IFRX	592903
43	IFRX	592914
44	IFRX	592923
45	IFRX	592944
46	IFRX	592953
47	IFRX	592965

48	IFRX 433574 [old mark]	IFRX 100 [current mark]
----	------------------------	-------------------------

Schedule 1 continued:

Lease. The lease between Infinity Rail, LLC ("IR"), as lessor, and International Paper Company ("IPC"), as lessee, pursuant to the following documents:

- (i) "Amendment to Lease" dated March 27, 2009, between IR as lessor and IPC as lessee,
- (ii) Schedule No 1 dated January 17, 2008 between IR, as lessor, and IPC, as lessee, which incorporates the provisions of the Master Lease Agreement dated January 17, 2008 between IR and IPC.

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:

10/22/09



Robert W. Alvord