

RECORDATION NO. 21242-G1 FILED

NOV 30 '09 -2 2 0 PM

SURFACE TRANSPORTATION BOARD

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

November 30, 2009

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Full Termination of Lease, dated as of November 30, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination of the Memorandum of Schedule No. 7 to Master Lease Agreement and related documents previously filed with the Board under Recordation Number 21242.

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

Lessor:	Siemens Financial Services, Inc. (successor to The First National Bank of Maryland) 170 Wood Avenue South Iselin, NY 08830
[Lessee:	The CIT Group/Equipment Financing, Inc. (successor to Bombardier Capital Rail Inc.) 30 South Wacker, Suite 3000 Chicago, IL 60606]

Section Chief
November 30, 2009
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A description of the railroad equipment covered by the enclosed document is:

All equipment as identified in the documents filed under Recordation Number 21242 as the same may have been amended, restated or supplemented.

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

Notice of Full Termination of 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 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

NOV 30 '09 -2 2 0 PM

NOTICE OF FULL TERMINATION OF LEASE

SURFACE TRANSPORTATION BOARD

The undersigned, SIEMENS FINANCIAL SERVICES, INC. (successor to The First National Bank of Maryland), as Lessor (the "Lessor"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it has terminated the Schedule No. 7 to the Master Railcar Lease Agreement dated as of February 27, 1998, as amended, modified or supplemented (the "Lease"), with THE CIT GROUP/EQUIPMENT FINANCING, INC. (successor to Bombardier Capital Rail, Inc.), as Lessee (the "Lessee").

A Memorandum of Schedule No. 7 to Master Railcar Lease Agreement was duly filed and recorded with the Surface Transportation Board (the "Board") on March 2, 1998 under Recordation Number 21242. In addition thereto, the documents listed in Exhibit A which relate to the Lease were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens, or encumbrances over all railroad equipment at any time covered by the Lease and identified in the primary and secondary filings made under Recordation Number 21242.

This Notice of Full Termination of Lease is executed without prejudice to the rights or obligations of the parties which expressly survive under the Lease or the termination agreement between the parties.

Dated: November 30, 2009

[Signature pages follow]

SIEMENS FINANCIAL SERVICES, INC.
as Lessor
By: David Kantes
Printed Name: Senior Vice President
Title: and Chief Risk Officer

SIEMENS FINANCIAL SERVICES, INC.,
as Lessor
By: George Abreu
Printed Name: George Abreu
Title: VP of work-out

State of _____)
County of _____) ss.

On this 23 day of Nov, 2009, before me personally appeared David Kantes, to me personally known, who, being duly sworn did say that (s)he is a officer of SIEMENS FINANCIAL SERVICES, INC., and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Charisse Y. Barnes
NOTARY PUBLIC

My commission expires:

State of _____)
County of _____) ss.

CHARISSE Y. BARNES
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 11/29/2011

On this 23 day of Nov, 2009, before me personally appeared G. Abreu, to me personally known, who, being duly sworn did say that (s)he is a employee of SIEMENS FINANCIAL SERVICES, INC., and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written.

Charisse Y. Barnes
NOTARY PUBLIC

My commission expires:

CHARISSE Y. BARNES
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 11/29/2011

EXHIBIT A

Headlease #2 – Schedule 7

1. Memorandum of Schedule No. 7 to Railcar Lease Agreement, dated as of February 27, 1998, between The First National Bank of Maryland, Lessor, and NorRail, Inc., Lessee, filed with the Board on March 2, 1998 at 1:25 p.m. under Recordation Number 21242.

2. Memorandum of Assignment of Schedule No. 7 to Railcar Lease Agreement, dated as of February 27, 1998, between The First National Bank of Maryland, Assignor, and ICX Corporation, Assignee, filed with the Board on March 2, 1998 at 1:25 p.m. under Recordation Number 21242-A.

3. Memorandum of Assignment of Schedule No. 7 to Railcar Lease Agreement, dated as of April 28, 2006, between ICX Corporation d/b/a RBS Asset Finance, Assignor, and Siemens Financial Services Limited, Assignee, filed with the Board on May 2, 2006 at 11:40 a.m. under Recordation Number 21242-B.

4. Notice, dated as of May 3, 2006, between ICX Corporation d/b/a RBS Asset Finance, Lessor, and Bombardier Capital Rail Inc. (successor to NorRail, Inc.), Lessee, filed with the Board on May 4, 2006 at 3:20 p.m. under Recordation Number 21242-C.

5. Notice, dated as of August 28, 2006, by Bombardier Capital Rail Inc., Lessee, respecting Siemens Financial Services, Inc., Lessor, filed with the Board on August 30, 2006 at 12:59 p.m. under Recordation Number 21242-D.

6. STB Memorandum of Assignment and Assumption Agreement, dated as of October 2, 2006, between Bombardier Capital Rail Inc., Assignor, and The CIT Group/Equipment Financing, Inc., Assignee, filed with the Board on October 2, 2006 at 9:30 a.m. under Recordation Number 21242-E.

7. Notice, dated as of June 10, 2009, by The CIT Group/Equipment Financing, Inc., Lessee, filed with the Board on June 10, 2009 at 11:00 a.m. under Recordation Number 21242-F.

[Headlease 2/20 – Schedule 7]

EXHIBIT B

Title	Document Date	Parties	Filing Date
Memorandum of Schedule No. 7 to Master Railcar Lease Agreement	February 27, 1998	The First National Bank of Maryland; Norrail, Inc.	March 04, 1998
Memorandum of Assignment of Schedule No. 7 to Master Railcar Lease Agreement	March 04, 1998	The First National Bank of Maryland; ICX Corporation	March 04, 1998
Memorandum of Assignment of Schedule No. 7 to Master Railcar Lease Agreement	April 28, 2006	ICX Corporation and Siemens Financial Services, Inc.	May 2, 2006
<p>Omnibus Notice of Amendment</p> <p>This document takes note of name changes including (i) AllFirst Financial Center National Association to Manufacturers and Traders Trust Company (ii) Allfirst Bank to M&T Credit Services, LLC and (iii) First Security Bank, N.A. to Wells Fargo Bank Northwest, National Association. This document also notes the destruction and substitution of certain equipment.</p>	August 9, 2006	Bombardier Capital Rail Inc.	August 9, 2006

Title	Document Date	Parties	Filing Date
<p>Omnibus Notice of Amendment This document takes note of various name changes of including (i) NorRail, Inc. to Bombardier Capital Rail Inc. (ii) The First National Bank of Maryland to M & T Credit Services, LLC (iii) First Security Bank, National Association to Wells Fargo Bank, National Association (iv) Ameritech Credit Corporation to AT&T Capital Services, Inc. (v) Harris Trust and Savings Bank to BNY Midwest Trust Company and (vi) First Omni Bank, National Association to Manufacturers and Traders Trust Company. This document also notes the destruction and substitution of certain equipment.</p>	<p>September 12, 2006</p>	<p>Bombardier Capital Rail Inc.</p>	<p>September 13, 2006</p>
<p>Memorandum of Assignment and Assumption Agreement</p>	<p>October 2, 2006</p>	<p>Bombardier Capital Rail Inc. and The CIT Group/Equipment Financing Inc.</p>	<p>October 2, 2006</p>

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: 11/30/09



Robert W. Alvord