

RECORDATION NO 26273-F

FILED

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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](mailto:alvordlaw@aol.com)

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL  
URBAN A. LESTER

November 6, 2012

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 Termination of Security Interest in Cars and Lease(s), dated as of November 5, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 26273.

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

Secured Party:      The CIT Group/Equipment Financing, Inc.  
30 S. Wacker Drive, Suite 2900  
Chicago, IL 60606

Section Chief  
November 6, 2012  
Page 2

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

56 gondola cars TERMINATED: AEPX 88001 - AEPX 88018 (except AEPX 88004) and AEPX 88101 - AEPX 88140 (formerly SEMX 1005 - SEMX 92421) (not including 1 casualty AEPX 88123).

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 \$42.00 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,



Edward M. Luria

EML/sem  
Enclosures

Termination of Security Interest in Cars and Lease(s)

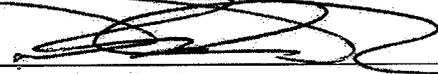
SURFACE TRANSPORTATION BOARD

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 described in the schedule attached hereto (and any leases of those railcars) (the "Released Collateral"), including without limitation any security interests and other rights and interests relating to the Released Collateral pursuant to the memoranda listed in the table below and the agreements referenced therein:

Description of document	Date of filing with STB	STB recordation number
Memorandum of Lease	3/30/06	26273
Memorandum of Security Agreement	3/30/06	26273-A
Memorandum of Security Agreement	3/30/06	26273-B
Memorandum of Amendment to Security Agreement	6/04/09	26273-C
Memorandum of Amendment to Security Agreement	6/04/09	26273-D

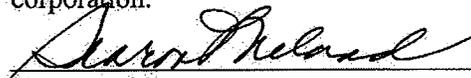
Executed as of 11/2, 2012.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By:   
Richard Rossi, Director

State of Illinois; County of Cook

On 11/2, 2012, personally appeared before me Richard Rossi, to me personally known, who being by me duly sworn, said that he is a 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.

  
Notary Public

My commission expires: 6/12/2014

[NOTARIAL SEAL]



**Schedule**  
to Termination of Security Interest in Cars and Lease(s)

Count	Car Mark	Car Num	Prev Mark	Prev Num	Count	Car Mark	Car Num	Prev Mark	Prev Num
1	AEPX	88001	SEM X	85000	29	AEPX	88112	SEM X	89319
2	AEPX	88002	SEM X	1005	30	AEPX	88113	SEM X	89320
3	AEPX	88003	SEM X	1018	31	AEPX	88114	SEM X	89321
4	AEPX	88005	SEM X	1020	32	AEPX	88115	SEM X	89322
5	AEPX	88006	SEM X	1021	33	AEPX	88116	SEM X	89323
6	AEPX	88007	SEM X	1022	34	AEPX	88117	SEM X	89324
7	AEPX	88008	SEM X	1023	35	AEPX	88118	SEM X	89325
8	AEPX	88009	SEM X	1024	36	AEPX	88119	SEM X	89326
9	AEPX	88010	SEM X	1025	37	AEPX	88120	SEM X	89327
10	AEPX	88011	SEM X	1026	38	AEPX	88121	SEM X	89328
11	AEPX	88012	SEM X	1027	39	AEPX	88122	SEM X	89329
12	AEPX	88013	SEM X	1028	40	AEPX	88124	SEM X	89332
13	AEPX	88014	SEM X	1029	41	AEPX	88125	SEM X	92401
14	AEPX	88015	SEM X	1030	42	AEPX	88126	SEM X	92402
15	AEPX	88016	SEM X	1031	43	AEPX	88127	SEM X	92403
16	AEPX	88017	SEM X	1032	44	AEPX	88128	SEM X	92404
17	AEPX	88018	SEM X	1033	45	AEPX	88129	SEM X	92406
18	AEPX	88101	SEM X	89301	46	AEPX	88130	SEM X	92407
19	AEPX	88102	SEM X	89304	47	AEPX	88131	SEM X	92408
20	AEPX	88103	SEM X	89305	48	AEPX	88132	SEM X	92410
21	AEPX	88104	SEM X	89306	49	AEPX	88133	SEM X	92413
22	AEPX	88105	SEM X	89307	50	AEPX	88134	SEM X	92414
23	AEPX	88106	SEM X	89308	51	AEPX	88135	SEM X	92415
24	AEPX	88107	SEM X	89309	52	AEPX	88136	SEM X	92416
25	AEPX	88108	SEM X	89310	53	AEPX	88137	SEM X	92417
26	AEPX	88109	SEM X	89311	54	AEPX	88138	SEM X	92418
27	AEPX	88110	SEM X	89314	55	AEPX	88139	SEM X	92420
28	AEPX	88111	SEM X	89316	56	AEPX	88140	SEM X	92421

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 11/6/12

Edward M Luria  
Edward M. Luria