

RECORDATION NO 22758-G

FILED

November 02, 2012 08:00 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

November 2, 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 Notice of Lease Termination, dated as of November 1, 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 Numbers 22758.

The names and addresses of the parties to the enclosed document are:

Lessor: Infinity Rail, LLC (as assignee of The David J. Joseph Company)
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

[Lessee: Chemical Lime Company of Arizona
3700 Hulen Street
Fort Worth, TX 76107]

Section Chief
November 2, 2012
Page 2

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

74 railcars TERMINATED: DJTX 70900 – DJTX 70906 and DJTX 70908 – DJTX 70974.

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

Notice of Lease Termination.

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,

A handwritten signature in black ink, appearing to read 'Edward M. Luria', with a stylized flourish at the end.

Edward M. Luria

EML/sem
Enclosures

**NOTICE OF
LEASE TERMINATION**

This Notice of Lease Termination is effective as of November ~~1st~~, 2012 by Infinity Rail, LLC, a Georgia limited liability company (the "Lessor").

W I T N E S S E T H:

Lessor (as assignee of The David J. Joseph Company) and Chemical Lime Company of Arizona (the "Lessee") were parties to that certain Railroad Equipment Lease, dated November 11, 1999, whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars (as may be amended, modified and assigned, the "Lease").

A Memorandum of Railroad Equipment Lease Agreement was filed with the Surface Transportation Board on February 15, 2000 at 9:53 a.m. under Recordation Number 22758, as amended by that certain Memorandum of Amendment No. 1 to Railroad Equipment Lease and filed with the Surface Transportation Board on April 24, 2001 at 2:00 p.m. under Recordation Number 22758-A, as assigned by that certain Memorandum of Assignment of Lease and filed with the Surface Transportation Board on June 20, 2005 at 11:21 a.m. under Recordation Number 22758-B.

Notice is hereby given that the Lease is terminated with respect to the railroad cars listed on Exhibit A hereto.

This Notice of Lease Termination shall not impair nor terminate any of the rights and obligations of the parties under the Lease which, by their terms, expressly survive its termination.

[Signature Page Follows]

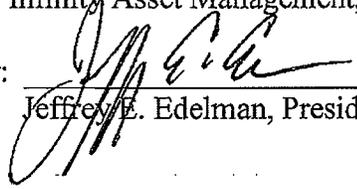
[Notice of Lease Termination]

IN WITNESS WHEREOF, the undersigned has caused this notice to be duly executed by its officer duly authorized as of the date hereof.

INFINITY RAIL, LLC

By Infinity Asset Management, LLC as Manager

By:

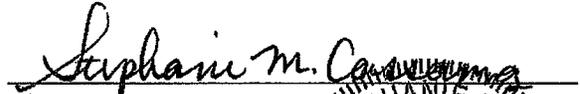


Jeffrey E. Edelman, President

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this, the 1st day of November 2012, before a Notary Public in and for said State, personally appeared Jeffrey E. Edelman, who being by me duly sworn, says that he is the President of Infinity Asset Management, LLC, Manager of Infinity Rail, LLC, that said instrument was signed on November 1st, 2012 on behalf of said limited liability company and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Name:
Notary Public

My Commission Expires

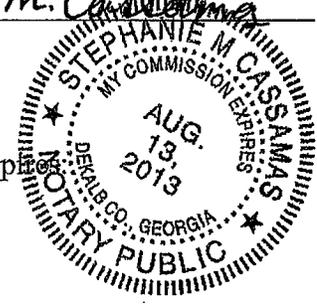


EXHIBIT A
EQUIPMENT

Seventy four (74) railcars bearing reporting marks:

DJTX 70900 – 70906 inclusive; and
DJTX 70908 – 70974 inclusive

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: 11/2/12

Edward M Luria
Edward M. Luria