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

April 25, 2013

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, dated as of March 28, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination and relates to the documents previously filed with the Board under Recordation Numbers 27938 and 27938-A.

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

Mortgagee: DVB Bank SE  
Friedrich-Ebert-Anlage 2-14  
60325 Frankfurt am Main  
Germany

Borrower: GATX Corporation  
222 West Adams Street  
Chicago, IL 60606

Section Chief  
25 April, 2013  
Page 2

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

932 railcars TERMINATED:

AEPX 905101 - AEPX 905115  
DSIX 5806 - DSIX 5830  
GACX 002693 - GACX 002725  
GACX 011529 - GACX 0011576  
GATX 003167 - GATX 003180  
GATX 004374 - GATX 004413  
GATX 004824 - GATX 004863  
GATX 009950 - GATX 009969  
GATX 024902 - GATX 024919  
GATX 033251 - GATX 033300  
GATX 033543 - GATX 033550  
GATX 033577 - GATX 033586  
GATX 033744 - GATX 033792  
GATX 034148 - GATX 034192  
GATX 036267 - GATX 036303  
GATX 36305  
GATX 205930 - GATX 206132  
GATX 206134 - GATX 206229  
GATX 206320 - GATX 206429  
GATX 206655 - GATX 206714  
GATX 206848 - GATX 206859 (not inclusive)

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

Termination of Security Interest.

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**

**THIS TERMINATION OF SECURITY INTEREST** (“**Termination**”) dated as of March 28, 2013 between **GATX CORPORATION** (the “**Borrower**”) and **DVB BANK SE** (the “**Mortgagee**”) and together with the Borrower, the “**Parties**”). Capitalized terms used in this Termination and not otherwise defined herein shall have the meanings (by cross-reference or otherwise) in the Security Agreement (as defined below).

**WHEREAS**, the Borrower and the Mortgagee are parties to that certain Security Agreement dated as of May 13, 2009 (as amended, modified and supplemented from time to time, the “**Security Agreement**”);

**WHEREAS**, the Borrower and the Mortgagee are parties to that certain Memorandum of Security Agreement, dated as of May 14, 2009, copies of which were recorded with (i) the Surface Transportation Board (the “**STB**”) on May 13, 2009 at 10:20 a.m. and assigned recordation number 27938 and (ii) the Registrar General of Canada (the “**RGC**”) on May 13, 2009;

**WHEREAS**, the Borrower is party to that certain Memorandum of Security Agreement Supplement No. 1, dated as of May 14, 2009, copies of which were recorded with (i) the STB on May 13, 2009 at 10:20 a.m. and assigned recordation number 27938-A and (ii) the RGC on May 13, 2009; and

**WHEREAS**, the Borrower and the Mortgagee now desire to terminate and cancel the Mortgagee’s security interest in and mortgage lien upon all right, title and interest of the Borrower in and to certain railroad equipment listed on Exhibit A attached hereto and certain leases listed on Exhibit B hereto (collectively, the “**Collateral**”).

**NOW THEREFORE**, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties, intending to be legally bound, agree as follows:

1. The Mortgagee hereby terminates and cancels the Mortgagee’s security interest in and mortgage lien upon all right, title and interest of the Borrower in and to the Collateral, effective as of the date of this Termination (the “**Effective Date**”) in accordance with the terms and conditions of the Security Agreement, and the Parties hereby agree that no rights, duties or liabilities under the Security Agreement in relation to the Collateral shall survive such termination and cancellation of the Mortgagee’s security interest in and mortgage lien upon all right, title and interest of the Borrower in and to the Collateral, except with respect to acts, events, or omissions under the Security Agreement occurring on or prior to the Effective Date and indemnities with respect to such acts, events or omissions.

2. The Parties agree to file this Termination with the STB and RGC so as to release any security interest in and mortgage lien created by or arising out of the Security Agreement with respect to the Collateral.

3. This Termination may be executed in any number of counterparts, each executed counterpart constituting an original but all together constituting only one and the same agreement.

4. **This Termination shall be governed by and construed in accordance with the laws of the State of New York (including without limitation Section 5-1401 of the General Obligations Law of the State of New York), without regard to conflicts of laws principles.**

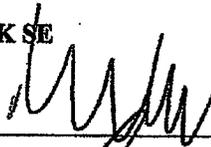
\* \* \*

[Termination of Security Interest]

**IN WITNESS WHEREOF**, the Parties have each caused this Termination to be duly executed and delivered by their respective duly authorized officers as of the date and year set forth below.

*I certify that I hold the title as set forth below, that this instrument was signed on behalf of the Mortgagee by authority of its Board of Managing Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Mortgagee. I further declare under penalty of perjury that the foregoing is true and correct.*

**DVB BANK SE**

By: 

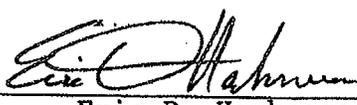
Name: **Martin Metz** MD  
Title:

By: 

Name:  
Title: **Matthias Lieschled**  
**Senior Vice President**

Executed on this 18<sup>th</sup> day of April, 2013

**GATX CORPORATION**

By: 

Name: **Eric D. Harkness**  
Title: **VP, Treasurer & Chief Risk Officer**

Executed on this 18<sup>th</sup> day of April, 2013

**EXHIBIT A  
UNITS**

Car Number - Operating
AEPX905101
AEPX905102
AEPX905103
AEPX905104
AEPX905105
AEPX905106
AEPX905107
AEPX905108
AEPX905109
AEPX905110
AEPX905111
AEPX905112
AEPX905113
AEPX905114
AEPX905115
DSIX005806
DSIX005807
DSIX005808
DSIX005809
DSIX005810
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DSIX005812
DSIX005813
DSIX005814
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DSIX005823
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DSIX005826
DSIX005827
DSIX005828
DSIX005829

Car Number - Operating
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GACX002693
GACX002694
GACX002695
GACX002696
GACX002697
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GACX002699
GACX002700
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GACX002702
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GACX011529
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GACX011531
GACX011532
GACX011533

Car Number - Operating
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GACX011536
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GACX011572

Car Number - Operating
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GATX004394

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Car Number - Operating
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Car Number - Operating
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Car Number - Operating
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Car Number - Operating
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Car Number - Operating
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Car Number - Operating
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GATX206714
GATX206848
GATX206849
GATX206851
GATX206852
GATX206853
GATX206855
GATX206856
GATX206857

Car Number - Operating
GATX206858
GATX206859

## **EXHIBIT B**

### **LEASES**

The Borrower's interests in any lease or sublease agreements relating to the Railcars listed in Exhibit A to which the Borrower is now or may hereafter be a party.

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: 4/25/13

Edward M Luria  
Edward M. Luria