

RECORDATION NO 25643-J FILED
June 19, 2013 11:00 AM
SURFACE TRANSPORTATION BOARD

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June 19, 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 Notice of Lease Termination, dated as of June 18, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the document previously filed with the Board under Recordation Number 25643.

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

Lessor: Infinity Rail, LLC (assignee of The David J. Joseph Company, the successor lessor to General Electric Railcar Leasing Services Corporation)
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

Section Chief
June 19, 2013
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A description of the railroad equipment covered by the enclosed document is:

106 railcars TERMINATED within the series NAHX 046113 – NAHX 801268 as more particularly set forth in the attachment to the document.

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 'E. 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 June 18, 2013 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, the successor lessor to General Electric Railcar Leasing Services Corporation) and Union Pacific Railroad Company (the "Lessee") were parties to that certain Car Leasing Agreement No. 8812-83, dated October 14, 1986, whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars pursuant to Rider No. 19, dated January 31, 1991 (as may be amended, modified, renewed and assigned, the "Lease").

A Memorandum of Lease was filed with the Surface Transportation Board on June 17, 2005 at 4:31 p.m. under Recordation Number 25643, as assigned by that certain Memorandum of Assignment of Lease and filed with the Surface Transportation Board on June 20, 2005 at 11:10 a.m. under Recordation Number 25643-A.

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

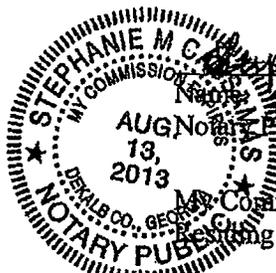
By: Infinity Asset Management, LLC,
as Manager

By: 
Name: Jeffrey E. Edelman
Title: President

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this, the 18th day of June, 2013, before a Notary Public in and for said County and State, personally appeared Jeffrey E. Edelman, who being by me duly sworn, says that he is the President of Infinity Asset Management, LLC, the Manager of Infinity Rail, LLC, that said instrument was signed on June 18, 2013 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.

 Stephanie M. Cassamas
Notary Public
AUG 13, 2013
Commission Expires: 08/13/2013
Residing in DeKalb Co., GA

[Notice of Lease Termination]

EXHIBIT A

[SEE ATTACHED]

Description of Railcars

One hundred six (106) railcars bearing the following reporting marks and identifying numbers:

NAHX046113	NAHX054101	NAHX056148	NAHX475348	NAHX478428
NAHX046276	NAHX054162	NAHX056237	NAHX475375	NAHX478457
NAHX046284	NAHX054407	NAHX056238	NAHX475459	NAHX478462
NAHX046285	NAHX054409	NAHX056247	NAHX475707	NAHX478522
NAHX046727	NAHX054425	NAHX056274	NAHX475733	NAHX478524
NAHX046746	NAHX054426	NAHX056280	NAHX475745	NAHX478527
NAHX046750	NAHX055251	NAHX056286	NAHX475856	NAHX478528
NAHX046780	NAHX055272	NAHX056713	NAHX475857	NAHX478531
NAHX046962	NAHX055324	NAHX057346	NAHX475858	NAHX479044
NAHX052965	NAHX055404	NAHX057351	NAHX475881	NAHX479210
NAHX052999	NAHX055456	NAHX475037	NAHX476023	NAHX481054
NAHX053547	NAHX055465	NAHX475109	NAHX476109	NAHX800096
NAHX053553	NAHX055490	NAHX475124	NAHX476111	NAHX800126
NAHX053565	NAHX055499	NAHX475142	NAHX476190	NAHX800392
NAHX053581	NAHX055543	NAHX475143	NAHX476215	NAHX800637
NAHX053584	NAHX055544	NAHX475147	NAHX476225	NAHX800673
NAHX053593	NAHX055548	NAHX475148	NAHX476362	NAHX801225
NAHX053658	NAHX055557	NAHX475154	NAHX476367	NAHX801268
NAHX053764	NAHX055566	NAHX475162	NAHX476377	
NAHX053818	NAHX055596	NAHX475208	NAHX476378	
NAHX053839	NAHX055637	NAHX475209	NAHX477226	
NAHX053962	NAHX056143	NAHX475249	NAHX477227	

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: 6/19/13

Edward M Luria
Edward M. Luria