

RECORDATION NO 26030-F FILED
June 19, 2013 11:00 AM
SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)
ROBERT W. ALVORD (2011)

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 26030.

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

Lessor: Infinity Rail, LLC (assignee of General Electric
Railcar Services Corporation)
1355 Peachtree Street
Suite 750 - South Tower
Atlanta, GA 30309

Section Chief
June 19, 2013
Page 2

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

110 boxcars TERMINATED within the series TOE 3501 – TOE 3625 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/8, 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 General Electric Railcar Services Corporation) and Texas, Oklahoma & Eastern Railroad Company (the "Lessee") were parties to that certain Car Leasing Agreement No. 8425-92-01, dated as of January 1, 1994, whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars pursuant to Schedule No. 8 to Car Leasing Agreement 8425-92-01, dated as of January 1, 1994 (as may be amended, modified and assigned, the "Lease").

A Memorandum of Lease was filed with the Surface Transportation Board on December 15, 2005 at 3:12 p.m. under Recordation Number 26030, as assigned by that certain Assignment and Assumption Agreement and filed with the Surface Transportation Board on December 19, 2005 at 2:54 p.m. under Recordation Number 26030-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.

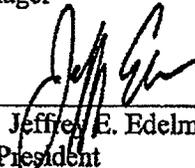
[Signature Page Follows]

[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: Plate C 52' 6 in Boxcar

Quantity: 110

Reporting marks, identifying numbers:

<u>Unit Count</u>	<u>Lessee</u>	<u>AAR</u>	
		<u>Reporting Mark</u>	
1	Texas, Oklahoma & Eastern Railroad Company	TOE	3501
2	Texas, Oklahoma & Eastern Railroad Company	TOE	3503
3	Texas, Oklahoma & Eastern Railroad Company	TOE	3504
4	Texas, Oklahoma & Eastern Railroad Company	TOE	3505
5	Texas, Oklahoma & Eastern Railroad Company	TOE	3506
6	Texas, Oklahoma & Eastern Railroad Company	TOE	3507
7	Texas, Oklahoma & Eastern Railroad Company	TOE	3509
8	Texas, Oklahoma & Eastern Railroad Company	TOE	3510
9	Texas, Oklahoma & Eastern Railroad Company	TOE	3511
10	Texas, Oklahoma & Eastern Railroad Company	TOE	3512
11	Texas, Oklahoma & Eastern Railroad Company	TOE	3513
12	Texas, Oklahoma & Eastern Railroad Company	TOE	3514
13	Texas, Oklahoma & Eastern Railroad Company	TOE	3515
14	Texas, Oklahoma & Eastern Railroad Company	TOE	3516
15	Texas, Oklahoma & Eastern Railroad Company	TOE	3517
16	Texas, Oklahoma & Eastern Railroad Company	TOE	3518
17	Texas, Oklahoma & Eastern Railroad Company	TOE	3519
18	Texas, Oklahoma & Eastern Railroad Company	TOE	3520
19	Texas, Oklahoma & Eastern Railroad Company	TOE	3521
20	Texas, Oklahoma & Eastern Railroad Company	TOE	3522
21	Texas, Oklahoma & Eastern Railroad Company	TOE	3523
22	Texas, Oklahoma & Eastern Railroad Company	TOE	3524
23	Texas, Oklahoma & Eastern Railroad Company	TOE	3525
24	Texas, Oklahoma & Eastern Railroad Company	TOE	3526
25	Texas, Oklahoma & Eastern Railroad Company	TOE	3527
26	Texas, Oklahoma & Eastern Railroad Company	TOE	3528

27	Texas, Oklahoma & Eastern Railroad Company	TOE	3529
28	Texas, Oklahoma & Eastern Railroad Company	TOE	3530
29	Texas, Oklahoma & Eastern Railroad Company	TOE	3532
30	Texas, Oklahoma & Eastern Railroad Company	TOE	3534
31	Texas, Oklahoma & Eastern Railroad Company	TOE	3535
32	Texas, Oklahoma & Eastern Railroad Company	TOE	3536
33	Texas, Oklahoma & Eastern Railroad Company	TOE	3537
34	Texas, Oklahoma & Eastern Railroad Company	TOE	3538
35	Texas, Oklahoma & Eastern Railroad Company	TOE	3540
36	Texas, Oklahoma & Eastern Railroad Company	TOE	3541
37	Texas, Oklahoma & Eastern Railroad Company	TOE	3542
38	Texas, Oklahoma & Eastern Railroad Company	TOE	3543
39	Texas, Oklahoma & Eastern Railroad Company	TOE	3544
40	Texas, Oklahoma & Eastern Railroad Company	TOE	3545
41	Texas, Oklahoma & Eastern Railroad Company	TOE	3546
42	Texas, Oklahoma & Eastern Railroad Company	TOE	3547
43	Texas, Oklahoma & Eastern Railroad Company	TOE	3548
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45	Texas, Oklahoma & Eastern Railroad Company	TOE	3550
46	Texas, Oklahoma & Eastern Railroad Company	TOE	3551
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51	Texas, Oklahoma & Eastern Railroad Company	TOE	3556
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54	Texas, Oklahoma & Eastern Railroad Company	TOE	3559
55	Texas, Oklahoma & Eastern Railroad Company	TOE	3560
56	Texas, Oklahoma & Eastern Railroad Company	TOE	3561
57	Texas, Oklahoma & Eastern Railroad Company	TOE	3562
58	Texas, Oklahoma & Eastern Railroad Company	TOE	3563
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60	Texas, Oklahoma & Eastern Railroad Company	TOE	3565
61	Texas, Oklahoma & Eastern Railroad Company	TOE	3566

62	Texas, Oklahoma & Eastern Railroad Company	TOE	3567
63	Texas, Oklahoma & Eastern Railroad Company	TOE	3568
64	Texas, Oklahoma & Eastern Railroad Company	TOE	3569
65	Texas, Oklahoma & Eastern Railroad Company	TOE	3570
66	Texas, Oklahoma & Eastern Railroad Company	TOE	3571
67	Texas, Oklahoma & Eastern Railroad Company	TOE	3572
68	Texas, Oklahoma & Eastern Railroad Company	TOE	3573
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74	Texas, Oklahoma & Eastern Railroad Company	TOE	3582
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81	Texas, Oklahoma & Eastern Railroad Company	TOE	3590
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83	Texas, Oklahoma & Eastern Railroad Company	TOE	3593
84	Texas, Oklahoma & Eastern Railroad Company	TOE	3594
85	Texas, Oklahoma & Eastern Railroad Company	TOE	3595
86	Texas, Oklahoma & Eastern Railroad Company	TOE	3596
87	Texas, Oklahoma & Eastern Railroad Company	TOE	3597
88	Texas, Oklahoma & Eastern Railroad Company	TOE	3599
89	Texas, Oklahoma & Eastern Railroad Company	TOE	3600
90	Texas, Oklahoma & Eastern Railroad Company	TOE	3601
91	Texas, Oklahoma & Eastern Railroad Company	TOE	3602
92	Texas, Oklahoma & Eastern Railroad Company	TOE	3603
93	Texas, Oklahoma & Eastern Railroad Company	TOE	3604
94	Texas, Oklahoma & Eastern Railroad Company	TOE	3607
95	Texas, Oklahoma & Eastern Railroad Company	TOE	3608
96	Texas, Oklahoma & Eastern Railroad Company	TOE	3609

97	Texas, Oklahoma & Eastern Railroad Company	TOE	3610
98	Texas, Oklahoma & Eastern Railroad Company	TOE	3611
99	Texas, Oklahoma & Eastern Railroad Company	TOE	3612
100	Texas, Oklahoma & Eastern Railroad Company	TOE	3614
101	Texas, Oklahoma & Eastern Railroad Company	TOE	3615
102	Texas, Oklahoma & Eastern Railroad Company	TOE	3616
103	Texas, Oklahoma & Eastern Railroad Company	TOE	3617
104	Texas, Oklahoma & Eastern Railroad Company	TOE	3619
105	Texas, Oklahoma & Eastern Railroad Company	TOE	3620
106	Texas, Oklahoma & Eastern Railroad Company	TOE	3621
107	Texas, Oklahoma & Eastern Railroad Company	TOE	3622
108	Texas, Oklahoma & Eastern Railroad Company	TOE	3623
109	Texas, Oklahoma & Eastern Railroad Company	TOE	3624
110	Texas, Oklahoma & Eastern Railroad Company	TOE	3626

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