

RECORDATION NO 26730-E FILED
June 19, 2013 11:00 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)
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 26730.

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

Lessor: Infinity Rail II, LLC (assignee of General
Electric Railcar 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:

4 railcars TERMINATED within the series DLRX 2113 – DLRX 2120 as more particularly set forth in the attachment to the document.

36 railcars TERMINATED within the series ITLX 148500 – ITLX 148611 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 II, 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 Canadian Pacific Railway Company (the "Lessee") were parties to that certain Master Railcar Full Service Lease Agreement, dated September 1, 1997, whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars pursuant to Rider No. 148, dated November 1, 2006 (as may be amended, modified and assigned, the "Lease").

An Assignment and Assumption Agreement of the Lease was filed with the Surface Transportation Board on December 22, 2006 at 9:30 a.m. under Recordation Number 26730.

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 II, LLC

By: Infinity Asset Management, LLC,
as Manager

By: [Signature]
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 II, 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.



[Signature]
Name: Stephanie M. Cassamas
Notary Public
My Commission Expires: 08/13/2013
Residing in Dekalb Co., GA

EXHIBIT A

[SEE ATTACHED]

(List of Equipment)

<u>Unit</u> <u>Count</u>	<u>Lessee</u>	<u>Car</u> <u>Mark</u>	<u>Car</u> <u>Number</u>
1	Canadian Pacific Railway Company	DLRX	2113
2	Canadian Pacific Railway Company	DLRX	2114
3	Canadian Pacific Railway Company	DLRX	2117
4	Canadian Pacific Railway Company	DLRX	2120
5	Canadian Pacific Railway Company	ITLX	148500
6	Canadian Pacific Railway Company	ITLX	148501
7	Canadian Pacific Railway Company	ITLX	148502
8	Canadian Pacific Railway Company	ITLX	148503
9	Canadian Pacific Railway Company	ITLX	148504
10	Canadian Pacific Railway Company	ITLX	148505
11	Canadian Pacific Railway Company	ITLX	148506
12	Canadian Pacific Railway Company	ITLX	148507
13	Canadian Pacific Railway Company	ITLX	148508
14	Canadian Pacific Railway Company	ITLX	148509
15	Canadian Pacific Railway Company	ITLX	148510
16	Canadian Pacific Railway Company	ITLX	148511
17	Canadian Pacific Railway Company	ITLX	148512
18	Canadian Pacific Railway Company	ITLX	148513
19	Canadian Pacific Railway Company	ITLX	148514
20	Canadian Pacific Railway Company	ITLX	148515
21	Canadian Pacific Railway Company	ITLX	148516
22	Canadian Pacific Railway Company	ITLX	148517
23	Canadian Pacific Railway Company	ITLX	148518
24	Canadian Pacific Railway Company	ITLX	148519
25	Canadian Pacific Railway Company	ITLX	148520
26	Canadian Pacific Railway Company	ITLX	148521
27	Canadian Pacific Railway Company	ITLX	148522
28	Canadian Pacific Railway Company	ITLX	148523
29	Canadian Pacific Railway Company	ITLX	148524
30	Canadian Pacific Railway Company	ITLX	148525
31	Canadian Pacific Railway Company	ITLX	148526
32	Canadian Pacific Railway Company	ITLX	148527
33	Canadian Pacific Railway Company	ITLX	148600
34	Canadian Pacific Railway Company	ITLX	148601
35	Canadian Pacific Railway Company	ITLX	148602
36	Canadian Pacific Railway Company	ITLX	148603
37	Canadian Pacific Railway Company	ITLX	148604
38	Canadian Pacific Railway Company	ITLX	148605
39	Canadian Pacific Railway Company	ITLX	148609
40	Canadian Pacific Railway Company	ITLX	148611

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