

RECORDATION NO. 27298 - F FILED

APR 26 '10 -1 45 PM

SURFACE TRANSPORTATION BOARD

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

OF COUNSEL
URBAN A LESTER

April 26, 2010

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 Partial Release of Security Interest, dated as of April 26, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Railcar Loan and Security Agreement previously filed with the Board under Recordation Number 27298.

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

Lender/
Secured Party: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue
Minneapolis, Minnesota 55479

[Borrower. Compass Rail XII Corporation
750 Battery Street, Suite 430
San Francisco, California 94111]

Section Chief
April 26, 2010
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A description of the railroad equipment covered by the enclosed document is:

12 tank cars within the series RPBX 23167 - RPBX 23281 as more particularly set forth in the attachment to the document.

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

Partial Release of Security Interest

Also enclosed is a check in the amount of \$41.00 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 'Robert W. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

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PARTIAL RELEASE OF SECURITY INTEREST

SURFACE TRANSPORTATION BOARD

The undersigned, WELLS FARGO EQUIPMENT FINANCE, INC., as Lender and Secured Party (the "Secured Party"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, does hereby terminate, release and discharge the security interest held by it which encumbers that certain railroad equipment identified on Schedule A attached hereto.

Such security interest was granted pursuant to that certain Railcar Loan and Security Agreement, dated as of December 21, 2007, by and between Compass Rail XII Corporation, as Borrower, and Secured Party, a Memorandum of which was filed with the Surface Transportation Board on December 21, 2007 at 3:00 p.m. under Recordation Number 27298.

IN WITNESS WHEREOF, Secured Party has caused this instrument to be executed by its officer thereunto duly authorized this 26th day of April, 2010.

WELLS FARGO EQUIPMENT FINANCE, INC.,
Secured Party

By: B. Daly

Name: Brian Daly

Title: Assistant Vice-President

OFFICER'S CERTIFICATION

I hereby certify under the pains and penalty of perjury that I hold the title and office specified above, that this Partial Release of Security Interest was signed on behalf of Wells Fargo Equipment Finance, Inc. by authority of its Board of Directors and that the execution of this instrument is the free act and deed of Wells Fargo Equipment Finance, Inc.

B. Daly
Name: Brian Daly

SCHEDULE A

[description of released railcars]

Group 1 Railcars

13,684 gallon capacity, sulfuric acid railroad tank cars, DOT 111A100W2, built in 1992 Union Tank Car with the following car marks and numbers:

	<u>Car</u> <u>Mark</u>	<u>Car #</u>
1	RPBX	23167
2	RPBX	23172
3	RPBX	23173
4	RPBX	23175
5	RPBX	23182
6	RPBX	23204
7	RPBX	23215
8	RPBX	23239
9	RPBX	23245
10	RPBX	23268
11	RPBX	23273
12	RPBX	23281

Group 2 Railcars:

13,440 gallon capacity, lined sulfuric acid railroad tank cars 263,000 lbs. Gross Rail Load, DOT 111A100W2 built in 1995 by Union Tank Car with car marks and numbers:

(None)

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 4/26/10



Robert W. Alvord