

RECORDATION NO. 22588-C
FILED

MAY 06 '10 -3 00 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

May 6, 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 Memorandum of Termination of Security Agreement (Amtrak Trust 99-C), dated as of May 6, 2010, 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 Memorandum of Loan and Security Agreement (Amtrak Trust 99-C) previously filed with the Board under Recordation Number 22588-A.

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

Trustee: Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, DE 19890

Lender: AME Investments LLC
c/o Ambac Capital Corp
One State Street Plaza
New York, NY 10004

Section Chief
May 6, 2010
Page two

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

46 railcars TERMINATED within the series AMTK 25000 - AMTK 38038 as more particularly set forth in the attachment to the document.

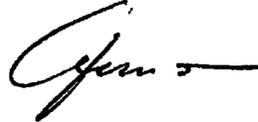
A short summary of the document to appear in the index is:

Memorandum of Termination of Security Agreement (Amtrak Trust 99-C).

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 "R. Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

MAY 06 '10 -3 00 PM

MEMORANDUM OF TERMINATION OF SECURITY AGREEMENT

SURFACE TRANSPORTATION BOARD

1. Pursuant to the Loan and Security Agreement (Amtrak Trust 99-C), dated as of December 9, 1999 (the "Security Agreement"), Wilmington Trust Company, a Delaware banking corporation, not in its individual capacity, but solely as Trustee ("Trustee") under the Trust Agreement (Amtrak Trust 99-C) dated as of December 9, 1999, granted to AME Investments, LLC (the "Lender"), as security for certain obligations of Trustee, Equity Investor, Lessee or any other Person under any of the Operative Documents to the Lender, a security interest in all of Trustee's right, title, and interest in and to the Collateral, including, without limitation, the railroad equipment described on Annex A hereto. The parties executed a Memorandum of Loan and Security Agreement (Amtrak Trust 99-C), reflecting the foregoing, dated as of December 9, 1999, which Memorandum was filed with the Surface Transportation Board ("STB") on December 9, 1999, at 11:15 AM, with the Recordation No. 22588-A. All terms used and not otherwise defined herein shall have the respective meanings provided in the Security Agreement.

2. Pursuant to a Termination and Purchase Agreement (Amtrak Trust 99-C), dated as of May 6, 2010, by and between Trustee, National Railroad Passenger Corporation, a company organized under the Rail Passenger Service Act and the laws of the District of Columbia, Wachovia Financial Services, Inc., a North Carolina corporation, the Lender and AME Asset Funding, LLC, a Delaware limited liability company, the Lender terminated and released the security interest granted by Trustee to the Lender under the Security Agreement in full with respect to the Collateral, including, without limitation, the railroad equipment described on Annex A hereto.

3. The addresses of the parties are as follows:

Wilmington Trust Company
1100 North Market Street
Wilmington, Delaware 19890
Attention: Corporate Trust Administration

AME Investments, LLC
C/o Ambac Capital Corporation
One State Street Plaza
New York, New York 10004
Attention: Loan Operations

4. The terms and provisions of the above-referenced security interest are more particularly set forth in the above-referenced Security Agreement.

5. This Memorandum of Termination of Security Agreement may be signed in counterpart or duplicate copies, and any signed counterpart or duplicate copy shall be equivalent to a signed original for all purposes.

[Execution on next page; remainder of this page intentionally left blank]

[Memorandum of Termination of Security Agreement - STB (Amtrak Trust 99-C)]

IN WITNESS WHEREOF, the parties hereto have caused this Memorandum of Termination of Security Agreement to be executed as of May 10, 2010

WILMINGTON TRUST COMPANY, not in its individual capacity, but solely as Trustee, as aforesaid

By. [Signature]
Name.
Title. Robert J. Perkins
Vice President

STATE OF DELAWARE)
) ss.
COUNTY OF NEW CASTLE)

On May 3, 2010, before me personally appeared, Robert J. Perkins to me personally known, who being by me duly sworn says that he is Vice President of Wilmington Trust Company, and that he executed the foregoing instrument on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Signature]
Notary Public LISA A. PITTACCIO
My commission expires Notary Public - State of Delaware
My Comm. Expires May 10, 2011



[NOTARIAL SEAL]

[Execution continued on next page, remainder of this page intentionally left blank]

ANNEX A

EQUIPMENT

Amtrak Equipment Number	<u>Equipment Type</u>	
25000	Amfleet II	Amcoach II
25001	Amfleet II	Amcoach II
25003	Amfleet II	Amcoach II
25004	Amfleet II	Amcoach II
25007	Amfleet II	Amcoach II
25008	Amfleet II	Amcoach II
25009	Amfleet II	Amcoach II
25010	Amfleet II	Amcoach II
25012	Amfleet II	Amcoach II
25014	Amfleet II	Amcoach II
31026	Superliner I	Superliner Coach/Baggage
31036	Superliner I	Superliner Coach/Baggage
33101	Superliner I	Superliner Diner
38000	Superliner I	Superliner Diner
38001	Superliner I	Superliner Diner
38014	Superliner I	Superliner Diner
38015	Superliner I	Superliner Diner
38018	Superliner I	Superliner Diner
38019	Superliner I	Superliner Diner
38023	Superliner I	Superliner Diner
38024	Superliner I	Superliner Diner
38028	Superliner I	Superliner Diner
38030	Superliner I	Superliner Diner
38032	Superliner I	Superliner Diner
38034	Superliner I	Superliner Diner
38035	Superliner I	Superliner Diner
38036	Superliner I	Superliner Diner
38037	Superliner I	Superliner Diner
38038	Superliner I	Superliner Diner
33007	Superliner I	Superliner Lounge
33010	Superliner I	Superliner Lounge
33011	Superliner I	Superliner Lounge
33013	Superliner I	Superliner Lounge
33014	Superliner I	Superliner Lounge
33019	Superliner I	Superliner Lounge
33102	Superliner I	Superliner Lounge (Auto Train)
33103	Superliner I	Superliner Lounge (Auto Train)

Amtrak Equipment Number	<u>Equipment Type</u>	
33104	Superliner I	Superliner Lounge (Auto Train)
33000	Superliner I	Superliner Lounge/Café
33001	Superliner I	Superliner Lounge/Café
33005	Superliner I	Superliner Lounge/Café
33006	Superliner I	Superliner Lounge/Café
33008	Superliner I	Superliner Lounge/Café
33012	Superliner I	Superliner Lounge/Café
33016	Superliner I	Superliner Lounge/Café
33017	Superliner I	Superliner Lounge/Café

* - Units, if any, which have been removed due to a casualty are marked with an “*”.

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: 5/6/10



Robert W Alvord