

RECORDATION NO. 22591-C FILED

AUG 17 '10 -3 45 PM

SURFACE TRANSPORTATION BOARD

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August 17, 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-F), dated as of August 17, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Loan and Security Agreement (Amtrak Trust 99-F), filed with the Board under Recordation Number 22591-A.

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

Indenture Trustee: Wilmington Trust Company, not in its individual capacity, but solely as Trustee)
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]

Chief, Section of Administration
August 17, 2010
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A description of the railroad equipment covered by the enclosed document is.

61 railcars within the series AMTK 25078- AMTK 28016 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-F)

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

AUG 17 '10 -3 45 PM

MEMORANDUM OF TERMINATION OF SECURITY AGREEMENT

SURFACE TRANSPORTATION BOARD

1. Pursuant to the Loan and Security Agreement (Amtrak Trust 99-F), 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-F) 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-F), reflecting the foregoing, dated as of December 9, 1999, which Memorandum was filed with the Surface Transportation Board ("STB") on December 9, 1999, at 12:23 PM, with the Recordation No. 22591-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-F), dated as of August 16, 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, Wells Fargo Bank, National Association (as successor to Norwest Bank Minnesota, National Association), a national banking association, 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

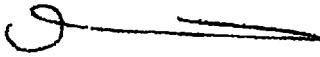
4 The terms and provisions of the above-referenced security interest are more particularly set forth in the above-referenced Security Agreement.

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-F)]

AME INVESTMENTS, LLC

By: 
Name: David J. Weissman
Title: Ambac Board Member

STATE OF NEW YORK)
) ss:
COUNTY OF NEW YORK)

On August 13, 2010, personally appeared before me David J Weissman, to me personally known, who being by me duly sworn, said that he is a Ambac Board Member of AME Investments, LLC, that such instrument was signed on behalf of such corporation by the authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of such corporation.


Notary Public
My commission expires: 2-22-2014

[NOTARIAL SEAL]

THOMAS J. STASKOWSKI
NOTARY PUBLIC, State of New York
No. 01ST6217858
Qualified in New York County
Commission Expires February 22, 2014

ANNEX A

EQUIPMENT

DESCRIPTION OF UNITS

<u>Amtrak Equipment Number</u>		<u>Equipment Type</u>
25078	Amcoach II	Amfleet II enhanced
25079	Amcoach II	Amfleet II
25081	Amcoach II	Amfleet II enhanced
25082	Amcoach II	Amfleet II
25083	Amcoach II	Amfleet II
25084	Amcoach II	Amfleet II
25085	Amcoach II	Amfleet II
25086	Amcoach II	Amfleet II
25087	Amcoach II	Amfleet II
25088	Amcoach II	Amfleet II enhanced
25089	Amcoach II	Amfleet II
25090	Amcoach II	Amfleet II
25091	Amcoach II	Amfleet II enhanced
25092*	Amcoach II	Amfleet II enhanced
25093	Amcoach II	Amfleet II
25094	Amcoach II	Amfleet II
25095	Amcoach II	Amfleet II enhanced
25096	Amcoach II	Amfleet II
25097	Amcoach II	Amfleet II
25098	Amcoach II	Amfleet II
25099	Amcoach II	Amfleet II
25100	Amcoach II	Amfleet II
25101	Amcoach II	Amfleet II
25102	Amcoach II	Amfleet II enhanced
25103	Amcoach II	Amfleet II
25104	Amcoach II	Amfleet II
25105	Amcoach II	Amfleet II
25106	Amcoach II	Amfleet II enhanced
25107	Amcoach II	Amfleet II
25108	Amcoach II	Amfleet II
25109	Amcoach II	Amfleet II
25110	Amcoach II	Amfleet II
25111	Amcoach II	Amfleet II enhanced
25112	Amcoach II	Amfleet II
25113	Amcoach II	Amfleet II
25114	Amcoach II	Amfleet II
25115	Amcoach II	Amfleet II

25116	Amcoach II	Amfleet II enhanced
25117	Amcoach II	Amfleet II enhanced
25118	Amcoach II	Amfleet II
25119	Amcoach II	Amfleet II
25120	Amcoach II	Amfleet II
25121	Amcoach II	Amfleet II
25122	Amcoach II	Amfleet II
25123	Amcoach II	Amfleet II
25124	Amcoach II	Amfleet II
26036	Amcoach II	Amfleet II enhanced
26045	Amcoach II	Amfleet II enhanced
26053	Amcoach II	Amfleet II enhanced
28000	Amlounge II	Amfleet II
28001	Amlounge II	Amfleet II enhanced
28002	Amlounge II	Amfleet II
28003	Amlounge II	Amfleet II
28004	Amlounge II	Amfleet II
28005	Amlounge II	Amfleet II
28006	Amlounge II	Amfleet II enhanced
28008	Amlounge II	Amfleet II enhanced
28013	Amlounge II	Amfleet II
28014	Amlounge II	Amfleet II enhanced
28015	Amlounge II	Amfleet II enhanced
28016	Amlounge II	Amfleet II

* - 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:

8 / 17 / 10



Robert W. Alvord