

RECORDATION NO. 27028-B FILED

AUG 24 '10 -10 00 AM

SURFACE TRANSPORTATION BOARD

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ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

August 24, 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 August 18, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Loan and Security Agreement previously filed with the Board under Recordation Number 27028-A.

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

Secured Party: DVB Bank SE
609 Fifth Avenue
New York, NY 10017 Lessor:

[Borrower: Compass Rail VIII Corporation
750 Battery Street, Suite 430
San Francisco, CA 94111]

Section Chief
August 24, 2010
Page 2

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

2 covered hopper railcars RELEASED: BCOL 829114 and BCOL 329115.

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,



Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE OF SECURITY INTEREST

The undersigned, DVB BANK SE, AS AGENT (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 Loan and Security Agreement, dated as of June 22, 2007, by and between Compass Rail VIII Corporation, as Borrower, and Secured Party, a Memorandum of which was filed with the Surface Transportation Board on June 22, 2007 at 2 40 p m. under Recordation Number 27028-A.

IN WITNESS WHEREOF, Secured Party has caused this instrument to be executed by its officers thereunto duly authorized this 18th day of August, 2010.

DVB BANK SE, AS AGENT
Secured Party
By: [Signature]
Title: Murat Kaptanoglu
VP

By: [Signature]
Title: Volker Eberhart
VP

We, Murat Kaptanoglu and Volker Eberhart certify that we are the Vice President, and Vice President, respectively, of DVB Bank SE, that this instrument was signed on behalf of DVB Bank SE by authority of its Board of Directors and that we acknowledge that the execution of the foregoing instrument was the free act and deed of DVB Bank SE. We further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Signature: [Signature]
Name: Murat Kaptanoglu
Dated: August 24, 2010

Signature: [Signature]
Name: Volker Eberhart
Dated: August 24, 2010

SCHEDULE A

[description of released railcars]

The Railcars Two (2) 4750 cfc, 100 ton, covered hopper cars equipped with trough hatches and gravity outlet gates numbered as follows (the "Railcars"):

BCOL	829114
BCOL	829115

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:

8/24/10



Robert W. Alvord