

RECORDATION NO. 28010-0000 FILED

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**SURFACE TRANSPORTATION BOARD**

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

March 4, 2011

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 Full Release of Security Interest (Series B), dated as of March 4, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Memorandum Of Security Agreement, Series B previously filed with the Board under Recordation Number 28010-W.

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

Secured Party: Deutsche Bank Trust Company Americas  
as Series B Subsidiary Collateral Agent  
60 Wall Street, 26th Floor  
New York, NY 10005

[Grantors: The CIT Group/Equipment Financing, Inc.  
The CIT Group/Corporate Aviation, Inc.  
c/o CIT Group Inc.  
1 CIT Drive  
Livingston, New Jersey 07039]

Chief, Section of Administration  
March 4, 2011  
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A description of the railroad equipment covered by the enclosed document is:

RELEASE of all railroad equipment and railroad inventory owned by the Grantors from the date the security interest was first granted as to each, and railroad equipment and railroad inventory thereafter acquired by each during the period the security interest was in force.

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

Notice of Full Release of Security Interest (Series B).

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,



Edward M. Luria

EML/bhs  
Enclosures

MAR 04 '11 -3 30 PM

**SURFACE TRANSPORTATION BOARD**  
**NOTICE OF FULL RELEASE OF SECURITY INTEREST**  
**Series B**

The undersigned, DEUTSCHE BANK TRUST COMPANY AMERICAS, as Series B Subsidiary Collateral Agent (as defined in the Collateral Agreement described below) for the Series B Subsidiary Secured Parties (in such capacity, the "Collateral Agent"), publishes this notice that it has terminated, released and discharged all its security interest in and to the Series B Collateral referred to in the document described below, which includes all of the right, title and interest in, to and under, *inter alia*, certain railcars, locomotives and other rolling stock owned by each of THE CIT GROUP/EQUIPMENT FINANCING, INC., THE CIT GROUP/CORPORATE AVIATION, INC. and C.I.T. LEASING CORPORATION (collectively, the "Grantors"), on the date the security interest was first granted, or whether thereafter acquired during the period the security interest was in force.

The security interest hereby released, terminated and discharged was originally granted by the Grantors to the Collateral Agent pursuant to that certain Series B Collateral Agreement, dated as of December 10, 2009 (as amended, restated, supplemented or otherwise modified from time to time, the "Collateral Agreement") between the Grantors, certain affiliates of the Grantors, and the Collateral Agent. Such security interest was originally recorded in the form of a Memorandum of Security Agreement (Series B) with the Surface Transportation Board on March 10, 2010 under Recordation No. 28010-W and a Memorandum of Security Agreement (Series B) (Additional Grantor) recorded with the Surface Transportation Board on July 14, 2010 under Recordation No. 28010-DDD.

*[Signature page follows]*

IN WITNESS WHEREOF, DEUTSCHE BANK TRUST COMPANY AMERICAS has caused this instrument to be executed by its officer thereunto duly authorized this 4 day of March, 2011.

DEUTSCHE BANK TRUST COMPANY  
AMERICAS,  
as Collateral Agent

By: [Signature]

Name: \_\_\_\_\_

Title: IRENE SIEGEL  
VICE PRESIDENT

By: [Signature]

Name: MARIA INOA  
ASSOCIATE

Title: \_\_\_\_\_

NOTARY STATEMENT

STATE OF NEW YORK )  
COUNTY OF NEW YORK )

I, DIANA E. VASCONEZ, a Notary Public, qualified in New York County, New York, do hereby certify that on this 4 day of MARCH, 2011, personally appeared \_\_\_\_\_ and \_\_\_\_\_, who acknowledged themselves to be \_\_\_\_\_ and \_\_\_\_\_, respectively of Deutsche Bank Trust Company Americas, as Series \_\_\_\_\_ Subsidiary Collateral Agent and that they, as such officers being authorized to do so, executed the foregoing instrument in the capacity therein contained and for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand.

[Signature]  
Notary Public

My commission expires: 10/12/2014



**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: March 4, 2011



Edward M Luria