

RECORDATION NO 29508-H FILED  
May 11, 2012 08:00 AM  
SURFACE TRANSPORTATION BOARD

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

May 10, 2012

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 Termination of Security Interest, dated as of March 27, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Mortgage previously filed with the Board under Recordation Number 29508.

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

Secured Party: UniCredit Bank AG  
150 East 42nd Street  
New York, NY 10017

[Debtor: Adler Funding LLC  
c/o UniCredit Bank AG  
150 East 42nd Street  
New York, NY 10017]

Chief  
Section of Administration  
May 10, 2012  
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A description of the railroad equipment covered by the enclosed document is:

120 railcars TERMINATED: BNBX 500001 – BNBX 500010 and BNBX 500141 – BNBX 500250.

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

Partial Termination 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,



✓ Edward M. Luria

EML/sem

Enclosures

**PARTIAL TERMINATION OF SECURITY INTEREST**  
(Re: Marquis Energy Contract 3135/0001)

THIS PARTIAL TERMINATION OF SECURITY INTEREST (this "Partial Termination") is made this 21 day of March, 2012, on behalf of ADLER FUNDING LLC (the "Debtor") by UNICREDIT BANK AG (the "Secured Party") pursuant to that certain Security Agreement, dated as of October 15, 2010 (the "Security Agreement").

WHEREAS, the Security Agreement created a lien and security interest in favor of the Secured Party in and to railcars owned by Debtor, including those certain railcars particularly identified in Exhibit 1 hereto (the "Units") and any lease relating thereto.

WHEREAS, the Debtor is party to that certain Memorandum of Mortgage (the "Memorandum of Mortgage") which was duly recorded with the Surface Transportation Board on October 18, 2010 under Recordation Number 29508.

WHEREAS, the Debtor and Secured Party now desire to terminate and cancel the Secured Party's security interest in and mortgage lien upon all right, title and interest of the Debtor in, to and under the Units.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereby terminates and cancels its security interest in, and mortgage lien upon, all right, title and interest of the Debtor in the Units (and any lease relating thereto) effective as of the date of this Partial Termination.

This Partial Termination is being filed with the Surface Transportation Board so as to release any security interest in and mortgage lien upon the Units created by or arising out of the Security Agreement.

IN WITNESS WHEREOF, the Secured Party has caused this Partial Termination of Security Interest to be duly executed and delivered as of the date first above written.

UNICREDIT BANK AG, as Secured Party

By: *Loriann Curnyn*  
LORIANN CURMYN  
Name: MANAGING DIRECTOR

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

By: *Michael D. Novellino*  
Michael D. Novellino  
Name: Director

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

STATE OF NEW YORK

COUNTY OF NEW YORK

On this 27<sup>th</sup> day of March, 2012 before me personally appeared LoriAnn Curnyn and Michael D. Novellino to me personally known to me to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which they acted, executed the instrument.

*Ruthdelania Waugh*  
NOTARY PUBLIC

My commission expires: September 19, 2013

RUTHDELANIA WAUGH  
Notary Public, State of New York  
No. 01WA6133462  
Qualified in Westchester County  
Commission Expires Sept 19, 2013

## EXHIBIT 1

### Description of Cars - 120 tank cars:

<u>Car Number</u>	<u>Car Number</u>	<u>Car Number</u>
1	BNBX500250	41
2	BNBX500249	42
3	BNBX500248	43
4	BNBX500247	44
5	BNBX500246	45
6	BNBX500245	46
7	BNBX500244	47
8	BNBX500243	48
9	BNBX500242	49
10	BNBX500241	50
11	BNBX500240	51
12	BNBX500239	52
13	BNBX500238	53
14	BNBX500237	54
15	BNBX500236	55
16	BNBX500235	56
17	BNBX500234	57
18	BNBX500233	58
19	BNBX500232	59
20	BNBX500231	60
21	BNBX500230	61
22	BNBX500229	62
23	BNBX500228	63
24	BNBX500227	64
25	BNBX500226	65
26	BNBX500225	66
27	BNBX500224	67
28	BNBX500223	68
29	BNBX500222	69
30	BNBX500221	70
31	BNBX500220	71
32	BNBX500219	72
33	BNBX500218	73
34	BNBX500217	74
35	BNBX500216	75
36	BNBX500215	76
37	BNBX500214	77
38	BNBX500213	78
39	BNBX500212	79
40	BNBX500211	80
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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: 5/10/12

Edward M Luria  
Edward M. Luria