

RECORDATION NO 23619-F

FILED

September 6, 2012 04:46 PM

LAW OFFICES OF
SURFACE TRANSPORTATION BOARD
LOUIS E. GITOMER, LLC.

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September 6, 2012

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Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination, a secondary document, dated as of September 6, 2012. The primary document to which this is connected is recorded under Recordation Number 23619. We request that this document be recorded under Recordation Number 23619-F.

The names and addresses of the parties to the Termination are:

Lender:

GE Commercial Distribution Finance Corporation successor-in-interest to
Deutsche Financial Services Corporation
401 Merritt Seven
Norwalk, CT 06851

Grantor:

Midwest Railcar Corporation
3 Professional Park Drive, Suite B
Maryville, IL 62062

A description of the equipment covered by the Termination consists of 20 gondola cars numbered AGR 119712, 119756, 119781, 119806, 119823, 119841, 119890, 119956, 119961, 174200, 174206, 174255, 174267, 174288, 585556, 585568, 585575, 586026, 586155, 586202, and 586254.

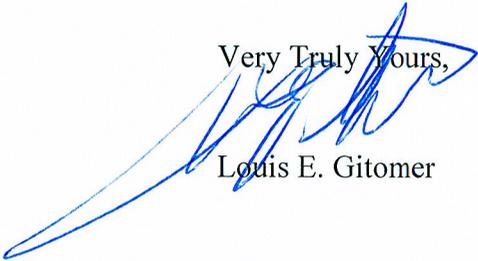
Ms. Cynthia T. Brown
September 6, 2012
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A fee of \$42.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgrailaw.com

A short summary of the document to appear in the index follows: a Termination by GE Commercial Distribution Finance Corporation successor-in-interest to Deutsche Financial Services Corporation, 401 Merritt Seven, Norwalk, CT 06851, and Midwest Railcar Corporation, 3 Professional Park Drive, Suite B, Maryville, IL 62062 covering 20 gondola cars numbered AGR 119712, 119756, 119781, 119806, 119823, 119841, 119890, 119956, 119961, 174200, 174206, 174255, 174267, 174288, 585556, 585568, 585575, 586026, 586155, 586202, and 586254.

Very Truly Yours,



Louis E. Gitomer

Enclosure

TERMINATION

This Termination, dated as of September 6th, 2012, is between GE Commercial Distribution Finance Corporation, successor-in-interest to Deutsche Financial Services Corporation ("Lender"), as lender, and Midwest Railcar Corporation ("Midwest"), as borrower.

WHEREAS, Lender and Midwest entered that certain Loan and Security Agreement dated as of August 14, 2001 (the "Security Agreement") for 21 railcars bearing AGR reporting marks and road numbers listed in Exhibit A attached hereto and made a part hereof (the "Lien Equipment"); and

WHEREAS, a Memorandum of Loan and Security Agreement dated as of August 14, 2001 (the "Loan") between Lender, as lender, and Midwest, as borrower, was recorded at the Surface Transportation Board (the "Board") on August 17, 2001 at 1:03 pm under Recordation No. 23619 for the Lien Equipment; and

WHEREAS, a Memorandum of (Collateral) Assignment of Leases and Rents dated as of August 14, 2001 (the "Assignment") between Lender, as secured party, and Midwest, as borrower, was recorded at the Board on August 17, 2001 at 1:22 pm under Recordation No. 23619-B for the Lien Equipment; and

WHEREAS, the duties and obligations of the parties to the Security Agreement, the Loan, and the Assignment with respect to the Lien Equipment have been satisfied and discharged.

NOW, THEREFORE, in consideration of the promises and covenants in the documents set forth above by reference, and for other valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and the authority to issue and execute this document, intending to be legally bound, Lender and Midwest hereby terminate and cancel the Security Agreement, the Loan, and the Assignment with respect to the Lien Equipment as of the date herein first written above; provided that this termination does not apply to provisions of the Security Agreement, the Loan, and the Assignment stated to survive such termination.

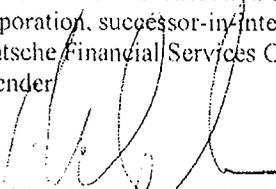
This Termination may be executed in separate counterparts, each of which when so executed and delivered shall be an original for all purposes, but all such counterparts shall constitute but one and the same instrument.

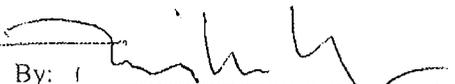
{Signature Page Follows}

IN WITNESS WHEREOF, the parties hereto have caused this Termination to be duly executed as of the date hereinabove first written.

GE Commercial Distribution Finance Corporation, successor-in-interest to Deutsche Financial Services Corporation, as lender

Midwest Railcar Corporation, as borrower

By: 
Name: Mark Michener
Title: Portfolio Manager and Authorized Signatory

By: 
Name: Richard M. Murphy
Title: President & CEO

STATE OF ILLINOIS)
) ss.
County of Madison)

On this 6th day of ~~August~~ September 2012, before me, Karyn F. Ward, the undersigned Notary Public, personally appeared Richard M. Murphy personally known to me to be the person who executed the within instrument as President & CEO on behalf of Midwest Railcar Corporation, and acknowledged to me that the corporation executed it.

Karyn F. Ward
Notary Public for ILLINOIS
My Commission expires 5/13/14



EXHIBIT A

DESCRIPTION OF CARS

Cubic Capacity: 6000 - 6444
Car Builder: Gunderson / Thrall
AAR Car Code: E500
Gross Weight: 263,000
Lightweight: 67,000
Load Limit: 196,000

<u>New No:</u>	<u>Old No.</u>	<u>Blt. Date:</u>	<u>Cu. Cap:</u>
AGR 119712	NP 119712	03/67	6007
AGR 119756	NP 119756	03/67	6007
AGR 119781	NP 119781	03/67	6007
AGR 119956	NP 119956	04/67	6007
AGR 119841	NP 119841	04/67	6007
AGR 119890	NP 119890	04/67	6007
AGR 174206	GN 174206	06/68	6444
AGR 174267	GN 174267	07/68	6444
AGR 174255	GN 174255	06/68	6444
AGR 174288	GN 174288	07/68	6444
AGR 174200	GN 174200	06/68	6444
AGR 586202	BN 586202	04/67	6007
AGR 586155	BN 586155	04/67	6007
AGR 586254	BN 586254	04/67	6007
AGR 586026	BN 586026	03/67	6007
AGR 585575	BN 585575	07/68	6444
AGR 585568	BN 585568	07/68	6444
AGR 585556	BN 585556	06/68	6444
AGR 119806	NP 119806	04/67	6007
AGR 119823	NP 119823	04/67	6007
AGR 119961	NP 119961	05/67	6007