

RECORDATION NO 29857-B

FILED

September 18, 2012 04:05 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW

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

OF COUNSEL
URBAN A. LESTER

September 18, 2012

Chief of the 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, dated as of September 18, 2012, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Numbers 29771 and 29857.

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

Grantor: Flagship Rail Services, LLC
300 South Riverside Plaza, Suite 1925
Chicago, IL 60606

Chief of the Section of Administration
September 18, 2012
Page 2

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

52 railcars have been remarked and numbered SOXX 630000 – SOXX 630052 (previously marked AOKX 78500 - AOKX 78549, AOKX 78150 and AOKX 78152 as more particularly set forth on the attachment to the document).

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

Notice.

Also enclosed is a check in the amount of \$42.00 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

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SURFACE TRANSPORTATION BOARD



300 South Riverside Plaza
Suite 2100
19th Floor
Chicago, IL 60606
312-559-4800

September 18, 2012

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423

Re: Recordation Number 29857

Dear Section Chief,

Notice is hereby given that the reporting marks and/or road numbers of the railroad equipment previously filed under the above-referenced Recordation Number have changed as set for on the attached schedule.

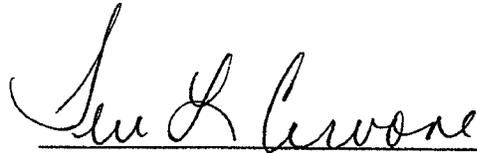
Very truly yours,

A handwritten signature in cursive script that reads "Timothy S. Milazzo".

Timothy S. Milazzo
Vice President and Chief Financial Officer
Flagship Rail Services, LLC (fka AIG Rail Services, Inc.)

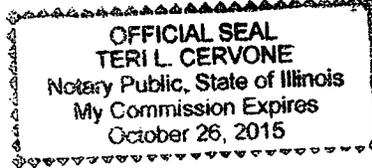
State of Illinois)
) ss:
County of Cook)

On this 18th day of September, 2012, before me, a notary public in and for the county and state aforesaid, personally appeared Tim Milazzo, to me personally known, who, being by me duly sworn, says that he/she is a Vice President and Chief Financial Officer of Flagship Rail Services, LLC, that the said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.



NOTARY PUBLIC

My commission expires:



Schedule A

Recordation Number: 29857

Reporting Marks and Road Numbers as Previously Filed	New Reporting Marks and Road Numbers
AOKX078150	SOXX630000
AOKX078152	SOXX630033
AOKX078500	SOXX630031
AOKX078501	SOXX630047
AOKX078502	SOXX630034
AOKX078503	SOXX630006
AOKX078504	SOXX630009
AOKX078505	SOXX630032
AOKX078506	SOXX630051
AOKX078507	SOXX630048
AOKX078508	SOXX630046
AOKX078509	SOXX630038
AOKX078510	SOXX630019
AOKX078511	SOXX630030
AOKX078512	SOXX630012
AOKX078513	SOXX630023
AOKX078514	SOXX630035
AOKX078515	SOXX630040
AOKX078516	SOXX630042
AOKX078517	SOXX630013
AOKX078518	SOXX630041
AOKX078519	SOXX630028
AOKX078520	SOXX630043
AOKX078521	SOXX630024
AOKX078522	SOXX630039
AOKX078523	SOXX630025
AOKX078524	SOXX630007
AOKX078525	SOXX630001
AOKX078526	SOXX630049
AOKX078527	SOXX630045
AOKX078528	SOXX630016
AOKX078529	SOXX630036
AOKX078530	SOXX630022
AOKX078531	SOXX630020
AOKX078532	SOXX630050

AOKX078533	SOXX630017
AOKX078534	SOXX630002
AOKX078535	SOXX630014
AOKX078536	SOXX630003
AOKX078537	SOXX630026
AOKX078538	SOXX630004
AOKX078539	SOXX630027
AOKX078540	SOXX630005
AOKX078541	SOXX630018
AOKX078542	SOXX630008
AOKX078543	SOXX630015
AOKX078544	SOXX630037
AOKX078545	SOXX630021
AOKX078546	SOXX630010
AOKX078547	SOXX630011
AOKX078548	SOXX630044
AOKX078549	SOXX630029

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: 9/18/12

Edward M Luria
Edward M. Luria