

RECORDATION NO 26898-E
FILED
November 5, 2012 02:45 PM
SURFACE TRANSPORTATION BOARD

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URBAN A. LESTER

November 5, 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 Notice of Lease Termination, dated as of November 5, 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 Number 26898.

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

Lessor: Infinity Rail II, LLC
 1355 Peachtree Street
 Suite 750 - South Tower
 Atlanta, GA 30309

Section Chief
November 5, 2012
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A description of the railroad equipment covered by the enclosed document is:

54 covered hopper railcars: IFBX 20000, MSDR 30106, PLCX 12024; PLCX 18499; PLCX 25616 and within the series TRNX 500058 – TRNX 500694 and NAHX 11027 – NAHX 890639 as more particularly set forth in the attachment to the document..

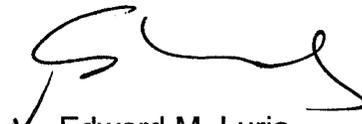
A short summary of the document to appear in the index is:

Notice of Lease Termination.

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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**NOTICE OF
LEASE TERMINATION**

This Notice of Lease Termination (this "Notice") is effective as of November 5, 2012.

Infinity Rail II, LLC, a Georgia limited liability company ("IR II"), the lessor party of record, hereby shows for the public record that the lease described below (the "Lease") is no longer in effect as to any of the railroad cars listed on Exhibit A hereto:

Rider No. 150 Renewal 1 Car Set 1 (executed by lessee on 9/8/05 and lessor on 10/3/05) between General Electric Railcar Services Corporation ("GE Railcar") (called in the documents "General Electric Rail Services Corporation") as lessor and Cargill, Inc. as original lessee party, which incorporates the provisions of (i) Rider No. 150 dated April 16, 2003 between GE Railcar as lessor and Cargill, Inc., as lessee, and (ii) Car Leasing Agreement No. 1285-5 dated January 1, 1984, between GE Railcar as lessor and Cargill, Incorporated as lessee, as amended by the letter dated May 18, 1990 executed by GE Railcar and Cargill, Inc. and by "Revised Amendment No. 1 Car Leasing Agreement 1285-5" dated October 21, 1994 executed by the same parties, which Rider No. 150 Renewal No. 1 Car Set 1 has been assigned and amended by the Assignment and Assumption Agreement dated January 1, 2006 among Cargill, Inc., Mosaic Fertilizer, LLC, and GE Railcar and by the letter dated April 24, 2006 signed by GE Railcar and Mosaic Crop Nutrition (that is, Mosaic Crop Nutrition, LLC)

The Lease is evidenced also by the following documents previously filed with the Surface Transportation Board ("STB"):

Description of document	Date of filing with STB	STB recordation number
Assignment and Assumption Agreement dated March 30 , 2007 between General Electric Railcar Services Corporation as seller and Infinity Rail II, LLC as buyer	03/07/07	26898

This Notice shall not impair nor terminate any of the rights and obligations of the parties under the above-referenced Lease which, by their terms, expressly survive its termination.

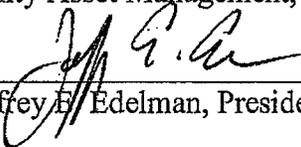
This Notice is solely for the purpose of giving notice that the Lease referenced above is no longer in effect as to the those cars. This Notice does not affect any of the filings made with the STB under recordation nos. 26898-A through 26898-D to the extent those filings relate to the cars themselves rather than to the above-referenced Lease of the cars.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this notice to be duly executed by its officer duly authorized as of the date hereof.

INFINITY RAIL II, LLC

By Infinity Asset Management, LLC as Manager

By: 
Jeffrey E. Edelman, President

STATE OF GEORGIA)
) SS:
COUNTY OF FULTON)

On this, the 5 day of November 2012, before a Notary Public in and for said State, personally appeared Jeffrey E. Edelman, who being by me duly sworn, says that he is the President of Infinity Asset Management, LLC, Manager of Infinity Rail II, LLC, that said instrument was signed on November 5, 2012 on behalf of said limited liability company and he acknowledged that the execution of the foregoing instrument was the free act and deed of said limited liability company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.




Name: Sarah Wilde
Notary Public

My Commission Expires: 8/12/13

EXHIBIT A

EQUIPMENT

fifty four (54) railcars (covered hopper cars, gravity outlet gates, 4,750 – 4,780 cu.ft. capacity) having the following reporting marks and road numbers:

Count	Mark	Num	Count	Mark	Num
1	NAHX	11027	28	NAHX	487852
2	PLCX	12024	29	NAHX	488169
3	NAHX	12161	30	NAHX	488437
4	PLCX	18499	31	NAHX	488629
5	IFBX	20000	32	NAHX	488659
6	PLCX	25616	33	NAHX	488704
7	MSDR	30106	34	NAHX	490221
8	NAHX	46980	35	NAHX	490272
9	NAHX	49494	36	NAHX	490303
10	NAHX	53047	37	TRNX	500058
11	NAHX	53892	38	TRNX	500081
12	NAHX	53900	39	TRNX	500512
13	NAHX	54464	40	TRNX	500561
14	NAHX	56020	41	TRNX	500694
15	NAHX	56025	42	NAHX	510604
16	NAHX	57390	43	NAHX	511658
17	NAHX	65402	44	NAHX	752978
18	NAHX	465916	45	NAHX	800377
19	NAHX	475694	46	NAHX	800500
20	NAHX	476260	47	NAHX	800575
21	NAHX	477752	48	NAHX	800585
22	NAHX	480413	49	NAHX	800644
23	NAHX	480987	50	NAHX	800657
24	NAHX	480993	51	NAHX	801048
25	NAHX	481243	52	NAHX	801244
26	NAHX	482176	53	NAHX	890590
27	NAHX	487377	54	NAHX	890639

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: 11/5/12

Edward M Luria
Edward M. Luria