

RECORDATION NO 25643-H  
FILED  
November 5, 2012 02:00 PM  
SURFACE TRANSPORTATION BOARD

ALVORD & ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.

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

20036  
—  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

OF COUNSEL  
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 Numbers 25643.

The names and addresses of the parties to the enclosed document are:

Lessor: Infinity Rail, LLC (as assignee of The David J. Joseph Company)  
1355 Peachtree Street  
Suite 750 - South Tower  
Atlanta, GA 30309

[Lessee: Union Pacific Railroad Company  
1400 Douglas Street  
Omaha, Nebraska 68179]

Section Chief  
November 5, 2012  
Page 2

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

1 railcar TERMINATED: NAHX 478531 (now marked IFRX 478531).

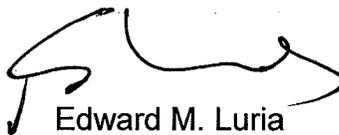
A short summary of the document to appear in the index is:

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

**NOTICE OF  
LEASE TERMINATION**

This Notice of Lease Termination is effective as of November 5, 2012 by Infinity Rail, LLC, a Georgia limited liability company (the "**Lessor**").

W I T N E S S E T H:

Lessor (as assignee of The David J. Joseph Company) and Union Pacific Railroad Company (the "**Lessee**") are parties to that certain Car Leasing Agreement No. 8812-83, dated October 14, 1986, whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars pursuant to Rider No. 19 (as may be amended, modified, renewed and assigned, the "**Lease**").

A Memorandum of Lease was filed with the Surface Transportation Board on June 17, 2005 at 4:31 p.m. under Recordation Number 25643, as assigned by that certain Memorandum of Assignment of Lease and filed with the Surface Transportation Board on June 20, 2005 at 11:10 a.m. under Recordation Number 25643-A.

Notice is hereby given that the Lease is terminated with respect to the railroad cars listed on Exhibit A hereto.

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

[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*  
Jeffrey E. Edelman, President

STATE OF GEORGIA     )  
                                  ) SS:  
COUNTY OF FULTON    )

On this, the 5<sup>th</sup> 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.

*Stephanie M. Cassama*

Name:  
Notary Public

My Commission Expires:



[Notice of Lease Termination]

**EXHIBIT A**

NAHX 478531 (now marked as IFRX 478531)

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