

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.

SUITE 301  
WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

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

OF COUNSEL  
URBAN A. LESTER

December 17, 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 an Affidavit, dated as of December 17, 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 17219.

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

Corporation: GE Railcar Associates, Inc.  
161 N. Clark Street  
Chicago, IL 60601

Chief, Section of Administration  
December 17, 2012  
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A description of the railroad equipment covered by the enclosed document is:

818 cars: ITLX 40000-40303, PLCX 47745-47899, ITLX 30000-30207, GBW 6000-6074, SFLC 351050-351069 and SRY 73000-73061.

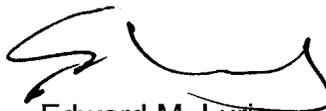
A short summary of the document to appear in the index is:

Affidavit.

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

STATE OF ILLINOIS     )  
                                  ) ss.  
COUNTY OF COOK     )

AFFIDAVIT

Before me, a notary public, in and for the County and State aforesaid, appeared Katharine K. Suprenuk, who first being duly sworn, stated as follows:

1. I am the Chief Financial Officer of GE Railcar Associates, Inc. (the "Corporation"), and I am authorized to make this Affidavit on behalf of the Corporation. The Corporation is the general partner of Railcar Associates, L.P. (the "Partnership").

2. Itel Rail Corporation ("Itel") was party to a Chattel Mortgage and Security Agreement, dated as of January 30, 1991 (the "Security Agreement") for which NMB Lease NV ("NMB") served as Original Note Purchaser and Secured Party. The Security Agreement was recorded with the Interstate Commerce Commission on February 11, 1991 at 9:10 a.m. and was assigned Recordation Number 17219. A supplement was later recorded on February 11, 1991 at 10:00 a.m. and assigned Recordation Number 17219-A, and an assignment of the outstanding obligations under the Security Agreement and of the Equipment in question (defined below) to the Partnership was recorded on June 8, 1992 at 12:20 p.m. and was assigned Recordation Number 17219-B.

3. Under the Security Agreement, NMB, as Secured Party, retained a security interest in certain units of railroad equipment identified on Schedule A attached hereto (the "Equipment").

4. The Partnership paid in full the loan obligations in respect to the Equipment, together with all other expenses as required by the Security Agreement and performed all obligations set forth therein.

5. The Partnership's records relating to the satisfaction of its obligations under the Security Agreement cannot be located. We cannot locate NMB or any representative therefor, and any of its records relating to the Agreement cannot be located.

6. This Affidavit is submitted for filing with the Surface Transportation Board as best evidence that the Security Agreement was terminated and the note referred to therein satisfied, on or before January 1, 2005, and the Partnership thereafter held title to the Equipment free and clear of any liens or encumbrances imposed by the Agreement.

GE RAILCAR ASSOCIATES, INC.

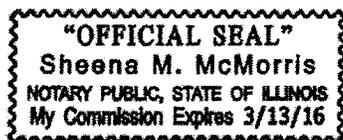
By: Katharine K. Supplement

Title: Chief Financial Officer

Subscribed and sworn before me this 17<sup>th</sup> day of December, 2012.

Sheena M. McMorris  
NOTARY PUBLIC

My commission expires: 3/13/16



SEAL

SCHEDULE A

<u>Quant.</u>	<u>Car Size &amp; Type</u>	<u>Builder</u>	<u>Car Marks</u>
303	4,750 CUBIC FOOT COVERED HOPPERS	TRINITY	ITLX 040000-040238, 040240-040303
152	5851 CUBIC FT. 100 TON COVERED HOOPERS	TRINITY	PLCX 047745-047802, 047805-047865, 047867-047899
303	3,000 CUBIC FT. AGGREGATE CARS COVERED HOPPERS	TRINITY	ITLX 030000-030207 GBW 006000-006074 SFLC 351050-351069
60	73 FT, 100 TON CENTERBEAM FLATCARS	THRALL	SRY 073000-073025 073027-073034, 073036-073061
818			TOTAL COST:

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: 12/17/12

Edward M Luria  
Edward M. Luria