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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)  
ROBERT W. ALVORD (2011)

December 19, 2014

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 Recordable Release, dated as of December 18, 2014, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 27503-C and the Bill of Sale and Assignment and Assumption Agreement previously filed with the Board under Recordation Number 27503-D.

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

Borrower:	Trinity Rail Leasing VI LLC 2525 Stemmons Freeway Dallas, Texas 75207
Agent:	DVB Bank SE Friedrich-Ebert-Anlage 2-14 60325 Frankfurt am Main Germany
Collateral Agent:	Wilmington Trust Company Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001

Section Chief  
December 19, 2014  
Page 2

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

100 railcars: NKCR 3531 – NKCR 3630, inclusive.

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

Recordable Release.

Also enclosed is a check in the amount of \$43.00 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,

  
for

Edward M. Luria

EML/cem  
Enclosures

**Recordable Release**

December 18, 2014

This instrument (this "Release") is being entered into and delivered in connection with (i) the Term Loan Agreement dated as of May 9, 2008, among Trinity Rail Leasing VI LLC ("TRL VI"), as borrower, DVB Bank SE ("DVB"), as agent (DVB in such capacity, the "Agent"), Wilmington Trust Company ("WTC"), as Collateral Agent (WTC in such capacity, the "Collateral Agent") and the Committed Lenders and Conduit Lenders from time to time party thereto (as amended, modified or supplement from time to time, the "Loan Agreement") and (ii) the Security Agreement dated as of May 9, 2008, among TRL VI, the Agent and the Collateral Agent (as amended, supplemented and modified from time to time, the "Security Agreement").

WTC as Collateral Agent currently holds, pursuant to the Security Agreement, a security interest granted by TRL VI in the railcars described on the supplements to the Security Agreement (such railcars, together with TRL VI's right, title and interest in all components, parts and accessions to such cars and in all equipment attached or related thereto, and all manufacturer's warranties outstanding in connection therewith, being the "Railcars") and the related leases thereof described on the supplements to the Security Agreement (the "Leases") (the Railcars and Leases being the "Assets"), to secure TRL VI's obligations under the Loan Agreement. DVB as Agent consents to TRL VI's disposition of the Assets by sale on or about the date hereof to Canadian Pacific Railway Company ("Canadian Pacific"). WTC as Collateral Agent and DVB as Agent, by their respective signatures on this Release, hereby confirm and agree, without recourse to or warranty by the Collateral Agent, the Agent or the Protected Parties (within the meaning of the Security Agreement), for the benefit of TRL VI and Canadian Pacific (and its successor and assigns), that all of the Collateral Agent's or Agent's right, title and interest in and to the Assets identified on Schedules 1 and 2 hereto, whether held pursuant to the Security Agreement or otherwise, is released and of no further effect.

[signatures follow]



The undersigned have each executed and delivered this Release as of the date first written above.

**DVB BANK SE, as Agent**

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**WILMINGTON TRUST COMPANY, as  
Collateral Agent**

By: Melinda Romay  
Name:  
Title: **Melinda Morales Romay  
Financial Services Officer**

Record No. 599/2014/GB

The Notar asked with respect to a prior occupation in the sense of Art. 3. Para. 1 no. 7 Notarization Act which was denied by the participants.

I hereby certify the foregoing signatures, signed in my presence today in the premises of **DVB Bank SE**, Platz der Republik 6, D-60325 Frankfurt am Main, where the Notar has betaken himself upon request of the persons appearing, of

1. **Mr Mario Schubert**, born on 14.01.1968,  
business address at Platz der Republik 6, 60325 Frankfurt am Main,  
personally known to the Notar,
  
2. **Mr Jann Gertjegerdes**, born on 01.04.1979,  
business address at Platz der Republik 6, 60325 Frankfurt am Main,  
personally known to the Notar,

hereinafter not acting in their own names, but on behalf of

**DVB Bank SE**, Platz der Republik 6, D-60325 Frankfurt am Main,  
registered at the Commercial Register of the Local Court of Frankfurt  
am Main under HRB 83980.

Based on a today's inspection of the electronic Commercial Register of the Local Court at Frankfurt am Main to **HRB 83980** I hereby certify that Mr Mario Schubert and Mr Jann Gertjegerdes are authorized to jointly represent DVB Bank SE in their capacity as authorized signatories.

Furthermore, I hereby certify that DVB Bank SE (the Bank) is a company organized and existing under the laws of Germany, duly registered with the Companies Registry of the Lower Court at Frankfurt am Main under number HRB 83980 and with registered address at Platz der Republik 6, 60325 Frankfurt am Main.

Frankfurt am Main, 15 December 2014



  
(Dr. Gerald Beyer)  
Notar

ACKNOWLEDGMENT

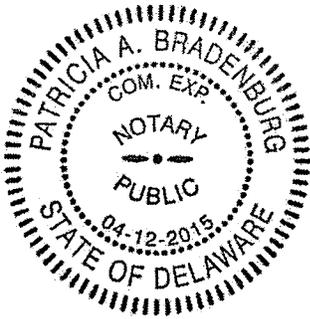
STATE OF Delaware )  
 )  
COUNTY OF New Castle )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Melinda Morales Romay, who upon oath, acknowledged himself to be a **Financial Services Officer** of WILMINGTON TRUST COMPANY, and that s/he as such officer being authorized to do so, executed the foregoing Release for the purposes therein contained by signing the name of the entity by her/himself as such officer of WILMINGTON TRUST COMPANY.

WITNESS my hand and official seal this 6th day of December, 2014.

Notary Public  
*Patricia A. Bradenburg*  
PATRICIA A. BRADENBURG  
NOTARY PUBLIC  
STATE OF DELAWARE  
My Commission Expires 04-12-2015

MY COMMISSION EXPIRES:



**Schedule 1**

**Railcars**

<b><u>Asset Mark</u></b>
NKCR 3531
NKCR 3532
NKCR 3533
NKCR 3534
NKCR 3535
NKCR 3536
NKCR 3537
NKCR 3538
NKCR 3539
NKCR 3540
NKCR 3541
NKCR 3542
NKCR 3543
NKCR 3544
NKCR 3545
NKCR 3546
NKCR 3547
NKCR 3548
NKCR 3549
NKCR 3550
NKCR 3551
NKCR 3552
NKCR 3553
NKCR 3554
NKCR 3555
NKCR 3556
NKCR 3557
NKCR 3558
NKCR 3559
NKCR 3560
NKCR 3561
NKCR 3562

<b><u>Asset Mark</u></b>
NKCR 3563
NKCR 3564
NKCR 3565
NKCR 3566
NKCR 3567
NKCR 3568
NKCR 3569
NKCR 3570
NKCR 3571
NKCR 3572
NKCR 3573
NKCR 3574
NKCR 3575
NKCR 3576
NKCR 3577
NKCR 3578
NKCR 3579
NKCR 3580
NKCR 3581
NKCR 3582
NKCR 3583
NKCR 3584
NKCR 3585
NKCR 3586
NKCR 3587
NKCR 3588
NKCR 3589
NKCR 3590
NKCR 3591
NKCR 3592
NKCR 3593
NKCR 3594
NKCR 3595
NKCR 3596

<b><u>Asset Mark</u></b>
NKCR 3597
NKCR 3598
NKCR 3599
NKCR 3600
NKCR 3601
NKCR 3602
NKCR 3603
NKCR 3604
NKCR 3605
NKCR 3606
NKCR 3607
NKCR 3608
NKCR 3609
NKCR 3610
NKCR 3611
NKCR 3612
NKCR 3613
NKCR 3614
NKCR 3615
NKCR 3616
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NKCR 3622
NKCR 3623
NKCR 3624
NKCR 3625
NKCR 3626
NKCR 3627
NKCR 3628
NKCR 3629
NKCR 3630

## **Schedule 2**

### **Leases**

Rider Nineteen (19) to Railroad Car Lease Agreement dated as of January 2, 2013 between Trinity Rail Leasing VI LLC and Canadian Pacific Railway Company, incorporating the terms of that certain Railroad Car Lease Agreement dated as of March 15, 2002.

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: 12/18/14

Edward M Luria  
Edward M. Luria