RECORDATION NO. 23800-Q FILED
February, 20 2015 03:05 PM
SURFACE TRANSPORTATION BOARD

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

February 20, 2015

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 Memorandum of Lease and Indenture Termination, dated as of February 20, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Trust Indenture and Security Agreement and Trust Indenture Supplement No. 1 (TRLI 2001-C) previously filed with the Board under Recordation Number 23800-F.

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

Owner Trustee:	TRLI 2001-C Railcar Statutory Trust c/o U.S. Bank National Association Goodwin Square, 225 Asylum Street, 23rd Floor Hartford, CT 06103
Indenture Trustee:	Wilmington Trust, National Association Rodney Square North 1100 North Market Street Wilmington, DE 19890-0001
Lessee:	Trinity Rail Leasing I L.P. 2525 Stemmons Freeway Dallas, Texas 75207

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

All railcars covered by the documents filed under Recordation Number 23800-E are released including, but not limited to, the railcars identified in the attachment to the document..

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

Memorandum of Lease and Indenture Termination.

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,

Edward M. Luria

EML/sem
Enclosures

RECORDATION NO. 23800-Q FILED
February, 20 2015 03:05 PM
SURFACE TRANSPORTATION BOARD

MEMORANDUM OF LEASE AND INDENTURE TERMINATION, dated as of February 20, 2015, by and among **TRINITY RAIL LEASING I L.P.**, a Texas limited partnership ("**Lessee**"), **TRLI 2001-1C RAILCAR STATUTORY TRUST**, a Connecticut statutory trust (the "**Trust**"), all of the activities of which are conducted by U.S. Bank National Association, as successor-in-interest to State Street Bank and Trust Company of Connecticut, National Association, a national banking association, not in its individual capacity but solely as trustee for the Trust (the "**Owner Trustee**", which term, unless the context otherwise requires, includes the Trust) and **WILMINGTON TRUST, NATIONAL ASSOCIATION**, as successor-in-interest to LaSalle Bank National Association, a national banking association, as Indenture Trustee (together with any successor indenture trustee, the "**Indenture Trustee**" and together with Lessee and Owner Trustee, the "**Parties**"). Capitalized terms used herein which are not defined herein shall have their respective meanings ascribed thereto as set forth in the Indenture (defined below).

WHEREAS, Owner Trustee, as lessor, and Lessee, as lessee, entered into that certain Equipment Lease Agreement (TRLI 2001-1C), dated as of December 28, 2001 (the "**Lease**") and that certain Lease Supplement No. 1 (TRLI 2001-1C), dated as of December 28, 2001 ("**Lease Supplement No. 1**"), a memorandum of which was recorded with the Surface Transportation Board (the "**STB**") on December 31, 2001 under Recordation No. 23800-D and deposited in the office of the Registrar General of Canada pursuant to § 105 of the Canada Transportation Act on December 28, 2001 as Document Key 13888, covering, *inter alia*, the railroad equipment listed in Schedule A hereto, bearing the equipment numbers of Lessee shown in said Schedule A, and all additions and alterations thereof, replacements thereof and substitutions therefor (the "**Equipment**");

WHEREAS, Owner Trustee and Indenture Trustee entered into that certain Trust Indenture and Security Agreement (TRLI 2001-1C), dated as of December 28, 2001 (the "**Indenture**") and that certain Indenture Supplement No. 1 (TRLI 2001-1C), dated December 28, 2001 ("**Indenture Supplement No. 1**"), a memorandum of which was recorded with the STB on December 31, 2001 under Recordation No. 23800-E and deposited in the office of the Registrar General of Canada pursuant to § 105 of the Canada Transportation Act on December 28, 2001 as Document Key 13889, covering the Equipment;

WHEREAS, Trinity Industries Leasing Company, as nominee of Lessee, is purchasing the Equipment from Owner Trustee, and in connection therewith, (i) the lien of the Indenture and all rights of the Indenture Trustee thereunder are released and discharged, and the Indenture is terminated, and (ii) the Equipment is released from the Lease and the Lease is terminated; and

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid sale and assignment of the Equipment and the termination of the Lease and the Indenture.

NOW, THEREFORE, to accomplish the foregoing, the Parties are filing this Memorandum of Lease and Indenture Termination with the STB pursuant to 49 USC section 11301(a) and with the office of the Registrar General of Canada pursuant to § 105 of the Canada Transportation Act.

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

TRLI 2001-1C RAILCAR STATUTORY TRUST

By: U.S. Bank National Association, not in its individual capacity, but solely as Owner Trustee

By: _____
Name:
Title: Vice President

COMMONWEALTH OF MASSACHUSETTS)
) SS.:
COUNTY OF SUFFOLK)

On this 19 day of FEBRUARY, 2015, before me personally appeared CAROLYN D ALTOMARE, to me personally known, who, by me being duly sworn, says that he/she is VICE PRESIDENT of U.S. Bank National Association, and that the foregoing instrument was signed on behalf of said national banking association 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 said trust company.

Aida Hoti
Notary Public

My commission expires

AIDA L. HOTI
NOTARY PUBLIC
COMMONWEALTH OF MASSACHUSETTS
My Comm. Expires 08-20-2021

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

WILMINGTON TRUST, NATIONAL ASSOCIATION, not in its individual capacity, but solely as Indenture Trustee

By: _____

Name: Jose L. Paredes

Title: Assistant Vice President

STATE OF DELAWARE)
) SS.:
COUNTY OF NEW CASTLE)

On this 19 day of Feb, 2015, before me personally appeared Jose L. Paredes, to me personally known, who, by me being duly sworn, says that he/she is Assistant Vice President of Wilmington Trust, National Association, and that the foregoing instrument was signed on behalf of said company, 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 said company.

Ramona L. Ringgold
Notary Public

My commission expires

RAMONA L. RINGGOLD
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires 09-16-2015

This Memorandum may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one such memorandum.

TRINITY RAIL LEASING I L.P.

By: TILX GP I, LLC, its General Partner

By _____

Name: C. Lance Davis

Title: Vice President

STATE OF Texas)
) SS.:
COUNTY OF Dallas)

On this 19th day of February, 2015, before me personally appeared Lance Davis, to me personally known, who, by me being duly sworn, says that he is the Vice President of TILX GP I, LLC, the General Partner of TRINITY RAIL LEASING I L.P., that the foregoing instrument was signed on behalf of said partnership by authority of its general partner, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said partnership.

Danielle Forney
Notary Public

My commission expires 6/9/16

Danielle Forney
Notary Public, State of Texas
My Commission Expires
June 09, 2016

Schedule A to
Memorandum of Lease and
Indenture Termination

EQUIPMENT

(TRLI 2001-1C)

ID	Asset Mark	Car Type
347	TILX012741	Freight
348	TILX012742	Freight
349	TILX012743	Freight
350	TILX012744	Freight
351	TILX012745	Freight
649	TILX302933	Tank
650	TILX302934	Tank
651	TILX302935	Tank
652	TILX302936	Tank
653	TILX302937	Tank
654	TILX302938	Tank
655	TILX302939	Tank
656	TILX302940	Tank
657	TILX302941	Tank
658	TILX302942	Tank
659	TILX302943	Tank
660	TILX302944	Tank
661	TILX302945	Tank
662	TILX302946	Tank
663	TILX302947	Tank
664	TILX302948	Tank
665	TILX302949	Tank
666	TILX302950	Tank
667	TILX302951	Tank
668	TILX302952	Tank
669	TILX302953	Tank
670	TILX302954	Tank
671	TILX302955	Tank
672	TILX302956	Tank
673	TILX302957	Tank
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675	TILX302959	Tank
676	TILX302960	Tank
677	TILX302961	Tank
678	TILX302962	Tank
829	TILX006164	Freight
830	TILX006165	Freight
831	PGHX300093	Freight
832	TILX006167	Freight

833	TILX006168	Freight
834	TILX006169	Freight
835	TILX006170	Freight
836	TILX006171	Freight
837	TILX006172	Freight
838	TILX006173	Freight
839	PGHX300101	Freight
840	TILX006175	Freight
841	TILX006176	Freight
842	PGHX300104	Freight
843	TILX006178	Freight
844	TILX006179	Freight
845	TILX006180	Freight
846	TILX006181	Freight
847	PGHX300109	Freight
848	TILX006183	Freight
849	TILX006184	Freight
850	PGHX300112	Freight
851	TILX006186	Freight
852	TILX006187	Freight
853	TILX006188	Freight
854	TILX006189	Freight
855	TILX006190	Freight
856	TILX 6191	Freight
857	TILX006192	Freight
858	TILX006193	Freight
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1136	TILX023288	Tank
1137	PGTX400289	Tank
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1139	PGTX400291	Tank
1140	PGTX400292	Tank
1141	PGTX400293	Tank
1142	PGTX400294	Tank
1143	PGTX400295	Tank
1144	PGTX400296	Tank
1145	PGTX400297	Tank
1146	PGTX400298	Tank
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1152	PGTX400304	Tank
1153	PGTX400305	Tank
1154	PGTX400306	Tank
1155	PGTX400307	Tank
1156	PGTX400308	Tank
1157	PGTX400309	Tank

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1172	PGTX400324	Tank
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1174	PGTX400326	Tank
1175	PGTX400327	Tank
1176	PGTX400328	Tank
1177	TIMX400329	Tank
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1184	TIMX400336	Tank
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1231	PGTX400383	Tank
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1234	PGTX400386	Tank
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2016	TILX190332	Tank
2017	TILX190333	Tank
2018	TILX190334	Tank
2019	TILX190335	Tank

2020	TILX190336	Tank
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2023	TILX190339	Tank
2024	TILX190340	Tank
2025	TILX190341	Tank
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2109	TILX201034	Tank
2110	TILX201035	Tank
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2154	TILX210014	Tank
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2156	TILX210016	Tank
2157	TILX210017	Tank
2158	TILX210018	Tank
2159	TILX210019	Tank
2160	TILX210020	Tank
2176	TILX250208	Tank
2177	TILX250209	Tank
2178	TILX250211	Tank
2179	TILX250212	Tank
2180	TILX250213	Tank
2182	TILX250215	Tank
2184	TILX250218	Tank
2225	TILX250309	Tank
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2227	TILX250311	Tank
2228	TILX250312	Tank
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2230	TILX250314	Tank

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2234	TILX250318	Tank
2235	TILX250356	Tank
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2240	TILX250361	Tank
2241	TILX250362	Tank
2242	TILX250363	Tank
2243	TILX250364	Tank
2244	TILX250365	Tank
2246	TILX250367	Tank
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2360	TILX270001	Tank
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3501	TIMX201045	Tank
3502	TIMX201046	Tank
3503	TIMX201047	Tank
3504	TIMX201048	Tank
3505	TIMX201049	Tank

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: February 20, 2015

Edward M Luria

Edward M. Luria