

LAW OFFICES OF
LOUIS E. GITOMER, LLC.

RECORDATION NO. 31785-E
FILED JULY 17, 2015 5:05 PM
SURFACE TRANSPORTATION BOARD

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July 17, 2015

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for efileing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Termination and Release, a secondary document, dated as of July 17, 2015. The primary document to which this is connected is recorded under Recordation No. 31785. We request that this document be recorded under Recordation No. 31785-E.

The names and addresses of the parties to the Termination and Release are:

Secured Party:

SunTrust Equipment Finance & Leasing Corp.
303 Peachtree Street, 24th Floor
Atlanta, GA 30308

Lessor:

Trinity Chemical Leasing, L.L.C.
8801 South Yale Avenue, Suite 210
Tulsa, OK 74137

Lessee:

Trinity Chemical Industries, L.L.C.
8801 South Yale Avenue, Suite 210
Tulsa, OK 74137

A description of the equipment covered by the Termination and Release consists of 87 tank cars numbered TCLX 290201-290208, inclusive, 290210-290223, inclusive, 290225-290243, inclusive, 290245-290259, inclusive, 290465, 290470-290500, inclusive.

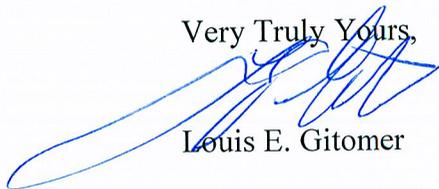
Ms. Cynthia T. Brown
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A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou@lgraillaw.com

A short summary of the document to appear in the index follows: a Termination and Release between SunTrust Equipment Finance & Leasing Corp., 303 Peachtree Street, 24th Floor, Atlanta, GA 30308, Trinity Chemical Industries, L.L.C., 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, and Trinity Chemical Leasing, L.L.C. 8801 South Yale Avenue, Suite 210, Tulsa, OK 74137, covering 87 tank cars numbered TCLX 290201-290208, inclusive, 290210-290223, inclusive, 290225-290243, inclusive, 290245-290259, inclusive, 290465, 290470-290500, inclusive.

Very Truly Yours,



Louis E. Gitomer

Enclosure

Execution Copy
071615B
Closing Document No. 79-D

TERMINATION AND RELEASE

dated as of July 17, 2015

among

SUNTRUST EQUIPMENT FINANCE & LEASING CORP.,
as Secured Party

and

TRINITY CHEMICAL LEASING, L.L.C.

and

TRINITY CHEMICAL INDUSTRIES, L.L.C.

THIS TERMINATION AND RELEASE is made and entered into as of July 17, 2015 (this "**Release**"), by and among SUNTRUST EQUIPMENT FINANCE & LEASING CORP. (together with its successors and assigns, "**Secured Party**"), TRINITY CHEMICAL LEASING, L.L.C. ("**Trinity Leasing**") and TRINITY CHEMICAL INDUSTRIES, L.L.C. ("**Trinity Industries**"), with reference to the following:

1. Reference is hereby made to the following documents:

(A) A Memorandum of Railcar Collateral Schedule dated as of June 12, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Leasing, L.L.C., as debtor, recorded at the Surface Transportation Board (the "Board") as Recordation No. 31770 on June 12, 2015, and Registered with the Registrar General of Canada (the "Registrar") on June 12, 2015; a Memorandum of Lease Agreement dated as of June 12, 2015 between Trinity Chemical Leasing, L.L.C., as lessor, and Trinity Chemical Industries, L.L.C., as lessee, recorded at the Board as Recordation No. 31770-A on June 12, 2015, and Registered with the Registrar on June 12, 2015; a Memorandum of Collateral Assignment of Lease Schedule 001 dated as of June 12, 2015 between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Leasing, L.L.C., as debtor, recorded at the Board as Recordation No. 31770-B on June 12, 2015 and Registered with the Registrar on June 12, 2015; a Memorandum of Collateral Assignment of Master Railcar Service Agreement dated as of June 12, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Industries, L.L.C., recorded at the Board as Recordation No. 31770-C on June 12, 2015 and Registered with the Registrar on June 12, 2015; and an Amendment to Memoranda dated as of July 2, 2015 among SunTrust Equipment Finance & Leasing Corp., Trinity Chemical Leasing, L.L.C., and Trinity Chemical Industries, L.L.C., recorded at the Board as Recordation No. 31770-D on July 2, 2015 (the "**Schedule 001 Lien Documents**") for 50 tank cars numbered TCLX 290201-290208, inclusive, 290211, 290212, 290215, 290216, 290217, 290219, 290220, 290222, 290223, 290225-290230, inclusive, 290232, 290234-290239, inclusive, 290243, 290246, 290247, 290250, 290478-290486, inclusive, 290488-290491, inclusive, 290495, 290497, and 290499 (the "**Schedule 001 Railcars**");

(B) A Memorandum of Railcar Collateral Schedule dated as of June 19, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Leasing, L.L.C., as debtor, recorded at the Board as Recordation No. 31785 on June 19, 2015, and Registered with the Registrar on June 19, 2015; a Memorandum of Lease Agreement dated as of June 19, 2015, between Trinity Chemical Leasing, L.L.C., as lessor, and Trinity Chemical Industries, L.L.C., as lessee, recorded at the Board as Recordation No. 31785-A on June 19, 2015, and Registered with the Registrar on June 19, 2015; a Memorandum of Collateral Assignment of Lease Schedule 002 dated as of June 19, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Leasing, L.L.C., as debtor, recorded at the Board as Recordation No. 31785-B on June 19, 2015, and Registered with the Registrar on June 19, 2015; a Memorandum of Collateral Assignment of Master Railcar Service Agreement dated as of June 19, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Industries, L.L.C., recorded at the Board as Recordation No. 31785-C on June 19, 2015, and Registered with the Registrar on June 19, 2015; and an Amendment to Memoranda dated as of July 2, 2015 among SunTrust Equipment Finance & Leasing Corp., Trinity Chemical Leasing, L.L.C., and Trinity Chemical Industries, L.L.C., recorded at the Board as Recordation No. 31785-D on July 2, 2015 (the "**Schedule 002 Lien Documents**") for 17 tank cars numbered TCLX 290214, 290231, 290245, 290251, 290252, 290253, 290254, 290255, 290475, 290477,

290487, 290492, 290493, 290494, 290496, 290498, and 290500 (the “**Schedule 002 Railcars**”); and

(C) A Memorandum of Railcar Collateral Schedule dated as of June 25, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Leasing, L.L.C., as debtor, recorded at the Board as Recordation No. 31792 on June 26, 2015, and Registered with the Registrar on June 25, 2015; a Memorandum of Lease Agreement dated as of June 25, 2015, between Trinity Chemical Leasing, L.L.C., as lessor, and Trinity Chemical Industries, L.L.C., as lessee, recorded at the Board as Recordation No. 31792-A on June 26, 2015, and Registered with the Registrar on June 25, 2015; a Memorandum of Collateral Assignment of Lease Schedule 003 dated as of June 25, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Leasing, L.L.C., as debtor, recorded at the Board as Recordation No. 31792-B on June 26, 2015, and Registered with the Registrar on June 25, 2015; and a Memorandum of Collateral Assignment of Master Railcar Service Agreement dated as of June 25, 2015, between SunTrust Equipment Finance & Leasing Corp., as secured party, and Trinity Chemical Industries, L.L.C., recorded at the Board as Recordation No. 31792-C on June 26, 2015, and Registered with the Registrar on June 25, 2015 (the “**Schedule 003 Lien Documents**” and together with the Schedule 001 Lien Documents and the Schedule 002 Lien Documents, the “**Lien Documents**”) for 20 tank cars numbered TCLX 290210, 290213, 290218, 290221, 290233, 290240, 290241, 290242, 290249, 290256, 290257, 290258, 290259, 290465, 290470, 290471, 290472, 290473, 290474, and 290476 (the “**Schedule 003 Railcars**” and together with the Schedule 001 Railcars and the Schedule 002 Railcars, the “**Railcars**”).

2. Secured Party hereby releases and terminates all of its right, title and interest in and to the Lien Documents and the Railcars.

3. This Termination and Release may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Termination and Release.

(The remainder of this page is intentionally blank. Signature page follows.)

IN WITNESS WHEREOF, the parties hereto have executed or caused this Termination and Release to be executed as of the date first above written.

Secured Party:

Trinity Industries:

SUNTRUST EQUIPMENT FINANCE & LEASING TRINITY CHEMICAL INDUSTRIES, L.L.C.
CORP.

By: Phil B. Rosenberger
Name: Robert B. Rosenberger
Title: Managing Director

By: _____
Name: _____
Title: _____

Trinity Leasing:

TRINITY CHEMICAL LEASING, L.L.C.

By: _____
Name: _____
Title: _____

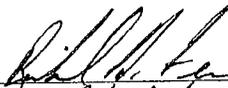
IN WITNESS WHEREOF, the parties hereto have executed or caused this Termination and Release to be executed as of the date first above written.

Secured Party:

Trinity Industries:

SUNTRUST EQUIPMENT FINANCE & TRINITY CHEMICAL INDUSTRIES, L.L.C.
LEASING CORP.

By: _____
Name: Dondra Benjamin
Title: Vice President

By: 
Name: Richard L. Fenimore
Title: President/Managing Member

Trinity Leasing:

TRINITY CHEMICAL LEASING, L.L.C.

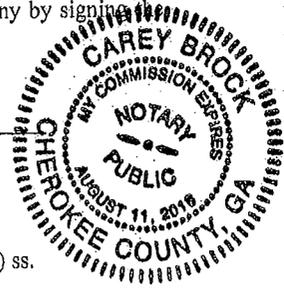
By: 
Name: Terry Fisher
Title: Vice-President, Managing Member

STATE (COMMONWEALTH) OF Georgia)
COUNTY OF Cherokee) ss.

I HEREBY CERTIFY, that on this 17th day of July, 2015, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Robert Rosenberger, who acknowledged herself to be the Managing Director of SunTrust Equipment Finance & Leasing Corp., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by herself as the Vice President.

AS WITNESS my hand and notarial seal.

Carey Brock
Notary Public



My Commission Expires:

STATE (COMMONWEALTH) OF _____)
COUNTY OF _____) ss.

I HEREBY CERTIFY, that on this ____ day of _____, 20____, before me, the undersigned, a Notary Public of the State of _____, personally appeared _____, who acknowledged himself to be the _____ of Trinity Chemical Leasing, L.L.C., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized _____ of said company by signing the name of the company by himself as the _____.

AS WITNESS my hand and notarial seal.

Notary Public

My Commission Expires:

STATE (COMMONWEALTH) OF _____)
COUNTY OF _____) ss.

I HEREBY CERTIFY, that on this ____ day of _____, 20____, before me, the undersigned, a Notary Public of the State of _____, personally appeared _____, who acknowledged himself to be the _____ of Trinity Chemical Industries, L.L.C., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized _____ of said company by signing the name of the company by himself as the _____.

AS WITNESS my hand and notarial seal.

Notary Public

My Commission Expires:

STATE (COMMONWEALTH) OF _____)
) ss.
COUNTY OF _____)

I HEREBY CERTIFY, that on this ____ day of _____, 20____, before me, the undersigned, a Notary Public of the State of Georgia, personally appeared Dondra Benjamin, who acknowledged herself to be the Vice President of SunTrust Equipment Finance & Leasing Corp., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by herself as the Vice President.

AS WITNESS my hand and notarial seal.

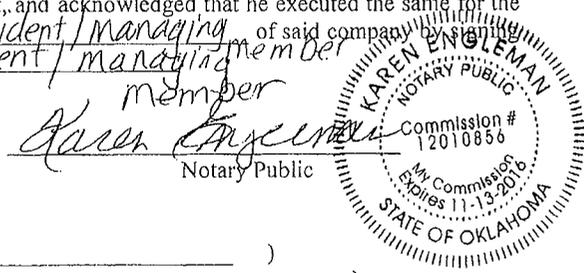
Notary Public

My Commission Expires:

STATE (COMMONWEALTH) OF Oklahoma)
) ss.
COUNTY OF Tulsa)

I HEREBY CERTIFY, that on this 17th day of July, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Terry Fisher, who acknowledged himself to be the Vice President/Managing Member of Trinity Chemical Leasing, L.L.C., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized Vice-President/Managing member of said company by signing the name of the company by himself as the Vice-President/Managing member.

AS WITNESS my hand and notarial seal.



Karen Engleman
Notary Public

My Commission Expires: 11/13/16

STATE (COMMONWEALTH) OF Oklahoma)
) ss.
COUNTY OF Tulsa)

I HEREBY CERTIFY, that on this 17th day of July, 2015, before me, the undersigned, a Notary Public of the State of Oklahoma, personally appeared Richard B. Benimore, who acknowledged himself to be the President/Managing Member of Trinity Chemical Industries, L.L.C., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for the purposes therein contained as the duly authorized President/Managing member of said company by signing the name of the company by himself as the President/Managing member.

AS WITNESS my hand and notarial seal.

Karen Engleman
Notary Public

My Commission Expires: 11/13/16

