RECORDATION NO. 23491-U 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 documents previously filed with the Board under Recordation Numbers 23491-F and 23491-G.

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

Owner Trustee:	TRLI 2001-1A Railcar Statutory Trust c/o U.S. Bank National Association Goodwin Square, 225 Asylum Street, 23rd Floor Hartford, CT 06103
Indenture Trustee:	Wilmington Trust Company 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 Numbers 23491-F and 23491-G are released, including, but not limited to, the 1,445 railcars within the series:

ASHX 001250 – ASHX 001524
CHVX 100101 – CHVX 100145 (inclusive)
ITDX 005001 – ITDX 005100
PGTX 099501 – PGTX 099535 (inclusive)
PGTX 400076 – PGTX 400248
PGTX 425001 - PGTX 425040
TILX 001175 – TILX 001224
TILX 005670 – TILX 005739
TILX 016180 – TILX 016279
TILX 058247 - TILX058296 (inclusive)
TILX 170181
TILX 170182
TILX 200174 – TILX 200193 (inclusive)
TILX 220050 – TILX 250301
TILX 260875 – TILX 260894 (inclusive)
TILX 290159 – TILX 290225
TILX 299126
TILX 301491 – TILX 301793
TILX 320017 – TILX 320047
TILX 400437 – TILX 400591
TIMX 005651
TIMX 032040 – TIMX 032089
TIMX 201050 – TIMX 201114
TIMX 400119
TIMX 425002 – TIMX 425042

as more particularly set forth in the equipment schedule attached 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. 23491-U 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 2001-1A 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 2001-1A), dated as of May 17, 2001 (the "**Lease**") and that certain Lease Supplement No. 1 (TRLI 2001-1A), dated as of May 17, 2001 ("**Lease Supplement No. 1**"), a memorandum of which was recorded with the Surface Transportation Board (the "**STB**") on May 18, 2001 under Recordation No. 23491-F and deposited in the office of the Registrar General of Canada pursuant to § 105 of the Canada Transportation Act on May 17, 2001 as Document Key 13323, 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 2001-1A), dated as of May 17, 2001 (the "**Indenture**") and that certain Indenture Supplement No. 1 (TRLI 2001-1A), dated May 17, 2001 ("**Indenture Supplement No. 1**"), a memorandum of which was recorded with the STB on May 18, 2001 under Recordation No. 23491-G and deposited in the office of the Registrar General of Canada pursuant to § 105 of the Canada Transportation Act on May 17, 2001 as Document Key 13324, 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 2001-1A RAILCAR STATUTORY TRUST

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

By: Carolina D Altomare

Name: Carolina D. Altomare

Title: [illegible]

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

On this 19 day of FEBRUARY, 2015, before me personally appeared CAROLINA 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

[Memorandum of Lease and Indenture Termination (TRLI 2001-1A)]

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

EQUIPMENT

(TRLI 2001-1A)

ID	Asset Mark	Car Type
1	ASHX001250	Freight
3	ASHX001252	Freight
4	ASHX001253	Freight
5	ASHX001254	Freight
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9	ASHX001258	Freight
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893	PGTX099535	Tank
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952	PGTX400104	Tank
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958	PGTX400110	Tank
959	PGTX400111	Tank
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975	PGTX400127	Tank
976	PGTX400128	Tank
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2681	TILX301763	Tank
2682	TILX301764	Tank
2683	TILX301765	Tank
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2685	TILX301767	Tank
2686	TILX301768	Tank
2687	TILX301769	Tank
2688	TILX301770	Tank
2689	TILX301771	Tank
2690	TILX301772	Tank
2691	TILX301773	Tank
2692	TILX301774	Tank
2693	TILX301775	Tank

2694	TILX301776	Tank
2695	TILX301777	Tank
2696	TILX301778	Tank
2697	TILX301779	Tank
2698	TILX301780	Tank
2699	TILX301781	Tank
2700	TILX301782	Tank
2701	TILX301783	Tank
2702	TILX301784	Tank
2703	TILX301785	Tank
2704	TILX301786	Tank
2705	TILX301787	Tank
2706	TILX301788	Tank
2707	TILX301789	Tank
2708	TILX301790	Tank
2709	TILX301791	Tank
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2711	TILX301793	Tank
2976	TILX320017	Tank
2977	TILX320018	Tank
2979	TILX320020	Tank
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2985	TILX320028	Tank
2986	TILX320029	Tank
2994	TILX320040	Tank
2996	TILX320042	Tank
2998	TILX320045	Tank
2999	TILX320046	Tank
3000	TILX320047	Tank
3015	TILX400437	Tank
3016	TILX400438	Tank
3017	TILX400439	Tank
3018	TILX400440	Tank
3019	TILX400441	Tank
3020	TILX400442	Tank
3021	TILX400443	Tank
3022	TILX400444	Tank
3023	TILX400445	Tank
3024	TILX400446	Tank
3025	TILX400447	Tank
3027	TILX400449	Tank
3028	TILX400450	Tank
3029	TILX400451	Tank

3030	TILX400452	Tank
3031	TILX400453	Tank
3032	TILX400454	Tank
3033	TILX400455	Tank
3034	TILX400456	Tank
3035	TILX400457	Tank
3036	TILX400458	Tank
3037	TILX400459	Tank
3038	TILX400460	Tank
3039	TILX400461	Tank
3040	TILX400462	Tank
3041	TILX400463	Tank
3042	TILX400464	Tank
3043	TILX400465	Tank
3044	TILX400466	Tank
3045	TILX400467	Tank
3046	TILX400468	Tank
3047	TILX400469	Tank
3048	TILX400470	Tank
3049	TILX400471	Tank
3050	TILX400472	Tank
3051	TILX400473	Tank
3052	TILX400474	Tank
3053	TILX400475	Tank
3054	TILX400476	Tank
3055	TILX400477	Tank
3056	TILX400478	Tank
3057	TILX400479	Tank
3058	TILX400480	Tank
3059	TILX400481	Tank
3060	TILX400482	Tank
3061	TILX400483	Tank
3062	TILX400484	Tank
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3064	TILX400486	Tank
3065	TILX400487	Tank
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3067	TILX400489	Tank
3068	TILX400490	Tank
3069	TILX400491	Tank
3070	TILX400492	Tank
3071	TILX400493	Tank
3072	TILX400494	Tank
3073	TILX400495	Tank
3074	TILX400496	Tank
3075	TILX400497	Tank
3076	TILX400498	Tank

3077	TILX400499	Tank
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3079	TILX400501	Tank
3080	TILX400502	Tank
3081	TILX400503	Tank
3082	TILX400504	Tank
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3084	TILX400506	Tank
3085	TILX400507	Tank
3086	TILX400508	Tank
3087	TILX400509	Tank
3088	TILX400510	Tank
3089	TILX400511	Tank
3090	TILX400512	Tank
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3092	TILX400514	Tank
3093	TILX400515	Tank
3094	TILX400516	Tank
3095	TILX400517	Tank
3096	TILX400518	Tank
3097	TILX400519	Tank
3098	TILX400520	Tank
3099	TILX400521	Tank
3100	TILX400522	Tank
3101	TILX400523	Tank
3102	TILX400524	Tank
3103	TILX400525	Tank
3104	TILX400526	Tank
3105	TILX400527	Tank
3106	TILX400528	Tank
3107	TILX400529	Tank
3108	TILX400530	Tank
3109	TILX400531	Tank
3110	TILX400532	Tank
3111	TILX400533	Tank
3112	TILX400534	Tank
3113	TILX400535	Tank
3114	TILX400536	Tank
3115	TILX400537	Tank
3116	TILX400538	Tank
3117	TILX400539	Tank
3118	TILX400540	Tank
3119	TILX400541	Tank
3120	TILX400542	Tank
3121	TILX400543	Tank
3122	TILX400544	Tank
3123	TILX400545	Tank

3124	TILX400546	Tank
3125	TILX400547	Tank
3126	TILX400548	Tank
3127	TILX400549	Tank
3128	TILX400550	Tank
3129	TILX400551	Tank
3130	TILX400552	Tank
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3132	TILX400554	Tank
3133	TILX400555	Tank
3134	TILX400556	Tank
3135	TILX400557	Tank
3136	TILX400558	Tank
3137	TILX400559	Tank
3138	TILX400560	Tank
3139	TILX400561	Tank
3140	TILX400562	Tank
3141	TILX400563	Tank
3142	TILX400564	Tank
3143	TILX400565	Tank
3144	TILX400566	Tank
3146	TILX400568	Tank
3147	TILX400569	Tank
3148	TILX400570	Tank
3149	TILX400571	Tank
3150	TILX400572	Tank
3151	TILX400573	Tank
3152	TILX400574	Tank
3153	TILX400575	Tank
3154	TILX400576	Tank
3155	TILX400577	Tank
3156	TILX400578	Tank
3157	TILX400579	Tank
3158	TILX400580	Tank
3159	TILX400581	Tank
3160	TILX400582	Tank
3161	TILX400583	Tank
3162	TILX400584	Tank
3163	TILX400585	Tank
3164	TILX400586	Tank
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3166	TILX400588	Tank
3167	TILX400589	Tank
3168	TILX400590	Tank
3169	TILX400591	Tank
3425	TIMX005651	Freight
3426	TIMX032040	Freight

3427	TIMX032041	Freight
3428	TIMX032042	Freight
3429	TIMX032043	Freight
3430	TIMX032044	Freight
3431	TIMX032045	Freight
3432	TIMX032046	Freight
3433	TIMX032047	Freight
3434	TIMX032048	Freight
3435	TIMX032049	Freight
3436	TIMX032050	Freight
3437	TIMX032051	Freight
3438	TIMX032052	Freight
3439	TIMX032053	Freight
3440	TIMX032054	Freight
3441	TIMX032055	Freight
3442	TIMX032056	Freight
3443	TIMX032057	Freight
3445	TIMX032059	Freight
3446	TIMX032060	Freight
3448	TIMX032062	Freight
3449	TIMX032063	Freight
3450	TIMX032064	Freight
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3453	TIMX032067	Freight
3454	TIMX032068	Freight
3455	TIMX032069	Freight
3456	TIMX032070	Freight
3457	TIMX032071	Freight
3458	TIMX032072	Freight
3459	TIMX032073	Freight
3460	TIMX032074	Freight
3462	TIMX032076	Freight
3464	TIMX032078	Freight
3465	TIMX032079	Freight
3466	TIMX032080	Freight
3467	TIMX032081	Freight
3468	TIMX032082	Freight
3469	TIMX032083	Freight
3470	TIMX032084	Freight
3471	TIMX032085	Freight
3472	TIMX032086	Freight
3473	TIMX032087	Freight
3474	TIMX032088	Freight
3475	TIMX032089	Freight
3506	TIMX201050	Tank
3507	TIMX201051	Tank

3508	TIMX201052	Tank
3509	TIMX201053	Tank
3510	TIMX201054	Tank
3511	TIMX201055	Tank
3512	TIMX201056	Tank
3513	TIMX201057	Tank
3523	TIMX201067	Tank
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3526	TIMX201070	Tank
3527	TIMX201071	Tank
3528	TIMX201072	Tank
3529	TIMX201073	Tank
3530	TIMX201074	Tank
3531	TIMX201075	Tank
3532	TIMX201076	Tank
3533	TIMX201077	Tank
3534	TIMX201078	Tank
3535	TIMX201079	Tank
3536	TIMX201080	Tank
3537	TIMX201081	Tank
3538	TIMX201082	Tank
3539	TIMX201083	Tank
3540	TIMX201084	Tank
3541	TIMX201085	Tank
3542	TIMX201086	Tank
3543	TIMX201087	Tank
3544	TIMX201088	Tank
3545	TIMX201089	Tank
3546	TIMX201090	Tank
3547	TIMX201091	Tank
3548	TIMX201092	Tank
3549	TIMX201093	Tank
3550	TIMX201094	Tank
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3552	TIMX201096	Tank
3553	TIMX201097	Tank
3554	TIMX201098	Tank
3555	TIMX201099	Tank
3556	TIMX201100	Tank
3557	TIMX201101	Tank
3558	TIMX201102	Tank
3559	TIMX201103	Tank
3560	TIMX201104	Tank
3561	TIMX201105	Tank
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3564	TIMX201108	Tank
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3566	TIMX201110	Tank
3567	TIMX201111	Tank
3568	TIMX201112	Tank
3569	TIMX201113	Tank
3570	TIMX201114	Tank
967	TIMX400119	Tank
1273	TIMX425002	Tank
1274	TIMX425003	Tank
1275	TIMX425004	Tank
1276	TIMX425005	Tank
1277	TIMX425006	Tank
1278	TIMX425007	Tank
1279	TIMX425008	Tank
1280	TIMX425009	Tank
1281	TIMX425010	Tank
1282	TIMX425011	Tank
1283	TIMX425012	Tank
1284	TIMX425013	Tank
1287	TIMX425016	Tank
1288	TIMX425017	Tank
1290	TIMX425019	Tank
1291	TIMX425020	Tank
1292	TIMX425021	Tank
1293	TIMX425022	Tank
1294	TIMX425023	Tank
1295	TIMX425024	Tank
1296	TIMX425025	Tank
1297	TIMX425026	Tank
1298	TIMX425027	Tank
1299	TIMX425028	Tank
1300	TIMX425029	Tank
1301	TIMX425030	Tank
1302	TIMX425031	Tank
1304	TIMX425033	Tank
1305	TIMX425034	Tank
1306	TIMX425035	Tank
1307	TIMX425036	Tank
1308	TIMX425037	Tank
1309	TIMX425038	Tank
1312	TIMX425041	Tank
1313	TIMX425042	Tank