

ALVORD AND ALVORD PLLC
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

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

PHONE: (202) 393-2266
FAX: 1-855-600-2836
E-MAIL: alvord@alvordlaw.com
WEBSITE: www.alvordlaw.com

September 15, 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 Release Re: Trinity Rail Leasing VII LLC Sale of Railcar, dated as of September 4, 2015, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Indenture previously filed with the Board under Recordation Number 28074.

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

Indenture Trustee: Wilmington Trust Company
Rodney Square North
1100 North Market Street
Wilmington, DE 19890

[Issuer: Trinity Rail Leasing VII LLC
2525 Stemmons Freeway
Dallas, TX 75207]

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

1 railcar RELEASED: TINX 4155.

Section Chief
September 15, 2015
Page 2

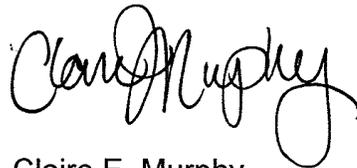
A short summary of the document to appear in the index is:

Release Re: Trinity Rail Leasing VII LLC Sale of Railcar.

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,

A handwritten signature in black ink, appearing to read "Claire E. Murphy". The signature is written in a cursive style with a large, looping "M".

Claire E. Murphy

CEM
Enclosures

Release Re:--Trinity Rail Leasing VII LLC Sale of Railcar

As of September 4, 2015

This instrument (this “**Release**”) is being entered into and delivered in connection with a Permitted Railcar Disposition contemplated under the Indenture (the “**Indenture**”), dated as of November 5, 2009, between Trinity Rail Leasing VII LLC (“**TRL VII**”) and Wilmington Trust Company (“**WTC**”) as indenture trustee (WTC in such capacity the “**Indenture Trustee**”).

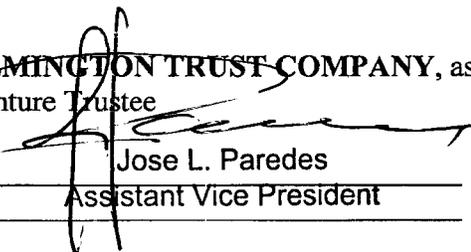
The Memorandum of Indenture between TRL VII and WTC as Indenture Trustee dated as of November 5, 2009 was filed and recorded on November 5, 2009 with the Surface Transportation Board and assigned recordation No. 28074.

WTC as Indenture Trustee currently holds, pursuant to the Indenture, a security interest granted by TRL VII in the railcar described on Schedule 1 hereto (such railcar, together with TRL VII’s right, title and interest in all components, parts and accessions to such railcar and in all equipment attached or related thereto, and all manufacturer’s warranties outstanding in connection therewith, being the “**Railcar**”) and the related lease thereof described on Schedule 2 hereto (the “**Lease**”) (the Railcar and Lease being the “**Assets**”), as security for TRL VII’s Secured Obligations under (and as defined in) the Indenture. WTC as Indenture Trustee has been notified by TRL VII of a sale of TRL VII’s interest in the Railcar to The Kansas City Southern Railway Company (“**Buyer**”) in connection with a Permitted Discretionary Sale. WTC as Indenture Trustee, by its signature on this Release, hereby confirms and agrees, without recourse to or warranty by the Indenture Trustee or any Secured Party (within the meaning of the Indenture), for the benefit of TRL VII and Buyer (and its successor and assigns), that all of the Indenture Trustee’s right, title and interest in and to the Assets, whether held pursuant to the Indenture or otherwise, is released and of no further effect.

[signatures follow]

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

~~WILMINGTON TRUST COMPANY, as
Indenture Trustee~~

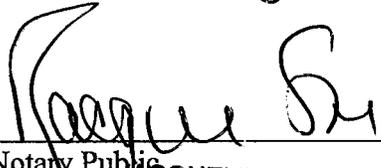
By:  Jose L. Paredes
Its: Assistant Vice President

ACKNOWLEDGMENT

STATE OF DELAWARE)
)
COUNTY OF NEW CASTLE)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Jose L. Paredes, who upon oath, acknowledged himself to be a Assistant Vice President 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 25 day of August, 2015.



Notary Public
JACQUELINE SOLONE
Notary Public
STATE OF DELAWARE
My Commission Expires 04-08-2017

MY COMMISSION EXPIRES:

STATE OF DELAWARE)
)
COUNTY OF NEW CASTLE)

Schedule 1

Description of Released Railcar

TINX4155

Schedule 2

The Lease

Rider Five (5) to Railroad Car Lease Agreement dated as of December 1, 2007 between Trinity Rail Leasing VII LLC and Kansas City Southern de Mexico, S.A. de C.V., incorporating the terms of that certain Railroad Car Lease Agreement dated as of June 26, 1998, as amended, supplemented, modified and assigned from time to time, but solely as it relates to the foregoing Railcar.

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: September 15, 2015

Edward M Luria

Edward M. Luria