

Committed part - C.T. Kappler

ELIAS C ALVORD (1942)
ELLSWORTH C ALVORD (1964)

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*ALSO ADMITTED IN NEW YORK
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1-011A020 INTERSTATE COMMERCE COMMISSION
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RECORDATION NO. _____ FILED 1473

January 11, 1991

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

JAN 11 1991 -1 45 PM - A
INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are three (3) fully executed and acknowledged original copies each of a Railroad Equipment Lease dated as of October 18, 1990, a primary document, and an Acceptance Certificate No. 201 to Master Railroad Equipment Lease No. 7060 executed on January 9, 1991, a secondary document.

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

Lessor: The CIT Group/Equipment Financing, Inc.
300 South Grand Avenue, 3rd Floor
Los Angeles, California 90071

Lessee: Trinity Industries Leasing Company
2705 State Street
Chicago Heights, Illinois 60411

A description of the railroad equipment covered by the enclosed documents is: five hundred eighty-three (583) 17,574 gallon insulated and exterior coiled tank cars bearing reporting marks and numbers STSX 1500 - STSX 2082, both inclusive.

Also enclosed is a check in the amount of \$30 payable to the order of the Interstate Commerce Commission covering the required recordation fees.

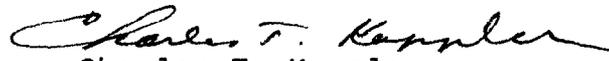
Kindly return stamped copies of the enclosed documents to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Mr. Sidney L. Strickland, Jr.
January 11, 1991
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A short summary of the enclosed primary and secondary documents to appear in the Commission's Index is:

Railroad Equipment Lease dated as of October 18, 1990 between The CIT Group/Equipment Financing, Inc., as Lessor, and Trinity Industries Leasing Company, as Lessee, and Acceptance Certificate No. 201 to Master Railroad Equipment Lease No. 7060 executed January 9, 1991 covering 583 tank cars, STSX 1500 - STSX 2082, both inclusive.

Very truly yours,


Charles T. Kappler

CTK/sm
Enclosures

17191-A

RECEIVED BY _____ FEB 1991

JAN 11 1991 -1 45 PM

ACCEPTANCE CERTIFICATE NO. 201 INTERSTATE COMMERCE COMMISSION

TO MASTER RAILROAD EQUIPMENT LEASE NO. 7060

Commencement Date:
 Expiration Date:
 First Rent Payment Date:
 Last Rent Payment Date:
 No. of Consecutive Rent Payments:
 Rental for
 the
 Rental Payments:
 the
 Rental Payments:
 Total Rental:
 Lessor's Cost of Equipment:

THIS ACCEPTANCE CERTIFICATE is executed and delivered by The CIT Group/Equipment Financing, Inc., ("Lessor") and Trinity Industries Leasing Company ("Lessee") pursuant to and in accordance with the Railroad Equipment Lease dated as of October 18, 1990 between Lessor and Lessee (the "Lease"; the defined terms therein being used herein with their defined meanings).

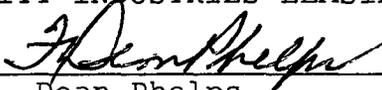
1. The Equipment covered by this Certificate consists of the items described in the Schedule attached hereto.

2. Lessee hereby: (i) confirms that the items of Equipment covered hereby have been inspected by Lessee, have been delivered in good working order and condition and are of the size, design, capacity and manufacture selected by it; (ii) confirms that no Adverse Condition and no Default or Event of Default is in existence as of the Commencement Date set forth above, nor shall any Default or Event of Default occur as a result of the lease by Lessee of the Equipment specified herein; (iii) confirms that all representations and warranties of Lessee contained in the Lease or in any document or certificate furnished Lessor by Lessee in connection herewith on or before the date hereof, are true and correct in all material respects as of the Commencement Date set forth above with the same force and effect as if made on such date; (iv) irrevocably accepts said items of Equipment "as-is, where-is" for all purposes of the Lease as of the Commencement Date set forth above; and (v) confirms that each item of Equipment has been (or will be) marked in accordance with the provisions of Section 8 of the Lease.

3. All of the terms, provisions and conditions of the Lease are hereby incorporated herein and made a part hereof as if such terms, provisions and conditions were set forth in full in this Certificate. By their execution and delivery of this Certificate, the parties hereto reaffirm all of the terms, provisions and conditions of the Lease.

IN WITNESS WHEREOF, Lessee has caused this Acceptance Certificate to be duly executed by its duly authorized officer as of the Commencement Date set forth above.

TRINITY INDUSTRIES LEASING COMPANY

By: 
F. Dean Phelps
Vice President

ACCEPTED AS OF THE COMMENCEMENT

DATE SET FORTH ABOVE.

THE CIT GROUP/EQUIPMENT
FINANCING, INC.

By: 
Walter Impey
Vice President

SCHEDULE 1, attached to and forming a part of the Acceptance Certificate No. 201 to the Railroad Equipment Lease dated as of October 18, 1990 entered into by and between Trinity Industries Leasing Company, a Delaware corporation ("Lessee") and The CIT Group/Equipment Financing, Inc., a New York corporation ("Lessor").

EQUIPMENT DESCRIPTION

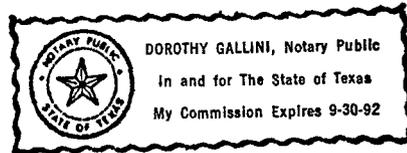
<u>QTY.</u>	<u>MANUFACTURER</u>	<u>DOT MODEL #</u>	<u>DESCRIPTION</u>	<u>MARK & NUMBER</u>	<u>LESSOR'S COST</u>
583	Trinity Industries, Inc.	111A100W3	17,574 gallon insulated and exterior coiled tank cars	STSX 1500-2082, inclusive	

TOTAL LESSOR'S COST

STATE OF TEXAS)
)
COUNTY OF DALLAS) ss.

On this 9th day of January, 1991, before me personally appeared F. Dean Phelps, to me personally known, who being by me duly sworn says that such person is Vice President of Trinity Industries Leasing Company, that the foregoing Acceptance Certificate No. 201 to Railroad Equipment Lease was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Gallini
Notary Public



STATE OF Texas)
)
COUNTY OF Dallas) ss.

On this 9th day of January, 1991 before me personally appeared Walter Impey, to me personally known, who being by me duly sworn says that such person is Vice President of The CIT Group/Equipment Financing, Inc., that the foregoing Acceptance Certificate No. 201 to Railroad Equipment Lease was signed on behalf of said corporation by authority of its board of directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Dorothy Gallini
Notary Public

