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RECEIVED MAY 7 '2001 MAIL MANAGEMENT STB

May 4, 2001

Secretary
Surface Transportation Board
1925 K Street N.W., Room 704
Washington, D.C. 20036
Attn: Recordation

RECORDATION NO. 17520-mmm FILED
MAY 08 '01 12-87 PM
SURFACE TRANSPORTATION BOARD

RE: Documents for Recordation
Trinity Industries Leasing Company
Equipment Trust (Series 8, Twenty-Ninth Supplement)

Dear Madam:

On behalf of Trinity Industries Leasing Company and in accordance with the provisions of Section 11303 of the Interstate Commerce Act, as revised, and Rules and Regulations of the Surface Transportation Board ("STB") thereunder, enclosed herewith for filing and recordation are the following documents:

1. Two (2) executed originals of Twenty-Ninth Supplement to Equipment Trust Agreement, a primary document, dated as of May 2, 2001, between Trinity Industries Leasing Company and The Bank of New York, as Trustee;

2. Two (2) executed originals of an Assignment, a primary document, dated May 2, 2001, between Trinity Industries Leasing company ("Assignor") and The Bank of New York, as Trustee ("Assignee");

3. Two (2) executed originals of a Bill of Sale, a secondary document, dated May 2, 2001, between Trinity Industries Leasing Company ("Seller") and The Bank of New York, as Trustee ("Buyer"); and

4. Two (2) executed originals of a Bill of Sale, a secondary document, dated May 2, 2001 between The Bank of New York, as Trustee ("Seller") and Trinity Industries Leasing Company ("Buyer").

The enclosed Twenty-Ninth Supplement, Assignment and Bill of Sale referenced in paragraphs 1, 2 and 3, above, relate to the Equipment Trust Agreement dated as of September 9, 1991 between Trinity Industries Leasing Company and The Bank of New York, as Trustee, which

was filed and recorded under Recordation No. 17520 on September 10, 1991, along with an Assignment and Bill of Sale under Recordation Nos. 17520-A and 17520-B, respectively.

The enclosed Bill of Sale referenced in paragraph 4, above, relates to the railcars and the leases thereof subject to the said Equipment Trust Agreement that were released from the Equipment Trust and assigned by the said Trustee to Trinity Industries Leasing Company.

We request that the Assignment be cross-indexed.

The address of Trinity Industries Leasing Company is 2000 Gardner Expressway, Quincy, Illinois 62306-0867, and the address of The Bank of New York, the Trustee is 101 Barclay Street, 21st Floor, New York, New York 10007.

The railroad equipment covered by the Twenty-Ninth Supplement to Equipment Trust Agreement is described in Exhibit A attached hereto. The foregoing railroad equipment consists solely of cars intended for use relating to interstate commerce.

Enclosed is our firm's check in the amount of $108.00 to cover the recordation fee. (Such fee was determined on the basis that the Assignment is being filed concurrently with the Twenty-Ninth Supplement to Equipment Trust Agreement).

You are hereby authorized to deliver any unneeded copies of the Twenty-Ninth Supplement to Equipment Trust Agreement, the Assignment and the Bills of Sale, with the filing date noted thereon, following recordation thereof, to the representative of Washington Service Bureau who is delivering this letter and said enclosures to you.

A short summary of the documents appear in the index follows:

(a) Primary Documents. (i) Twenty-Ninth Supplement to Equipment Trust Agreement, a primary document, dated as of May 2, 2001, between Trinity Industries Leasing Company (as vendor and lessee), and The Bank of New York, as Trustee, and covering various railroad cars, and (ii) Assignment, a primary document, dated May 2, 2001, between Trinity Industries Leasing Company (as Assignor), and The Bank of New York, as Trustee, and covering various railroad cars.

(b) Secondary Documents. Bill of Sale, a secondary document, dated May 2, 2001, between Trinity Industries Leasing Company (as Seller), and The Bank of New York, as Trustee (as Buyer), and covering various railroad cars, and connected to the Twenty-Ninth Supplement to Equipment Trust Agreement referred to in paragraph (a) above, and Bill of Sale, a secondary document, dated May 2, 2001, between The

Bank of New York, as Trustee (Seller) and Trinity Industries Leasing Company (Buyer), and covering various railroad cars, and connected to the Equipment Trust Agreement dated as of September 9, 1991 referred to above.

Very truly yours,

Richard A. Fogel

Enclosures

EXHIBIT A

1. Railroad Car Lease Agreement, dated August 3, 1995, between Trinity Industries Leasing Company and PCS Nitrogen (formerly Arcadian Fertilizer), covering the following described railroad cars (Partial Rider 1):

Number of Cars	Type	Car Numbers
16	18,372 Gal. 111A100W7 Tank Cars	TILX 200102-200112 TILX 200114-200118

2. Railroad Car Lease Agreement, dated July 10, 1989, between Trinity Industries Leasing Company and ADM Transportation Company, covering the following described railroad cars (Partial Rider 13):

Number of Cars	Type	Car Numbers
1	5,161 cu. ft. Lo Covered Hopper Car	ADMX 49070

3. Railroad Car Lease Agreement, dated November 9, 1998, between Trinity Industries Leasing Company and Transammonia, Inc., covering the following described railroad cars (Rider 3):

Number of Cars	Type	Car Numbers
100	13,818 Gal. 111A100W1 Tank Cars	TILX 135520-135619

BILL OF SALE **(Series 8-29)**

THE BANK OF NEW YORK,
AS TRUSTEE
TO

TRINITY INDUSTRIES LEASING COMPANY

The Bank of New York, as Trustee (the "Trustee"), in consideration of the sum of Ten Dollars ($10.00) in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, has bargained, sold, assigned and transferred, and by these presents does hereby bargain, sell, assign, and transfer unto Trinity Industries Leasing Company (the "Company"), a Delaware corporation, pursuant to Section 5.05(a) of that certain Equipment Trust Agreement dated as of September 9, 1991 (the "Agreement") by and between the Trustee and the Company and the Request delivered to the Trustee by the Company dated May 2, 2001, all the right, title and interest of the Trustee, as Trustee under the Agreement, in and to the railroad cars (the "Trust Equipment") covered by the Railroad Car Net Lease Agreements as described on Exhibits A and B hereto, together with all right, title and interest of the Trustee in and to the existing lease or sublease in respect of the Trust Equipment as described on Exhibit A hereto (the "Existing Lease").

The Trustee hereby warrants that it has not caused any liens or encumbrances to have been placed on the Trust Equipment, other than the Existing Leases and the rights of the Company under the Agreement.

IN WITNESS WHEREOF, the Bank of New York as such trustee has caused this Bill of Sale to be executed by its duly authorized officers and its corporate seal to be hereunto affixed, duly attested, this 2 day of May, 2001.

THE BANK OF NEW YORK

By: _____
Vice President

Attest: _____
Assistant Vice President

RECORDATION NO. 17520-mmmmm FILED

MAY 08 '01 12-87 PM

SURFACE TRANSPORTATION BOARD

STATE OF NEW YORK §
§
COUNTY OF NEW YORK §

On this 3 day of May, 2001, before me personally appeared REMO J. REALE, to me personally known, who being by me duly sworn, says that he is the Vice President of The Bank of New York, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Signature of Notary Public

My Commission Expires:

WILLIAM J. CASSELS
Notary Public, State of New York
No. 01CA5027729
Qualified in Bronx County
Commission Expires May 16, 2002

EXHIBIT A

1. Railroad Car Lease Agreement, dated October 1, 1990, between Trinity Industries Leasing Company and Mobil Oil Corporation, covering the following described railroad cars (Partial Rider 2 and 3):

Number of Cars	Type	Car Numbers
15	33,687 Gal. 112J340W Tank Cars	TILX 300900 TILX 300902-300906 TILX 300908-300916

2. Master Rail Lease Agreement, dated August 12, 1998, between Trinity Industries Leasing Company and Con Agra, Inc., covering the following described railroad cars (Rider 1):

Number of Cars	Type	Car Numbers
110	25,498 Gal. 111A100W1 Tank Cars	CAGX 980000-980109

EXHIBIT B
DESCRIPTION OF TRUST EQUIPMENT

	Quantity and Type	Class	Capacity	Initialed Car Numbers	Earliest Service
1.	15 Tank Cars	112J340W	33,687 Gal.	TILX 300900 TILX 300902-300906 TILX 300908-300916	01/92
2.	110 Tank Cars	111A100W1	25,498 Gal.	CAGX 980000-980109	06/98