

RECORDATION NO. 23867-B FILED

AUG 16 '02 5-1:7 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301  
WASHINGTON, D.C.  
20036  
\_\_\_\_\_  
(202) 393-2266  
FAX (202) 393-2156  
E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

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

OF COUNSEL  
URBAN A. LESTER

August 16, 2002

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Trust Indenture, dated as of August 1~~7~~ 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of [B] Trust Indenture and Security Agreement and [B] Trust Indenture Supplement No. 1 which was previously filed with the Board under Recordation Number 23867.

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

Borrower:	Trinity Industries Leasing Company 2525 Stemmons Parkway Dallas, Texas 75207
Guarantor:	Trinity Industries, Inc. 2525 Stemmons Parkway Dallas, Texas 75207
Trustee:	The Bank of New York 48 Wall Street New York, New York 10005

Mr. Vernon A. Williams  
August 16, 2002  
Page 2

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

64 railcars within the series PGHX 300001 - PGHX 300083 as set forth on the exhibit attached to the release.

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

Partial Release of Trust Indenture.

Also enclosed is a check in the amount of \$30.00 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,



Robert W. Alvord

RWA/anm  
Enclosures

RECORDATION NO. 23867-B FILED

AUG 16 '02 5-17 PM

SURFACE TRANSPORTATION BOARD

**PARTIAL RELEASE OF TRUST INDENTURE**

Reference is hereby made to that certain [B] Trust Indenture and Security Agreement dated February 15, 2002 (the "Trust Indenture") by and among Trinity Industries Leasing Company (the "Company"), Trinity Industries, Inc. (the "Guarantor"), and The Bank of New York (the "Trustee") and the Memorandum of [B] Trust Indenture and Security Agreement and [B] Trust Indenture Supplement No. 1 dated February 15, 2002 by and among the Company, the Guarantor and the Trustee and recorded on February 15, 2002 with the Surface Transportation Board at Recordation No. 23867 and with the Registrar General of Canada at 9:41 a.m. (the "Memorandum of Indenture"). All capitalized terms used herein but not defined here shall have the meanings ascribed thereto in the Trust Indenture.

KNOW ALL PERSONS BY THESE PRESENTS, that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Trustee does hereby fully and finally release and discharge from the security interest and other encumbrances of the Trust Indenture the Equipment described on Annex A and the Leases described on Annex B attached hereto and made a part hereof. All other provisions of the Trust Indenture including the liens and encumbrances therein granted remain in full force and effect, except as amended hereby.

The Surface Transportation Board is hereby requested to note this Partial Release of Trust Indenture (the "Partial Release") upon the margin of the Memorandum of Indenture, as recorded.

This Partial Release may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

WITNESS the due execution hereof with the intent to be legally bound hereby  
this \_\_\_\_ day of August, 2002.

TRINITY INDUSTRIES LEASING COMPANY

By: *[Signature]*

Its: VP

TRINITY INDUSTRIES, INC.

By: *[Signature]*

Its: Treasurer

THE BANK OF NEW YORK

By: \_\_\_\_\_

Its: \_\_\_\_\_

WITNESS the due execution hereof with the intent to be legally bound hereby  
this 16<sup>th</sup> day of August, 2002.

TRINITY INDUSTRIES LEASING COMPANY

TRINITY INDUSTRIES, INC.

By: \_\_\_\_\_

By: \_\_\_\_\_

Its: \_\_\_\_\_

Its: \_\_\_\_\_

THE BANK OF NEW YORK

By: 

Its: \_\_\_\_\_  
**BEATA HRYNIEWICKA**  
ASSISTANT TREASURER

**ACKNOWLEDGMENT**

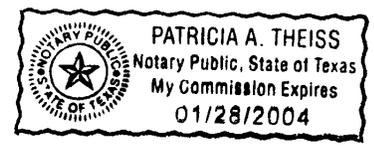
STATE OF Texas )  
COUNTY OF Dallas )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Eric Marchetto, who upon oath, acknowledged himself to be a VP of TRINITY INDUSTRIES LEASING COMPANY, a corporation, and that s/he as such VICE PRESIDENT being authorized to do so, executed the foregoing Partial Release of Trust Indenture for the purposes therein contained by signing the name of the corporation by her/himself as a VICE PRESIDENT of Trinity Industries Leasing Company.

WITNESS my hand and official seal this 15<sup>th</sup> day of August, 2002.

Patricia A. Theiss  
Notary Public

MY COMMISSION EXPIRES:  
1-28-04



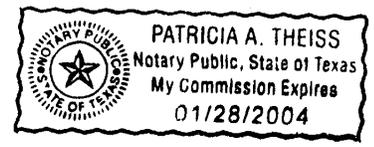
STATE OF Texas )  
COUNTY OF Dallas )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Neil O. Sheep, who upon oath, acknowledged himself to be a Treasurer of TRINITY INDUSTRIES, INC., a corporation, and that s/he as such TREASURER being authorized to do so, executed the foregoing Partial Release of Trust Indenture for the purposes therein contained by signing the name of the corporation by her/himself as a TREASURER of Trinity Industries, Inc.

WITNESS my hand and official seal this 15<sup>th</sup> day of August, 2002.

Patricia A. Theiss  
Notary Public

MY COMMISSION EXPIRES:  
1-28-04



STATE OF New York )  
 )  
COUNTY OF New York )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared BEATA HRYNIEWICZ upon oath, acknowledged himself to be a Assistant Treas of THE BANK OF NEW YORK, and that he as such Assistant Treasurer being authorized to do so, executed the foregoing Partial Release of Trust Indenture for the purposes therein contained by signing the name of the bank by he himself as a Assistant Treasurer of The Bank of New York.

WITNESS my hand and official seal this 16<sup>th</sup> day of August, 2002.

  
Notary Public

MY COMMISSION EXPIRES:

5/18/06

WILLIAM J. CASSELLS  
Notary Public, State of New York  
No. 01CAS027729  
Qualified in Bronx County  
Commission Expires May 18, 2006

---

**ANNEX A**

1081956.1

TRINITY INDUSTRIES LEASING COMPANY  
ETC 12 RELEASED UNITS SCHEDULE  
AS OF JULY 31, 2002

8851B

<u>ID</u>	<u>Asset Mark</u>	<u>ID</u>	<u>Asset Mark</u>	<u>ID</u>	<u>Asset Mark</u>
1	PGHX300001	46	PGHX300041		
2	PGHX300002	47	PGHX300042		
3	PGHX300006	48	PGHX300043		
4	PGHX300008	49	PGHX300044		
5	PGHX300009	50	PGHX300046		
6	PGHX300013	51	PGHX300047		
7	PGHX300020	52	PGHX300048		
8	PGHX300022	53	PGHX300049		
9	PGHX300023	54	PGHX300050		
10	PGHX300024	55	PGHX300051		
11	PGHX300025	56	PGHX300052		
12	PGHX300027	57	PGHX300053		
13	PGHX300028	58	PGHX300054		
14	PGHX300029	59	PGHX300055		
15	PGHX300030	60	PGHX300056		
16	PGHX300061	61	PGHX300057		
17	PGHX300062	62	PGHX300058		
18	PGHX300063	63	PGHX300059		
19	PGHX300064	64	PGHX300060		
20	PGHX300065				
21	PGHX300066				
22	PGHX300067				
23	PGHX300068				
24	PGHX300069				
25	PGHX300070				
26	PGHX300071				
27	PGHX300072				
28	PGHX300073				
29	PGHX300074				
30	PGHX300076				
31	PGHX300077				
32	PGHX300078				
33	PGHX300079				
34	PGHX300080				
35	PGHX300083				
36	PGHX300031				
37	PGHX300032				
38	PGHX300033				
39	PGHX300034				
40	PGHX300035				
41	PGHX300036				
42	PGHX300037				
43	PGHX300038				
44	PGHX300039				
45	PGHX300040				

---

**ANNEX B**

TRINITY INDUSTRIES LEASING COMPANY  
ETC 12 RELEASED UNITS SCHEDULE  
AS OF JULY 31, 2002

**Pool B**

**Released Equipment**

<u>ID</u>	<u>Lessee Number</u>	<u>Rider</u>
1	6318	1
2	6318	2
3	6318	3

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, 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: 8/16/02



Robert W. Alvord