

RECORDATION NO. 23867-I FILED

SEP 22 '03 5-09 PM

[B]-5

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 recorded on February 15, 2002 with the Surface Transportation Board at Recordation No. 23867 and with the Registrar General of Canada at 9:42 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 Exhibit A and the Leases described on Exhibit 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.

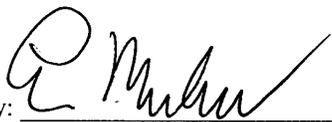
The Surface Transportation Board is hereby requested to note this Partial Release of Trust Indenture (the "Partial Release") upon the margin of the Memorandum of Indenture, as recorded.

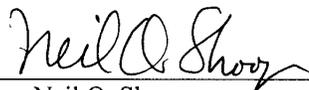
This Partial Release may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

WITNESS the due execution hereof with the intent to be legally bound hereby the 10th day of September, 2003.

TRINITY INDUSTRIES LEASING  
COMPANY

TRINITY INDUSTRIES, INC.

By:   
Name: Eric Marchetto  
Its: Vice President

By:   
Name: Neil O. Shoop  
Its: Treasurer

THE BANK OF NEW YORK

By:   
Name: REMO J. REALE  
Its: VICE PRESIDENT

**ACKNOWLEDGMENT**

STATE OF TEXAS                    )  
  )  
COUNTY OF DALLAS                )

BEFORE ME, a notary public for the State of Texas, personally appeared Eric Marchetto, who upon his oath acknowledged himself to be Vice President of Trinity Industries Leasing Company, a corporation, and that he is authorized to execute the foregoing Partial Release of Trust Indenture for the purposes therein contained, and that he executed the same in the name of the corporation and in the capacity stated.

WITNESS MY HAND and official seal this 10th day of September, 2003.

  
Notary Public, State of Texas

STATE OF TEXAS                    )  
  )  
COUNTY OF DALLAS                )

BEFORE ME, a notary public for the State of Texas, personally appeared Neil O. Shoop, who upon his oath acknowledged himself to be the Treasurer of Trinity Industries, Inc., a corporation, and that he is authorized to execute the foregoing Partial Release of Trust Indenture for the purposes therein contained, and that he executed the same in the name of the corporation and in the capacity stated.

WITNESS MY HAND and official seal this 10th day of September, 2003.

  
Notary Public, State of Texas

**Tommie G. Cain**  
**Notary Public, State of Texas**  
**My Commission Expires 5-13-2007**

STATE OF NEW YORK            )  
  )  
COUNTY OF NEW YORK        )

BEFORE ME, a notary public for the State of New York, personally appeared  
REMO J. REALE, who upon his oath acknowledged himself to be a  
VICE PRESIDENT of The Bank of New York, and that he is authorized to execute the foregoing  
Partial Release of Trust Indenture for the purposes therein contained, and that he executed the  
same in the name of the corporation and in the capacity stated.

WITNESS MY HAND and official seal this \_\_\_\_ day of September, 2003.

  
Notary Public, State of New York

WILLIAM J. CASSELS  
Notary Public, State of New York  
No. 01CA5027729  
Qualified in Bronx County  
Commission Expires May 18, 2006

Commission Expires: \_\_\_\_\_

TRINITY INDUSTRIES LEASIN  
EQUIPMENT TRUST CERTIFICATE 12 SL  
AS OF SEPTEMBER 3

Pool B

Equipment to be removed

<u>ID</u>	<u>Asset Mark</u>	<u>LesseeName</u>	<u>Rider</u>	<u>EqNumber</u>	<u>Mfg Date</u>	<u>FMV</u>
1	TILX620079	FORMOSA PLASTICS	5	12	2/28/1999	55,094.85
						<u>55,094.85</u>

TRINITY INDUSTR  
EQUIPMENT TRUST CERTIFI  
AS OF SEI

Pool B

Equipment to be removed

<u>ID</u>	<u>Lessee #</u>	<u>LesseeName</u>	<u>Rider</u>	<u>Units</u>	<u>FMV</u>
1	2275	FORMOSA PLASTICS	5	1	55,095
					<hr/> 55,095