RECORDATION NO. 24742-A FILED

DEC 19 '03 3-57 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

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

OF COUNSEL
URBAN A. LESTER

December 19, 2003

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 Bill of Sale and Assignment and Assumption Agreement, dated December 17, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement which is being filed with the Board under Recordation Number 24742

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

Sellor/Assignor: Trinity Industries Leasing Company
2525 Stemmons Freeway
Dallas, Texas 75207

Buyer/Assignee: Trinity Rail Leasing Trust II
2525 Stemmons Freeway
Dallas, Texas 75207

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

775 Railcars within the following series:

AMTX 10261 – AMTX 10390
CNA 405595 – CNA 405597
PLMX 135383 - PLMX 135665
TILX 250473 – TILX 250482
TILX 290413 – TILX 290422
TILX 290463 – TILX 290492
TILX 302314 – TILX 302338
TLKX 12271 - TLKX 12540

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

Bill of Sale and Assignment and Assumption Agreement.

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. 24742-A FILED

DEC 19 '03 3-57 PM

SURFACE TRANSPORTATION BOARD

BILL OF SALE
AND ASSIGNMENT AND ASSUMPTION AGREEMENT

TRINITY INDUSTRIES LEASING COMPANY, a Delaware corporation ("TILC"), in consideration of the Purchase Price set forth on Schedule A and other good and valuable consideration given by TRINITY RAIL LEASING TRUST II, a Delaware business trust (the "Company"), under the Asset Contribution and Purchase Agreement (the "Asset Contribution and Purchase Agreement") dated as of June 27, 2002 as amended and restated by and between TILC and the Company, at or before the execution and delivery of these presents, and receipt of which is hereby acknowledged, does hereby (i) grant, bargain, sell, transfer, assign and set over unto the Company and its successors and assigns all right, title, and interest of TILC, in and to (x) certain Railcars set forth on Exhibit A and (y) any Leases related thereto set forth on Exhibit B and (ii) assign all of its right, title and interest in and to all warranties or representations made or given to TILC with respect to the Railcars by the manufacturer thereof. The Company hereby assumes, and agrees it is unconditionally bound in respect of, as of the date hereof, all duties and obligations of TILC under the Leases.

To have and to hold all and singular the rights to the Railcars and the Leases to the Company and its successors and assigns for their own use and behalf forever.

And TILC hereby warrants to the Company and its successors and assigns that, at the time of delivery of the Railcars and the assignment and assumption of the Leases, TILC has legal and beneficial title thereto and good and lawful right to sell the Railcars and to assign the Leases, and the Railcars and the Leases are free and clear of all Liens (other than Permitted Liens); provided, however, that TILC covenants that it will defend forever such title to the Railcars and the Leases against the demands or claims of all Persons whomsoever (including, without limitation, the holders of such Permitted Liens) based on claims arising as a result of, or related or attributable to, acts, events or circumstances occurring prior to the delivery of the Railcars and the assignment of the Leases by TILC hereunder. Notwithstanding the provisions above and its and the Company's intent that TILC grant, bargain, sell, transfer, assign and set over to the Company all right, title and interest of TILC in the Railcars and the Leases, as a precaution only, in the event of any challenge to this Bill of Sale as being in the nature of an absolute sale or assignment rather than a financing, TILC hereby also grants the Company a security interest in the Railcars and the Leases. Such grant of a security interest does not constitute an admission or acknowledgment that the transactions contemplated by the Asset Contribution and Purchase Agreement provide that this Bill of Sale and Assignment Agreement is other than a grant, bargain, sale, transfer, assignment and set over to the Company of all right, title and interest of TILC in the Railcars and the Leases.

Terms used herein with initial capital letters and not otherwise defined shall have the respective meanings given thereto in the Asset Contribution and Purchase Agreement.

THIS BILL OF SALE AND ASSIGNMENT AND ASSUMPTION AGREEMENT SHALL BE GOVERNED BY THE LAWS OF THE STATE OF NEW YORK, INCLUDING ALL MATTERS OF CONSTRUCTION, VALIDITY AND PERFORMANCE (INCLUDING SECTION 5-1401 AND 5-1402 OF THE NEW YORK GENERAL OBLIGATIONS LAW BUT EXCLUDING TO THE EXTENT PERMITTED BY LAW, ALL OTHER CHOICE OF LAW AND CONFLICTS OF LAW RULES). THIS BILL OF SALE AND ASSIGNMENT AND ASSUMPTION AGREEMENT HAS BEEN DELIVERED IN THE STATE OF NEW YORK. .

IN WITNESS WHEREOF, TILC and the Company have caused this instrument to be executed in its name, by a duly authorized officer on the 17th day of December, 2003.

TRINITY INDUSTRIES LEASING COMPANY

By: _____
Name: Eric Marchetto
Title: Vice President

TRINITY RAIL LEASING TRUST II

By: _____
Name: Eric Marchetto
Title: Vice President

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 the treasurer of TRINITY INDUSTRIES LEASING COMPANY, a corporation, and that s/he as such officer being authorized to do so, executed the foregoing Bill of Sale and Assignment and Assumption Agreement for the purposes therein contained by signing the name of the corporation by her/himself as such officer of Trinity Industries Leasing Company.

WITNESS my hand and official seal this 17th day of December, 2003.

Notary Public

Tommie G. Cain

MY COMMISSION EXPIRES:

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

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 the treasurer of TRINITY RAIL LEASING TRUST II, a Delaware business trust, and that s/he as such officer being authorized to do so, executed the foregoing Bill of Sale and Assignment and Assumption Agreement for the purposes therein contained by signing the name of the Delaware business trust by her/himself as a such officer Trinity Rail Leasing Trust II.

WITNESS my hand and official seal this 17th day of December, 2003.

Notary Public

Tommie G. Cain

MY COMMISSION EXPIRES:

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

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
1	AMTX010261	7897	5/14/2003	Freight
2	AMTX010262	7897	5/14/2003	Freight
3	AMTX010263	7897	5/14/2003	Freight
4	AMTX010264	7897	5/14/2003	Freight
5	AMTX010265	7897	5/14/2003	Freight
6	AMTX010266	7897	5/28/2003	Freight
7	AMTX010267	7897	5/28/2003	Freight
8	AMTX010268	7897	5/14/2003	Freight
9	AMTX010269	7897	5/14/2003	Freight
10	AMTX010270	7897	5/14/2003	Freight
11	AMTX010271	7897	5/14/2003	Freight
12	AMTX010272	7897	5/28/2003	Freight
13	AMTX010273	7897	5/28/2003	Freight
14	AMTX010274	7897	5/28/2003	Freight
15	AMTX010275	7897	5/14/2003	Freight
16	AMTX010276	7897	6/6/2003	Freight
17	AMTX010277	7897	6/9/2003	Freight
18	AMTX010278	7897	5/14/2003	Freight
19	AMTX010279	7897	5/14/2003	Freight
20	AMTX010280	7897	5/14/2003	Freight
21	AMTX010281	7897	5/14/2003	Freight
22	AMTX010282	7897	5/14/2003	Freight
23	AMTX010283	7897	5/14/2003	Freight
24	AMTX010284	7897	5/14/2003	Freight
25	AMTX010285	7897	5/14/2003	Freight
26	AMTX010286	7897	5/14/2003	Freight
27	AMTX010287	7897	5/14/2003	Freight
28	AMTX010288	7897	5/14/2003	Freight
29	AMTX010289	7897	5/14/2003	Freight
30	AMTX010290	7897	5/14/2003	Freight
31	AMTX010291	7897	5/14/2003	Freight
32	AMTX010292	7897	5/14/2003	Freight
33	AMTX010293	7897	5/14/2003	Freight
34	AMTX010294	7897	5/14/2003	Freight
35	AMTX010295	7897	5/14/2003	Freight
36	AMTX010296	7897	5/14/2003	Freight
37	AMTX010297	7897	5/14/2003	Freight
38	AMTX010298	7897	5/14/2003	Freight
39	AMTX010299	7897	5/14/2003	Freight
40	AMTX010300	7897	5/14/2003	Freight
41	AMTX010301	7897	5/14/2003	Freight
42	AMTX010302	7897	5/14/2003	Freight
43	AMTX010303	7897	5/14/2003	Freight
44	AMTX010304	7897	5/14/2003	Freight
45	AMTX010305	7897	5/14/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
46	AMTX010306	7897	5/14/2003	Freight
47	AMTX010307	7897	5/14/2003	Freight
48	AMTX010308	7897	5/14/2003	Freight
49	AMTX010309	7897	5/14/2003	Freight
50	AMTX010310	7897	5/14/2003	Freight
51	AMTX010311	7897	5/14/2003	Freight
52	AMTX010312	7897	5/14/2003	Freight
53	AMTX010313	7897	5/14/2003	Freight
54	AMTX010314	7897	5/14/2003	Freight
55	AMTX010315	7897	5/22/2003	Freight
56	AMTX010316	7897	5/22/2003	Freight
57	AMTX010317	7897	5/22/2003	Freight
58	AMTX010318	7897	5/22/2003	Freight
59	AMTX010319	7897	5/22/2003	Freight
60	AMTX010320	7897	5/28/2003	Freight
61	AMTX010321	7897	5/28/2003	Freight
62	AMTX010322	7897	5/28/2003	Freight
63	AMTX010323	7897	5/28/2003	Freight
64	AMTX010324	7897	5/28/2003	Freight
65	AMTX010325	7897	6/6/2003	Freight
66	AMTX010326	7897	5/22/2003	Freight
67	AMTX010327	7897	6/9/2003	Freight
68	AMTX010328	7897	5/22/2003	Freight
69	AMTX010329	7897	5/28/2003	Freight
70	AMTX010330	7897	5/28/2003	Freight
71	AMTX010331	7897	5/28/2003	Freight
72	AMTX010332	7897	5/28/2003	Freight
73	AMTX010333	7897	6/6/2003	Freight
74	AMTX010334	7897	5/28/2003	Freight
75	AMTX010335	7897	5/28/2003	Freight
76	AMTX010336	7897	5/28/2003	Freight
77	AMTX010337	7897	5/28/2003	Freight
78	AMTX010338	7897	5/28/2003	Freight
79	AMTX010339	7897	5/28/2003	Freight
80	AMTX010340	7897	5/28/2003	Freight
81	AMTX010341	7897	5/28/2003	Freight
82	AMTX010342	7897	5/28/2003	Freight
83	AMTX010343	7897	5/28/2003	Freight
84	AMTX010344	7897	5/28/2003	Freight
85	AMTX010345	7897	5/28/2003	Freight
86	AMTX010346	7897	5/28/2003	Freight
87	AMTX010347	7897	5/28/2003	Freight
88	AMTX010348	7897	5/28/2003	Freight
89	AMTX010349	7897	5/29/2003	Freight
90	AMTX010350	7897	5/29/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
91	AMTX010351	7897	5/29/2003	Freight
92	AMTX010352	7897	5/29/2003	Freight
93	AMTX010353	7897	5/29/2003	Freight
94	AMTX010354	7897	5/29/2003	Freight
95	AMTX010355	7897	5/29/2003	Freight
96	AMTX010356	7897	5/29/2003	Freight
97	AMTX010357	7897	6/6/2003	Freight
98	AMTX010358	7897	5/29/2003	Freight
99	AMTX010359	7897	5/29/2003	Freight
100	AMTX010360	7897	5/29/2003	Freight
101	AMTX010361	7897	5/29/2003	Freight
102	AMTX010362	7897	6/6/2003	Freight
103	AMTX010363	7897	6/6/2003	Freight
104	AMTX010364	7897	6/9/2003	Freight
105	AMTX010365	7897	6/9/2003	Freight
106	AMTX010366	7897	6/6/2003	Freight
107	AMTX010367	7897	6/6/2003	Freight
108	AMTX010368	7897	6/6/2003	Freight
109	AMTX010369	7897	6/9/2003	Freight
110	AMTX010370	7897	6/6/2003	Freight
111	AMTX010371	7897	6/9/2003	Freight
112	AMTX010372	7897	6/6/2003	Freight
113	AMTX010373	7897	6/6/2003	Freight
114	AMTX010374	7897	6/9/2003	Freight
115	AMTX010375	7897	6/9/2003	Freight
116	AMTX010376	7897	6/9/2003	Freight
117	AMTX010377	7897	6/9/2003	Freight
118	AMTX010378	7897	6/9/2003	Freight
119	AMTX010379	7897	6/9/2003	Freight
120	AMTX010380	7897	6/9/2003	Freight
121	AMTX010381	7897	6/16/2003	Freight
122	AMTX010382	7897	6/16/2003	Freight
123	AMTX010383	7897	6/16/2003	Freight
124	AMTX010384	7897	6/16/2003	Freight
125	AMTX010385	7897	6/16/2003	Freight
126	AMTX010386	7897	6/16/2003	Freight
127	AMTX010387	7897	6/16/2003	Freight
128	AMTX010388	7897	6/16/2003	Freight
129	AMTX010389	7897	6/16/2003	Freight
130	AMTX010390	7897	6/16/2003	Freight
131	CNA405595	802	9/30/2003	Freight
132	CNA405596	802	9/30/2003	Freight
133	CNA405597	802	9/30/2003	Freight
134	PLMX135383	6107	9/30/2003	Tank
135	PLMX135398	6107	9/30/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
136	PLMX135401	6107	9/30/2003	Tank
137	PLMX135406	6107	9/30/2003	Tank
138	PLMX135408	6107	9/30/2003	Tank
139	PLMX135409	6107	9/30/2003	Tank
140	PLMX135410	6107	9/30/2003	Tank
141	PLMX135411	6107	9/30/2003	Tank
142	PLMX135412	6107	9/30/2003	Tank
143	PLMX135413	6107	9/30/2003	Tank
144	PLMX135415	6107	9/30/2003	Tank
145	PLMX135416	6107	9/30/2003	Tank
146	PLMX135417	6107	9/30/2003	Tank
147	PLMX135419	6107	9/30/2003	Tank
148	PLMX135420	6107	9/30/2003	Tank
149	PLMX135421	6107	9/30/2003	Tank
150	PLMX135422	6107	9/30/2003	Tank
151	PLMX135423	6107	9/30/2003	Tank
152	PLMX135424	6107	9/30/2003	Tank
153	PLMX135425	6107	9/30/2003	Tank
154	PLMX135426	6107	9/30/2003	Tank
155	PLMX135427	6107	9/30/2003	Tank
156	PLMX135428	6107	9/30/2003	Tank
157	PLMX135429	6107	9/30/2003	Tank
158	PLMX135430	6107	9/30/2003	Tank
159	PLMX135431	6107	9/30/2003	Tank
160	PLMX135432	6107	9/30/2003	Tank
161	PLMX135433	6107	9/30/2003	Tank
162	PLMX135434	6107	9/30/2003	Tank
163	PLMX135435	6107	9/30/2003	Tank
164	PLMX135436	6107	9/30/2003	Tank
165	PLMX135437	6107	9/30/2003	Tank
166	PLMX135438	6107	9/30/2003	Tank
167	PLMX135439	6107	9/30/2003	Tank
168	PLMX135440	6107	9/30/2003	Tank
169	PLMX135441	6107	9/30/2003	Tank
170	PLMX135442	6107	9/30/2003	Tank
171	PLMX135443	6107	9/30/2003	Tank
172	PLMX135444	6107	9/30/2003	Tank
173	PLMX135445	6107	9/30/2003	Tank
174	PLMX135446	6107	9/30/2003	Tank
175	PLMX135447	6107	9/30/2003	Tank
176	PLMX135448	6107	9/30/2003	Tank
177	PLMX135449	6107	9/30/2003	Tank
178	PLMX135450	6107	9/30/2003	Tank
179	PLMX135451	6107	9/30/2003	Tank
180	PLMX135452	6107	9/30/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
181	PLMX135453	6107	9/30/2003	Tank
182	PLMX135454	6107	9/30/2003	Tank
183	PLMX135455	6107	9/30/2003	Tank
184	PLMX135456	6107	9/30/2003	Tank
185	PLMX135457	6107	9/30/2003	Tank
186	PLMX135458	6107	9/30/2003	Tank
187	PLMX135459	6107	9/30/2003	Tank
188	PLMX135460	6107	9/30/2003	Tank
189	PLMX135461	6107	9/30/2003	Tank
190	PLMX135462	6107	9/30/2003	Tank
191	PLMX135463	6107	9/30/2003	Tank
192	PLMX135464	6107	9/30/2003	Tank
193	PLMX135465	6107	9/30/2003	Tank
194	PLMX135466	6107	9/30/2003	Tank
195	PLMX135467	6107	9/30/2003	Tank
196	PLMX135468	6107	9/30/2003	Tank
197	PLMX135469	6107	9/30/2003	Tank
198	PLMX135470	6107	9/30/2003	Tank
199	PLMX135471	6107	9/30/2003	Tank
200	PLMX135472	6107	9/30/2003	Tank
201	PLMX135473	6107	9/30/2003	Tank
202	PLMX135474	6107	9/30/2003	Tank
203	PLMX135475	6107	9/30/2003	Tank
204	PLMX135476	6107	9/30/2003	Tank
205	PLMX135477	6107	9/30/2003	Tank
206	PLMX135478	6107	9/30/2003	Tank
207	PLMX135479	6107	9/30/2003	Tank
208	PLMX135480	6107	9/30/2003	Tank
209	PLMX135481	6107	9/30/2003	Tank
210	PLMX135482	6107	9/30/2003	Tank
211	PLMX135483	6107	9/30/2003	Tank
212	PLMX135484	6107	9/30/2003	Tank
213	PLMX135485	6107	9/30/2003	Tank
214	PLMX135486	6107	9/30/2003	Tank
215	PLMX135487	6107	9/30/2003	Tank
216	PLMX135488	6107	9/30/2003	Tank
217	PLMX135489	6107	9/30/2003	Tank
218	PLMX135490	6107	9/30/2003	Tank
219	PLMX135491	6107	9/30/2003	Tank
220	PLMX135492	6107	9/30/2003	Tank
221	PLMX135493	6107	9/30/2003	Tank
222	PLMX135494	6107	9/30/2003	Tank
223	PLMX135495	6107	10/14/2003	Tank
224	PLMX135496	6107	9/30/2003	Tank
225	PLMX135497	6107	9/30/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
226	PLMX135498	6107	9/30/2003	Tank
227	PLMX135499	6107	9/30/2003	Tank
228	PLMX135500	6107	9/30/2003	Tank
229	PLMX135501	6107	9/30/2003	Tank
230	PLMX135502	6107	9/30/2003	Tank
231	PLMX135503	6107	9/30/2003	Tank
232	PLMX135504	6107	9/30/2003	Tank
233	PLMX135505	6107	9/30/2003	Tank
234	PLMX135506	6107	9/30/2003	Tank
235	PLMX135507	6107	9/30/2003	Tank
236	PLMX135508	6107	9/30/2003	Tank
237	PLMX135509	6107	9/30/2003	Tank
238	PLMX135510	6107	9/30/2003	Tank
239	PLMX135511	6107	9/30/2003	Tank
240	PLMX135512	6107	9/30/2003	Tank
241	PLMX135513	6107	9/30/2003	Tank
242	PLMX135514	6107	9/30/2003	Tank
243	PLMX135515	6107	9/30/2003	Tank
244	PLMX135516	6107	9/30/2003	Tank
245	PLMX135517	6107	9/30/2003	Tank
246	PLMX135518	6107	9/30/2003	Tank
247	PLMX135519	6107	9/30/2003	Tank
248	PLMX135520	6107	9/30/2003	Tank
249	PLMX135521	6107	9/30/2003	Tank
250	PLMX135522	6107	10/14/2003	Tank
251	PLMX135523	6107	9/30/2003	Tank
252	PLMX135524	6107	10/14/2003	Tank
253	PLMX135525	6107	9/30/2003	Tank
254	PLMX135526	6107	9/30/2003	Tank
255	PLMX135527	6107	10/14/2003	Tank
256	PLMX135528	6107	9/30/2003	Tank
257	PLMX135529	6107	9/30/2003	Tank
258	PLMX135530	6107	9/30/2003	Tank
259	PLMX135531	6107	9/30/2003	Tank
260	PLMX135532	6107	10/14/2003	Tank
261	PLMX135533	6107	9/30/2003	Tank
262	PLMX135534	6107	10/14/2003	Tank
263	PLMX135535	6107	10/14/2003	Tank
264	PLMX135536	6107	10/14/2003	Tank
265	PLMX135537	6107	10/14/2003	Tank
266	PLMX135538	6107	10/14/2003	Tank
267	PLMX135539	6107	10/14/2003	Tank
268	PLMX135540	6107	9/30/2003	Tank
269	PLMX135541	6107	10/14/2003	Tank
270	PLMX135542	6107	10/14/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
271	PLMX135543	6107	9/30/2003	Tank
272	PLMX135544	6107	10/14/2003	Tank
273	PLMX135545	6107	10/14/2003	Tank
274	PLMX135546	6107	9/30/2003	Tank
275	PLMX135547	6107	10/28/2003	Tank
276	PLMX135548	6107	10/14/2003	Tank
277	PLMX135549	6107	10/14/2003	Tank
278	PLMX135550	6107	10/28/2003	Tank
279	PLMX135551	6107	10/14/2003	Tank
280	PLMX135552	6107	11/11/2003	Tank
281	PLMX135553	6107	10/14/2003	Tank
282	PLMX135554	6107	10/31/2003	Tank
283	PLMX135555	6107	10/14/2003	Tank
284	PLMX135556	6107	10/28/2003	Tank
285	PLMX135557	6107	10/28/2003	Tank
286	PLMX135558	6107	10/14/2003	Tank
287	PLMX135559	6107	10/14/2003	Tank
288	PLMX135560	6107	10/28/2003	Tank
289	PLMX135561	6107	10/28/2003	Tank
290	PLMX135562	6107	10/28/2003	Tank
291	PLMX135563	6107	10/28/2003	Tank
292	PLMX135564	6107	10/28/2003	Tank
293	PLMX135565	6107	10/14/2003	Tank
294	PLMX135566	6107	10/28/2003	Tank
295	PLMX135567	6107	10/28/2003	Tank
296	PLMX135568	6107	10/28/2003	Tank
297	PLMX135569	6107	10/28/2003	Tank
298	PLMX135570	6107	10/28/2003	Tank
299	PLMX135571	6107	10/28/2003	Tank
300	PLMX135572	6107	10/31/2003	Tank
301	PLMX135573	6107	10/28/2003	Tank
302	PLMX135574	6107	10/31/2003	Tank
303	PLMX135575	6107	10/28/2003	Tank
304	PLMX135576	6107	10/28/2003	Tank
305	PLMX135577	6107	10/28/2003	Tank
306	PLMX135578	6107	10/28/2003	Tank
307	PLMX135579	6107	10/28/2003	Tank
308	PLMX135580	6107	10/31/2003	Tank
309	PLMX135581	6107	10/31/2003	Tank
310	PLMX135582	6107	10/28/2003	Tank
311	PLMX135583	6107	10/31/2003	Tank
312	PLMX135584	6107	10/28/2003	Tank
313	PLMX135585	6107	10/28/2003	Tank
314	PLMX135586	6107	10/28/2003	Tank
315	PLMX135587	6107	10/28/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
316	PLMX135588	6107	10/28/2003	Tank
317	PLMX135589	6107	10/28/2003	Tank
318	PLMX135590	6107	10/31/2003	Tank
319	PLMX135591	6107	10/28/2003	Tank
320	PLMX135592	6107	10/28/2003	Tank
321	PLMX135593	6107	10/31/2003	Tank
322	PLMX135594	6107	10/31/2003	Tank
323	PLMX135595	6107	10/31/2003	Tank
324	PLMX135596	6107	10/31/2003	Tank
325	PLMX135597	6107	10/31/2003	Tank
326	PLMX135598	6107	10/31/2003	Tank
327	PLMX135599	6107	10/31/2003	Tank
328	PLMX135600	6107	10/31/2003	Tank
329	PLMX135601	6107	10/31/2003	Tank
330	PLMX135602	6107	10/31/2003	Tank
331	PLMX135603	6107	10/31/2003	Tank
332	PLMX135604	6107	11/18/2003	Tank
333	PLMX135605	6107	10/31/2003	Tank
334	PLMX135606	6107	11/18/2003	Tank
335	PLMX135607	6107	10/31/2003	Tank
336	PLMX135608	6107	11/18/2003	Tank
337	PLMX135609	6107	11/18/2003	Tank
338	PLMX135610	6107	11/18/2003	Tank
339	PLMX135611	6107	10/31/2003	Tank
340	PLMX135612	6107	10/31/2003	Tank
341	PLMX135613	6107	10/31/2003	Tank
342	PLMX135614	6107	10/31/2003	Tank
343	PLMX135615	6107	11/18/2003	Tank
344	PLMX135616	6107	11/18/2003	Tank
345	PLMX135617	6107	11/18/2003	Tank
346	PLMX135618	6107	10/31/2003	Tank
347	PLMX135619	6107	11/18/2003	Tank
348	PLMX135620	6107	11/18/2003	Tank
349	PLMX135621	6107	11/18/2003	Tank
350	PLMX135622	6107	11/18/2003	Tank
351	PLMX135623	6107	11/18/2003	Tank
352	PLMX135624	6107	11/18/2003	Tank
353	PLMX135625	6107	11/18/2003	Tank
354	PLMX135626	6107	11/18/2003	Tank
355	PLMX135627	6107	11/18/2003	Tank
356	PLMX135628	6107	11/18/2003	Tank
357	PLMX135629	6107	11/18/2003	Tank
358	PLMX135630	6107	11/18/2003	Tank
359	PLMX135631	6107	11/18/2003	Tank
360	PLMX135632	6107	11/18/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
361	PLMX135633	6107	11/30/2003	Tank
362	PLMX135635	6107	11/30/2003	Tank
363	PLMX135636	6107	11/19/2003	Tank
364	PLMX135637	6107	11/30/2003	Tank
365	PLMX135638	6107	11/30/2003	Tank
366	PLMX135639	6107	11/30/2003	Tank
367	PLMX135641	6107	11/30/2003	Tank
368	PLMX135642	6107	11/30/2003	Tank
369	PLMX135643	6107	11/30/2003	Tank
370	PLMX135644	6107	11/30/2003	Tank
371	PLMX135645	6107	11/19/2003	Tank
372	PLMX135646	6107	11/19/2003	Tank
373	PLMX135647	6107	11/30/2003	Tank
374	PLMX135648	6107	11/30/2003	Tank
375	PLMX135649	6107	11/30/2003	Tank
376	PLMX135650	6107	11/30/2003	Tank
377	PLMX135651	6107	11/30/2003	Tank
378	PLMX135653	6107	11/30/2003	Tank
379	PLMX135654	6107	11/30/2003	Tank
380	PLMX135655	6107	11/30/2003	Tank
381	PLMX135657	6107	11/30/2003	Tank
382	PLMX135659	6107	11/30/2003	Tank
383	PLMX135662	6107	11/30/2003	Tank
384	PLMX135663	6107	11/30/2003	Tank
385	PLMX135664	6107	11/30/2003	Tank
386	PLMX135665	6107	11/30/2003	Tank
387	TILX250473	5715	9/23/2003	Tank
388	TILX250474	5715	9/23/2003	Tank
389	TILX250475	5715	9/23/2003	Tank
390	TILX250476	5715	9/23/2003	Tank
391	TILX250477	5715	9/23/2003	Tank
392	TILX250478	5715	9/23/2003	Tank
393	TILX250479	5715	9/23/2003	Tank
394	TILX250480	5715	9/23/2003	Tank
395	TILX250481	5715	9/23/2003	Tank
396	TILX250482	5715	9/23/2003	Tank
397	TILX290413	531	6/24/2003	Tank
398	TILX290414	531	6/24/2003	Tank
399	TILX290415	531	6/26/2003	Tank
400	TILX290416	531	6/24/2003	Tank
401	TILX290417	531	6/24/2003	Tank
402	TILX290418	531	6/26/2003	Tank
403	TILX290419	531	6/26/2003	Tank
404	TILX290420	531	6/26/2003	Tank
405	TILX290421	531	6/26/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
406	TILX290422	531	6/27/2003	Tank
407	TILX290463	5015	11/30/2003	Tank
408	TILX290464	5015	10/31/2003	Tank
409	TILX290465	5015	11/30/2003	Tank
410	TILX290466	5015	10/31/2003	Tank
411	TILX290467	5015	10/30/2003	Tank
412	TILX290468	5015	11/18/2003	Tank
413	TILX290469	5015	10/30/2003	Tank
414	TILX290470	5015	10/30/2003	Tank
415	TILX290471	5015	10/30/2003	Tank
416	TILX290472	5015	10/30/2003	Tank
417	TILX290473	5015	10/31/2003	Tank
418	TILX290474	5015	10/30/2003	Tank
419	TILX290475	5015	10/30/2003	Tank
420	TILX290476	5015	10/31/2003	Tank
421	TILX290477	5015	11/19/2003	Tank
422	TILX290478	5015	11/18/2003	Tank
423	TILX290479	5015	10/31/2003	Tank
424	TILX290480	5015	11/18/2003	Tank
425	TILX290481	5015	11/18/2003	Tank
426	TILX290482	5015	10/30/2003	Tank
427	TILX290483	5015	11/18/2003	Tank
428	TILX290484	5015	10/31/2003	Tank
429	TILX290485	5015	10/31/2003	Tank
430	TILX290486	5015	11/30/2003	Tank
431	TILX290487	5015	11/19/2003	Tank
432	TILX290488	5015	11/18/2003	Tank
433	TILX290489	5015	11/18/2003	Tank
434	TILX290490	5015	11/19/2003	Tank
435	TILX290491	5015	11/19/2003	Tank
436	TILX290492	5015	11/19/2003	Tank
437	TILX302314	6303	9/15/2003	Tank
438	TILX302315	6303	9/15/2003	Tank
439	TILX302321	6303	9/15/2003	Tank
440	TILX302323	6303	9/15/2003	Tank
441	TILX302325	6303	9/15/2003	Tank
442	TILX302326	6303	9/15/2003	Tank
443	TILX302327	6303	9/15/2003	Tank
444	TILX302328	6303	9/15/2003	Tank
445	TILX302329	6303	9/15/2003	Tank
446	TILX302330	6303	9/23/2003	Tank
447	TILX302331	6303	9/23/2003	Tank
448	TILX302332	6303	9/23/2003	Tank
449	TILX302333	6303	9/23/2003	Tank
450	TILX302334	6303	9/30/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
451	TILX302335	6303	9/23/2003	Tank
452	TILX302336	6303	9/23/2003	Tank
453	TILX302337	6303	9/23/2003	Tank
454	TILX302338	6303	9/30/2003	Tank
455	TILX302339	6303	9/23/2003	Tank
456	TILX302340	6303	9/23/2003	Tank
457	TILX302341	6303	9/30/2003	Tank
458	TILX302342	6303	9/30/2003	Tank
459	TILX302343	6303	10/8/2003	Tank
460	TILX302344	6303	9/30/2003	Tank
461	TILX302345	6303	9/30/2003	Tank
462	TILX302346	6303	10/8/2003	Tank
463	TILX302347	6303	10/8/2003	Tank
464	TILX302348	6303	10/8/2003	Tank
465	TILX302349	6303	10/8/2003	Tank
466	TILX302350	6303	10/8/2003	Tank
467	TILX302351	6303	10/8/2003	Tank
468	TILX302352	6303	10/8/2003	Tank
469	TILX302353	6303	10/17/2003	Tank
470	TILX302354	6303	10/17/2003	Tank
471	TILX302355	6303	10/17/2003	Tank
472	TILX302356	6303	10/17/2003	Tank
473	TILX302357	6303	10/17/2003	Tank
474	TILX302358	6303	10/17/2003	Tank
475	TILX302359	6303	10/17/2003	Tank
476	TILX302360	6303	10/28/2003	Tank
477	TILX302361	6303	10/28/2003	Tank
478	TILX302362	6303	10/28/2003	Tank
479	TILX302363	6303	10/28/2003	Tank
480	TILX302364	6303	10/17/2003	Tank
481	TILX302365	6303	10/28/2003	Tank
482	TILX302366	6303	10/28/2003	Tank
483	TILX302367	6303	10/28/2003	Tank
484	TILX302368	6303	10/31/2003	Tank
485	TILX302369	6303	10/31/2003	Tank
486	TILX302370	6303	10/31/2003	Tank
487	TILX302371	6303	10/31/2003	Tank
488	TILX302372	6303	10/31/2003	Tank
489	TILX302373	6303	11/11/2003	Tank
490	TILX302374	6303	10/31/2003	Tank
491	TILX302375	6303	11/11/2003	Tank
492	TILX302376	6303	11/18/2003	Tank
493	TILX302377	6303	11/18/2003	Tank
494	TILX302378	6303	11/18/2003	Tank
495	TILX302379	6303	11/19/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
496	TILX302380	6303	11/19/2003	Tank
497	TILX302381	6303	11/19/2003	Tank
498	TILX302382	6303	11/19/2003	Tank
499	TILX302383	6303	11/19/2003	Tank
500	TILX302384	6303	11/19/2003	Tank
501	TILX302385	6303	11/19/2003	Tank
502	TILX302386	6303	11/19/2003	Tank
503	TILX302387	6303	11/30/2003	Tank
504	TILX302388	6303	11/30/2003	Tank
505	TILX302390	6303	11/30/2003	Tank
506	TLKX012271	7897	9/30/2003	Freight
507	TLKX012272	7897	9/15/2003	Freight
508	TLKX012273	7897	9/15/2003	Freight
509	TLKX012274	7897	9/15/2003	Freight
510	TLKX012275	7897	9/30/2003	Freight
511	TLKX012276	7897	9/30/2003	Freight
512	TLKX012277	7897	9/30/2003	Freight
513	TLKX012278	7897	9/15/2003	Freight
514	TLKX012279	7897	8/29/2003	Freight
515	TLKX012280	7897	8/29/2003	Freight
516	TLKX012281	7897	8/29/2003	Freight
517	TLKX012282	7897	9/15/2003	Freight
518	TLKX012283	7897	9/30/2003	Freight
519	TLKX012284	7897	9/30/2003	Freight
520	TLKX012285	7897	9/30/2003	Freight
521	TLKX012286	7897	9/30/2003	Freight
522	TLKX012287	7897	9/30/2003	Freight
523	TLKX012288	7897	9/30/2003	Freight
524	TLKX012289	7897	9/30/2003	Freight
525	TLKX012290	7897	9/30/2003	Freight
526	TLKX012291	7897	8/31/2003	Freight
527	TLKX012292	7897	8/31/2003	Freight
528	TLKX012293	7897	8/31/2003	Freight
529	TLKX012294	7897	8/31/2003	Freight
530	TLKX012295	7897	8/31/2003	Freight
531	TLKX012296	7897	8/31/2003	Freight
532	TLKX012297	7897	8/31/2003	Freight
533	TLKX012298	7897	8/31/2003	Freight
534	TLKX012299	7897	8/31/2003	Freight
535	TLKX012300	7897	8/31/2003	Freight
536	TLKX012301	7897	8/31/2003	Freight
537	TLKX012302	7897	8/31/2003	Freight
538	TLKX012303	7897	8/31/2003	Freight
539	TLKX012304	7897	9/12/2003	Freight
540	TLKX012305	7897	9/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
541	TLKX012306	7897	9/15/2003	Freight
542	TLKX012307	7897	9/12/2003	Freight
543	TLKX012308	7897	9/12/2003	Freight
544	TLKX012309	7897	9/12/2003	Freight
545	TLKX012310	7897	9/12/2003	Freight
546	TLKX012311	7897	9/12/2003	Freight
547	TLKX012312	7897	9/30/2003	Freight
548	TLKX012313	7897	9/30/2003	Freight
549	TLKX012314	7897	9/12/2003	Freight
550	TLKX012315	7897	9/30/2003	Freight
551	TLKX012316	7897	9/12/2003	Freight
552	TLKX012317	7897	9/30/2003	Freight
553	TLKX012318	7897	9/12/2003	Freight
554	TLKX012319	7897	9/30/2003	Freight
555	TLKX012320	7897	9/30/2003	Freight
556	TLKX012321	7897	9/12/2003	Freight
557	TLKX012322	7897	9/12/2003	Freight
558	TLKX012323	7897	9/12/2003	Freight
559	TLKX012324	7897	9/12/2003	Freight
560	TLKX012325	7897	9/30/2003	Freight
561	TLKX012326	7897	9/12/2003	Freight
562	TLKX012327	7897	9/12/2003	Freight
563	TLKX012328	7897	9/30/2003	Freight
564	TLKX012329	7897	9/12/2003	Freight
565	TLKX012330	7897	9/30/2003	Freight
566	TLKX012331	7897	9/12/2003	Freight
567	TLKX012332	7897	9/12/2003	Freight
568	TLKX012333	7897	9/12/2003	Freight
569	TLKX012334	7897	9/12/2003	Freight
570	TLKX012335	7897	9/12/2003	Freight
571	TLKX012336	7897	9/12/2003	Freight
572	TLKX012337	7897	9/12/2003	Freight
573	TLKX012338	7897	9/12/2003	Freight
574	TLKX012339	7897	9/12/2003	Freight
575	TLKX012340	7897	9/12/2003	Freight
576	TLKX012341	7897	9/12/2003	Freight
577	TLKX012342	7897	9/12/2003	Freight
578	TLKX012343	7897	9/12/2003	Freight
579	TLKX012344	7897	9/12/2003	Freight
580	TLKX012345	7897	9/30/2003	Freight
581	TLKX012346	7897	9/12/2003	Freight
582	TLKX012347	7897	9/12/2003	Freight
583	TLKX012348	7897	9/12/2003	Freight
584	TLKX012349	7897	9/12/2003	Freight
585	TLKX012350	7897	9/12/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
586	TLKX012351	7897	9/12/2003	Freight
587	TLKX012352	7897	9/12/2003	Freight
588	TLKX012353	7897	9/15/2003	Freight
589	TLKX012354	7897	9/15/2003	Freight
590	TLKX012355	7897	9/15/2003	Freight
591	TLKX012356	7897	9/15/2003	Freight
592	TLKX012357	7897	9/15/2003	Freight
593	TLKX012358	7897	9/15/2003	Freight
594	TLKX012359	7897	9/15/2003	Freight
595	TLKX012360	7897	9/15/2003	Freight
596	TLKX012361	7897	9/15/2003	Freight
597	TLKX012362	7897	9/15/2003	Freight
598	TLKX012363	7897	9/15/2003	Freight
599	TLKX012364	7897	9/15/2003	Freight
600	TLKX012365	7897	9/15/2003	Freight
601	TLKX012366	7897	9/15/2003	Freight
602	TLKX012367	7897	9/30/2003	Freight
603	TLKX012368	7897	9/30/2003	Freight
604	TLKX012369	7897	9/30/2003	Freight
605	TLKX012370	7897	9/30/2003	Freight
606	TLKX012371	7897	9/30/2003	Freight
607	TLKX012372	7897	9/30/2003	Freight
608	TLKX012373	7897	9/30/2003	Freight
609	TLKX012374	7897	9/30/2003	Freight
610	TLKX012375	7897	9/30/2003	Freight
611	TLKX012376	7897	9/30/2003	Freight
612	TLKX012377	7897	9/30/2003	Freight
613	TLKX012378	7897	9/30/2003	Freight
614	TLKX012379	7897	9/30/2003	Freight
615	TLKX012380	7897	9/30/2003	Freight
616	TLKX012381	7897	9/30/2003	Freight
617	TLKX012382	7897	9/30/2003	Freight
618	TLKX012383	7897	9/30/2003	Freight
619	TLKX012384	7897	9/30/2003	Freight
620	TLKX012385	7897	9/30/2003	Freight
621	TLKX012386	7897	9/30/2003	Freight
622	TLKX012387	7897	9/30/2003	Freight
623	TLKX012388	7897	9/30/2003	Freight
624	TLKX012389	7897	9/30/2003	Freight
625	TLKX012390	7897	9/30/2003	Freight
626	TLKX012391	7897	9/30/2003	Freight
627	TLKX012392	7897	9/30/2003	Freight
628	TLKX012393	7897	9/30/2003	Freight
629	TLKX012394	7897	9/30/2003	Freight
630	TLKX012395	7897	9/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
631	TLKX012396	7897	9/30/2003	Freight
632	TLKX012397	7897	9/30/2003	Freight
633	TLKX012398	7897	9/30/2003	Freight
634	TLKX012399	7897	9/30/2003	Freight
635	TLKX012400	7897	9/30/2003	Freight
636	TLKX012401	7897	9/30/2003	Freight
637	TLKX012402	7897	9/30/2003	Freight
638	TLKX012403	7897	9/30/2003	Freight
639	TLKX012404	7897	9/30/2003	Freight
640	TLKX012405	7897	9/30/2003	Freight
641	TLKX012406	7897	10/14/2003	Freight
642	TLKX012407	7897	9/30/2003	Freight
643	TLKX012408	7897	9/30/2003	Freight
644	TLKX012409	7897	9/30/2003	Freight
645	TLKX012410	7897	9/30/2003	Freight
646	TLKX012411	7897	9/30/2003	Freight
647	TLKX012412	7897	9/30/2003	Freight
648	TLKX012413	7897	9/30/2003	Freight
649	TLKX012414	7897	9/30/2003	Freight
650	TLKX012415	7897	9/30/2003	Freight
651	TLKX012416	7897	10/17/2003	Freight
652	TLKX012417	7897	10/17/2003	Freight
653	TLKX012418	7897	10/14/2003	Freight
654	TLKX012419	7897	10/14/2003	Freight
655	TLKX012420	7897	9/30/2003	Freight
656	TLKX012421	7897	9/30/2003	Freight
657	TLKX012422	7897	10/17/2003	Freight
658	TLKX012423	7897	9/30/2003	Freight
659	TLKX012424	7897	9/30/2003	Freight
660	TLKX012425	7897	10/14/2003	Freight
661	TLKX012426	7897	10/17/2003	Freight
662	TLKX012427	7897	9/30/2003	Freight
663	TLKX012428	7897	9/30/2003	Freight
664	TLKX012429	7897	9/30/2003	Freight
665	TLKX012430	7897	9/30/2003	Freight
666	TLKX012431	7897	9/30/2003	Freight
667	TLKX012432	7897	9/30/2003	Freight
668	TLKX012433	7897	9/30/2003	Freight
669	TLKX012434	7897	9/30/2003	Freight
670	TLKX012435	7897	9/30/2003	Freight
671	TLKX012436	7897	9/30/2003	Freight
672	TLKX012437	7897	9/30/2003	Freight
673	TLKX012438	7897	9/30/2003	Freight
674	TLKX012439	7897	9/30/2003	Freight
675	TLKX012440	7897	9/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
676	TLKX012441	7897	9/30/2003	Freight
677	TLKX012442	7897	9/30/2003	Freight
678	TLKX012443	7897	9/30/2003	Freight
679	TLKX012444	7897	9/30/2003	Freight
680	TLKX012445	7897	9/30/2003	Freight
681	TLKX012446	7897	9/30/2003	Freight
682	TLKX012447	7897	9/30/2003	Freight
683	TLKX012448	7897	9/30/2003	Freight
684	TLKX012449	7897	9/30/2003	Freight
685	TLKX012450	7897	10/17/2003	Freight
686	TLKX012451	7897	10/8/2003	Freight
687	TLKX012452	7897	10/8/2003	Freight
688	TLKX012453	7897	10/8/2003	Freight
689	TLKX012454	7897	10/8/2003	Freight
690	TLKX012455	7897	10/8/2003	Freight
691	TLKX012456	7897	10/8/2003	Freight
692	TLKX012457	7897	10/8/2003	Freight
693	TLKX012458	7897	10/8/2003	Freight
694	TLKX012459	7897	10/8/2003	Freight
695	TLKX012460	7897	10/8/2003	Freight
696	TLKX012461	7897	10/8/2003	Freight
697	TLKX012462	7897	10/8/2003	Freight
698	TLKX012463	7897	10/8/2003	Freight
699	TLKX012464	7897	10/8/2003	Freight
700	TLKX012465	7897	10/8/2003	Freight
701	TLKX012466	7897	10/8/2003	Freight
702	TLKX012467	7897	10/8/2003	Freight
703	TLKX012468	7897	10/8/2003	Freight
704	TLKX012469	7897	10/14/2003	Freight
705	TLKX012470	7897	10/14/2003	Freight
706	TLKX012471	7897	10/14/2003	Freight
707	TLKX012472	7897	10/14/2003	Freight
708	TLKX012473	7897	10/14/2003	Freight
709	TLKX012474	7897	10/14/2003	Freight
710	TLKX012475	7897	10/14/2003	Freight
711	TLKX012476	7897	10/14/2003	Freight
712	TLKX012477	7897	10/14/2003	Freight
713	TLKX012478	7897	10/14/2003	Freight
714	TLKX012479	7897	10/14/2003	Freight
715	TLKX012480	7897	10/14/2003	Freight
716	TLKX012481	7897	10/14/2003	Freight
717	TLKX012482	7897	10/14/2003	Freight
718	TLKX012483	7897	10/14/2003	Freight
719	TLKX012484	7897	10/14/2003	Freight
720	TLKX012485	7897	10/14/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
721	TLKX012486	7897	10/14/2003	Freight
722	TLKX012487	7897	10/14/2003	Freight
723	TLKX012488	7897	10/14/2003	Freight
724	TLKX012489	7897	10/14/2003	Freight
725	TLKX012490	7897	10/14/2003	Freight
726	TLKX012491	7897	10/14/2003	Freight
727	TLKX012492	7897	10/14/2003	Freight
728	TLKX012493	7897	10/14/2003	Freight
729	TLKX012494	7897	10/14/2003	Freight
730	TLKX012495	7897	10/14/2003	Freight
731	TLKX012496	7897	10/14/2003	Freight
732	TLKX012497	7897	10/14/2003	Freight
733	TLKX012498	7897	10/14/2003	Freight
734	TLKX012499	7897	10/14/2003	Freight
735	TLKX012500	7897	10/14/2003	Freight
736	TLKX012501	7897	10/14/2003	Freight
737	TLKX012502	7897	10/14/2003	Freight
738	TLKX012503	7897	10/17/2003	Freight
739	TLKX012504	7897	10/17/2003	Freight
740	TLKX012505	7897	10/17/2003	Freight
741	TLKX012506	7897	10/17/2003	Freight
742	TLKX012507	7897	10/17/2003	Freight
743	TLKX012508	7897	10/17/2003	Freight
744	TLKX012509	7897	10/17/2003	Freight
745	TLKX012510	7897	10/17/2003	Freight
746	TLKX012511	7897	10/17/2003	Freight
747	TLKX012512	7897	10/17/2003	Freight
748	TLKX012513	7897	10/17/2003	Freight
749	TLKX012514	7897	10/17/2003	Freight
750	TLKX012515	7897	10/17/2003	Freight
751	TLKX012516	7897	10/17/2003	Freight
752	TLKX012517	7897	10/17/2003	Freight
753	TLKX012518	7897	10/17/2003	Freight
754	TLKX012519	7897	10/17/2003	Freight
755	TLKX012520	7897	10/28/2003	Freight
756	TLKX012521	7897	10/28/2003	Freight
757	TLKX012522	7897	10/28/2003	Freight
758	TLKX012523	7897	10/28/2003	Freight
759	TLKX012524	7897	10/28/2003	Freight
760	TLKX012525	7897	10/31/2003	Freight
761	TLKX012526	7897	10/28/2003	Freight
762	TLKX012527	7897	10/31/2003	Freight
763	TLKX012528	7897	10/28/2003	Freight
764	TLKX012529	7897	10/31/2003	Freight
765	TLKX012530	7897	10/28/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
766	TLKX012531	7897	10/28/2003	Freight
767	TLKX012532	7897	10/28/2003	Freight
768	TLKX012533	7897	10/28/2003	Freight
769	TLKX012534	7897	10/28/2003	Freight
770	TLKX012535	7897	10/31/2003	Freight
771	TLKX012536	7897	10/31/2003	Freight
772	TLKX012537	7897	10/31/2003	Freight
773	TLKX012538	7897	10/31/2003	Freight
774	TLKX012539	7897	10/31/2003	Freight
775	TLKX012540	7897	10/31/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 12th FUNDING PORTFOLIO

Exhibit B

Lessee Number	Lessee	Rider Number
531	BIO PRODUCTS INC.	2
802	CANADIAN NATIONAL RAILWAY COMPANY	4
5015	NATIONAL STARCH & CHEMICAL COMPANY	10
5715	OWENSBORO GRAIN CO LLC	2
6303	PREMCOR REFINING GROUP INC	6
6303	PREMCOR REFINING GROUP INC	7
6107	RAIL INVESTORS I LLC	8
6107	RAIL INVESTORS I LLC	9
6107	RAIL INVESTORS I LLC	10
6107	RAIL INVESTORS I LLC	11
6107	RAIL INVESTORS I LLC	12
6107	RAIL INVESTORS I LLC	13
7897	TUCO INC.	4
7897	TUCO INC.	7
7897	TUCO INC.	8