RECORDATION NO. 24808 FILED

FEB 06 '04 1-32 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

February 6, 2004

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 Memorandum of Security Agreement, dated as of February 5, 2004, a primary document as defined in the Board's Rules for the Recordation of Documents.

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

Secured Party: Credit Suisse First Boston,
New York Branch
Eleven Madison Avenue
New York, NY 10010

Borrower: Trinity Rail Leasing Trust II
2525 Stemmons Freeway
Dallas, Texas 75207

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

881 railcars within the following series:

PLMX 135634 – PLMX 135690
TILX 016280 – TILX 016354
TILX 035073 – TILX 035400
TILX 150460 – TILX 150559
TILX 190461 – TILX 190585
TILX 250058 – TILX 635892

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

Memorandum of Security 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. 24808 FILED

FEB 0 6 '04 1-32 PM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF SECURITY AGREEMENT

This Memorandum of Security Agreement (this "Memorandum") is executed as of 5th of February, 2004, by and between TRINITY RAIL LEASING TRUST II, a Delaware business trust (the "Borrower") and CREDIT SUISSE FIRST BOSTON, NEW YORK BRANCH, as Agent for the Secured Parties (as defined in the Security Agreement, as defined below).

The Borrower and the Agent have entered into a Security Agreement dated [illegible] 27, 2002 (as from time to time amended, modified or supplemented, the "[illegible]" by which the Borrower has granted a security interest to the Ag[illegible] he Secured Parties (as defined in the Security Agreement) in all [illegible] g without limitation, certain railroad equipment described on and l[illegible] l numbers as provided on Exhibit A (the "Railcars") and certain le[illegible] described on Exhibit B (the "Leases"), whether now owned or her[illegible]

STB COPY

The purpose of this Memorandum is to give record notice [illegible] the security interest of the Agent in the Railcars and the Leases, and all terms a[illegible] conditions of the Security Agreement are incorporated by reference herein.

This Memorandum is prepared only for the public record and is being recorded with the Surface Transportation Board pursuant to 49 U.S.C. 11301(a) and the Registrar General of Canada.

[signature page to follow]

IN WITNESS WHEREOF, the undersigned has caused this Memorandum to be executed by a duly authorized officer as of the day and year first above written.

TRINITY RAIL LEASING TRUST II

By: _____

Name: Eric Marchetto

Title: Vice President

CREDIT SUISSE FIRST BOSTON,
NEW YORK BRANCH

By: _____
Name: MARK LENGEL
Title: DIRECTOR

By: _____
Name: Joseph Soave
Title: Director

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 Vice President 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 Memorandum of Security 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 5th day of February, 2004.

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 New York)
)
COUNTY OF Kings)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Mark Lengel / Joseph Soave, who upon oath, acknowledged himself to be a Director / Director of CREDIT SUISSE FIRST BOSTON, NEW YORK BRANCH, and that s/he as such officer being authorized to do so, executed the foregoing Memorandum of Security Agreement for the purposes therein contained by signing the name of such bank by her/himself as a such officer such Credit Suisse First Boston, New York Branch.

WITNESS my hand and official seal this 5th day of February 5th, 2004.

Vivianne I. Bent
Notary Public

MY COMMISSION EXPIRES: 10/30/06

Vivianne I. Bent
Notary Public, State of New York
No. 01BE6050122
Qualified in Kings County
Commission Expires October 30, 2006

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
1	PLMX135634	6107	12/8/2003	Tank
2	PLMX135640	6107	12/29/2003	Tank
3	PLMX135652	6107	12/18/2003	Tank
4	PLMX135656	6107	12/18/2003	Tank
5	PLMX135658	6107	12/18/2003	Tank
6	PLMX135660	6107	12/18/2003	Tank
7	PLMX135661	6107	12/18/2003	Tank
8	PLMX135666	6107	12/8/2003	Tank
9	PLMX135667	6107	12/8/2003	Tank
10	PLMX135668	6107	12/8/2003	Tank
11	PLMX135669	6107	12/18/2003	Tank
12	PLMX135670	6107	12/8/2003	Tank
13	PLMX135671	6107	12/18/2003	Tank
14	PLMX135672	6107	12/8/2003	Tank
15	PLMX135673	6107	12/18/2003	Tank
16	PLMX135674	6107	12/18/2003	Tank
17	PLMX135675	6107	12/18/2003	Tank
18	PLMX135676	6107	12/8/2003	Tank
19	PLMX135677	6107	12/18/2003	Tank
20	PLMX135678	6107	12/8/2003	Tank
21	PLMX135679	6107	12/18/2003	Tank
22	PLMX135680	6107	12/18/2003	Tank
23	PLMX135681	6107	12/18/2003	Tank
24	PLMX135682	6107	12/18/2003	Tank
25	PLMX135683	6107	12/18/2003	Tank
26	PLMX135684	6107	12/18/2003	Tank
27	PLMX135685	6107	12/18/2003	Tank
28	PLMX135686	6107	12/18/2003	Tank
29	PLMX135687	6107	12/18/2003	Tank
30	PLMX135688	6107	12/18/2003	Tank
31	PLMX135689	6107	12/18/2003	Tank
32	PLMX135690	6107	12/18/2003	Tank
33	TILX016280	5765	7/22/2003	Tank
34	TILX016281	5765	7/14/2003	Tank
35	TILX016282	5765	7/29/2003	Tank
36	TILX016283	5765	7/29/2003	Tank
37	TILX016284	5765	7/31/2003	Tank
38	TILX016285	5765	7/31/2003	Tank
39	TILX016286	5765	8/31/2003	Tank
40	TILX016287	5765	8/31/2003	Tank
41	TILX016288	5765	8/31/2003	Tank
42	TILX016289	5765	8/31/2003	Tank
43	TILX016290	5765	8/18/2003	Tank
44	TILX016291	5765	8/18/2003	Tank
45	TILX016292	5765	8/31/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
46	TILX016293	5765	8/18/2003	Tank
47	TILX016294	5765	8/31/2003	Tank
48	TILX016295	5765	8/18/2003	Tank
49	TILX016296	5765	8/31/2003	Tank
50	TILX016297	5765	8/18/2003	Tank
51	TILX016298	5765	8/31/2003	Tank
52	TILX016299	5765	8/31/2003	Tank
53	TILX016300	5765	8/31/2003	Tank
54	TILX016301	5765	8/31/2003	Tank
55	TILX016302	5765	8/31/2003	Tank
56	TILX016303	5765	8/31/2003	Tank
57	TILX016304	5765	8/31/2003	Tank
58	TILX016305	5765	8/31/2003	Tank
59	TILX016306	5765	9/10/2003	Tank
60	TILX016307	5765	9/10/2003	Tank
61	TILX016308	5765	9/10/2003	Tank
62	TILX016309	5765	9/10/2003	Tank
63	TILX016310	5765	9/10/2003	Tank
64	TILX016311	5765	9/10/2003	Tank
65	TILX016312	5765	9/10/2003	Tank
66	TILX016313	5765	9/23/2003	Tank
67	TILX016314	5765	9/15/2003	Tank
68	TILX016315	5765	9/15/2003	Tank
69	TILX016316	5765	9/23/2003	Tank
70	TILX016317	5765	9/30/2003	Tank
71	TILX016318	5765	9/23/2003	Tank
72	TILX016319	5765	9/23/2003	Tank
73	TILX016320	5765	9/23/2003	Tank
74	TILX016321	5765	9/30/2003	Tank
75	TILX016322	5765	9/30/2003	Tank
76	TILX016323	5765	10/8/2003	Tank
77	TILX016324	5765	9/30/2003	Tank
78	TILX016325	5765	9/30/2003	Tank
79	TILX016326	5765	10/8/2003	Tank
80	TILX016327	5765	10/8/2003	Tank
81	TILX016328	5765	10/8/2003	Tank
82	TILX016329	5765	10/14/2003	Tank
83	TILX016330	5765	9/30/2003	Tank
84	TILX016331	5765	10/14/2003	Tank
85	TILX016332	5765	10/14/2003	Tank
86	TILX016333	5765	10/14/2003	Tank
87	TILX016334	5765	10/14/2003	Tank
88	TILX016335	5765	10/14/2003	Tank
89	TILX016336	5765	10/14/2003	Tank
90	TILX016337	5765	10/17/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
91	TILX016338	5765	10/30/2003	Tank
92	TILX016339	5765	10/17/2003	Tank
93	TILX016340	5765	10/17/2003	Tank
94	TILX016341	5765	10/17/2003	Tank
95	TILX016342	5765	10/17/2003	Tank
96	TILX016343	5765	10/17/2003	Tank
97	TILX016344	5765	10/30/2003	Tank
98	TILX016345	5765	10/30/2003	Tank
99	TILX016346	5765	10/30/2003	Tank
100	TILX016347	5765	10/31/2003	Tank
101	TILX016348	5765	10/30/2003	Tank
102	TILX016349	5765	10/30/2003	Tank
103	TILX016350	5765	10/30/2003	Tank
104	TILX016351	5765	10/31/2003	Tank
105	TILX016352	5765	10/31/2003	Tank
106	TILX016353	5765	10/31/2003	Tank
107	TILX016354	5765	10/31/2003	Tank
108	TILX035073	25550	9/30/2003	Freight
109	TILX035080	25550	9/30/2003	Freight
110	TILX035081	25550	9/30/2003	Freight
111	TILX035085	25550	9/30/2003	Freight
112	TILX035086	25550	9/30/2003	Freight
113	TILX035088	25550	9/30/2003	Freight
114	TILX035089	25550	9/30/2003	Freight
115	TILX035090	25550	9/30/2003	Freight
116	TILX035091	25550	9/30/2003	Freight
117	TILX035092	25550	9/30/2003	Freight
118	TILX035093	25550	9/30/2003	Freight
119	TILX035094	25550	9/30/2003	Freight
120	TILX035095	25550	9/30/2003	Freight
121	TILX035096	25550	9/30/2003	Freight
122	TILX035097	25550	9/30/2003	Freight
123	TILX035098	25550	9/23/2003	Freight
124	TILX035099	25550	9/23/2003	Freight
125	TILX035100	25550	9/23/2003	Freight
126	TILX035101	25550	9/23/2003	Freight
127	TILX035102	25550	9/23/2003	Freight
128	TILX035103	25550	9/23/2003	Freight
129	TILX035104	25550	9/23/2003	Freight
130	TILX035105	25550	9/23/2003	Freight
131	TILX035106	25550	9/23/2003	Freight
132	TILX035107	25550	9/23/2003	Freight
133	TILX035108	25550	9/23/2003	Freight
134	TILX035109	25550	9/23/2003	Freight
135	TILX035110	25550	9/23/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
136	TILX035111	25550	9/23/2003	Freight
137	TILX035112	25550	9/23/2003	Freight
138	TILX035113	25550	9/23/2003	Freight
139	TILX035114	25550	9/23/2003	Freight
140	TILX035115	25550	9/23/2003	Freight
141	TILX035116	25550	9/23/2003	Freight
142	TILX035117	25550	9/23/2003	Freight
143	TILX035118	25550	9/23/2003	Freight
144	TILX035119	25550	9/23/2003	Freight
145	TILX035120	25550	9/23/2003	Freight
146	TILX035121	25550	9/23/2003	Freight
147	TILX035122	25550	9/23/2003	Freight
148	TILX035123	25550	9/23/2003	Freight
149	TILX035124	25550	9/23/2003	Freight
150	TILX035125	25550	9/23/2003	Freight
151	TILX035126	25550	9/23/2003	Freight
152	TILX035127	25550	9/23/2003	Freight
153	TILX035128	25550	9/30/2003	Freight
154	TILX035129	25550	9/30/2003	Freight
155	TILX035130	25550	9/23/2003	Freight
156	TILX035131	25550	9/23/2003	Freight
157	TILX035132	25550	9/30/2003	Freight
158	TILX035133	25550	9/30/2003	Freight
159	TILX035134	25550	9/30/2003	Freight
160	TILX035135	25550	9/30/2003	Freight
161	TILX035136	25550	9/30/2003	Freight
162	TILX035137	25550	9/30/2003	Freight
163	TILX035138	25550	9/30/2003	Freight
164	TILX035139	25550	9/30/2003	Freight
165	TILX035140	25550	9/30/2003	Freight
166	TILX035141	25550	9/30/2003	Freight
167	TILX035142	25550	9/30/2003	Freight
168	TILX035143	25550	9/30/2003	Freight
169	TILX035144	25550	9/30/2003	Freight
170	TILX035145	25550	9/30/2003	Freight
171	TILX035146	25550	9/30/2003	Freight
172	TILX035147	25550	9/30/2003	Freight
173	TILX035148	25550	9/30/2003	Freight
174	TILX035149	25550	9/30/2003	Freight
175	TILX035150	25550	9/30/2003	Freight
176	TILX035151	25550	9/30/2003	Freight
177	TILX035152	25550	10/14/2003	Freight
178	TILX035153	25550	9/30/2003	Freight
179	TILX035154	25550	9/30/2003	Freight
180	TILX035155	25550	9/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
181	TILX035156	25550	9/30/2003	Freight
182	TILX035157	25550	10/14/2003	Freight
183	TILX035158	25550	9/30/2003	Freight
184	TILX035159	25550	10/14/2003	Freight
185	TILX035160	25550	10/14/2003	Freight
186	TILX035161	25550	10/14/2003	Freight
187	TILX035162	25550	10/14/2003	Freight
188	TILX035163	25550	10/14/2003	Freight
189	TILX035164	25550	10/14/2003	Freight
190	TILX035165	25550	10/14/2003	Freight
191	TILX035166	25550	10/14/2003	Freight
192	TILX035167	25550	10/14/2003	Freight
193	TILX035168	25550	10/28/2003	Freight
194	TILX035169	25550	10/14/2003	Freight
195	TILX035170	25550	10/14/2003	Freight
196	TILX035171	25550	10/14/2003	Freight
197	TILX035172	25550	10/28/2003	Freight
198	TILX035173	25550	10/28/2003	Freight
199	TILX035174	25550	10/31/2003	Freight
200	TILX035175	25550	10/31/2003	Freight
201	TILX035176	25550	10/31/2003	Freight
202	TILX035177	25550	10/28/2003	Freight
203	TILX035178	25550	10/28/2003	Freight
204	TILX035179	25550	10/28/2003	Freight
205	TILX035180	25550	10/28/2003	Freight
206	TILX035181	25550	10/28/2003	Freight
207	TILX035182	25550	10/28/2003	Freight
208	TILX035183	25550	10/30/2003	Freight
209	TILX035184	25550	10/30/2003	Freight
210	TILX035185	25550	10/30/2003	Freight
211	TILX035186	25550	10/30/2003	Freight
212	TILX035187	25550	10/30/2003	Freight
213	TILX035188	25550	10/30/2003	Freight
214	TILX035189	25550	10/30/2003	Freight
215	TILX035190	25550	10/30/2003	Freight
216	TILX035191	25550	10/30/2003	Freight
217	TILX035192	25550	10/31/2003	Freight
218	TILX035193	25550	10/31/2003	Freight
219	TILX035194	25550	10/31/2003	Freight
220	TILX035195	25550	10/31/2003	Freight
221	TILX035196	25550	11/18/2003	Freight
222	TILX035197	25550	10/31/2003	Freight
223	TILX035198	25550	10/31/2003	Freight
224	TILX035199	25550	10/31/2003	Freight
225	TILX035200	25550	11/18/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
226	TILX035201	25550	11/18/2003	Freight
227	TILX035202	25550	11/18/2003	Freight
228	TILX035203	25550	10/31/2003	Freight
229	TILX035204	25550	10/31/2003	Freight
230	TILX035205	25550	11/18/2003	Freight
231	TILX035206	25550	11/18/2003	Freight
232	TILX035207	25550	11/19/2003	Freight
233	TILX035208	25550	11/19/2003	Freight
234	TILX035209	25550	11/18/2003	Freight
235	TILX035210	25550	11/18/2003	Freight
236	TILX035211	25550	11/18/2003	Freight
237	TILX035212	25550	11/18/2003	Freight
238	TILX035213	25550	11/30/2003	Freight
239	TILX035214	25550	11/18/2003	Freight
240	TILX035215	25550	11/18/2003	Freight
241	TILX035216	25550	11/18/2003	Freight
242	TILX035217	25550	11/18/2003	Freight
243	TILX035218	25550	11/19/2003	Freight
244	TILX035219	25550	11/19/2003	Freight
245	TILX035220	25550	11/19/2003	Freight
246	TILX035221	25550	11/19/2003	Freight
247	TILX035222	25550	11/19/2003	Freight
248	TILX035223	25550	11/18/2003	Freight
249	TILX035224	25550	11/19/2003	Freight
250	TILX035225	25550	11/19/2003	Freight
251	TILX035226	25550	11/18/2003	Freight
252	TILX035227	25550	11/19/2003	Freight
253	TILX035228	25550	11/19/2003	Freight
254	TILX035229	25550	11/30/2003	Freight
255	TILX035230	25550	11/19/2003	Freight
256	TILX035231	25550	11/30/2003	Freight
257	TILX035232	25550	11/30/2003	Freight
258	TILX035233	25550	11/19/2003	Freight
259	TILX035234	25550	11/30/2003	Freight
260	TILX035235	25550	11/30/2003	Freight
261	TILX035236	25550	11/30/2003	Freight
262	TILX035237	25550	11/19/2003	Freight
263	TILX035238	25550	11/30/2003	Freight
264	TILX035239	25550	11/19/2003	Freight
265	TILX035240	25550	11/30/2003	Freight
266	TILX035241	25550	11/30/2003	Freight
267	TILX035242	25550	11/30/2003	Freight
268	TILX035243	25550	11/30/2003	Freight
269	TILX035244	25550	11/30/2003	Freight
270	TILX035245	25550	11/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
271	TILX035246	25550	11/30/2003	Freight
272	TILX035247	25550	12/30/2003	Freight
273	TILX035248	25550	11/30/2003	Freight
274	TILX035249	25550	11/19/2003	Freight
275	TILX035250	25550	11/19/2003	Freight
276	TILX035251	25550	11/30/2003	Freight
277	TILX035252	25550	11/19/2003	Freight
278	TILX035253	25550	11/30/2003	Freight
279	TILX035254	25550	11/19/2003	Freight
280	TILX035255	25550	11/19/2003	Freight
281	TILX035256	25550	11/30/2003	Freight
282	TILX035257	25550	11/30/2003	Freight
283	TILX035258	25550	11/30/2003	Freight
284	TILX035259	25550	11/30/2003	Freight
285	TILX035260	25550	11/30/2003	Freight
286	TILX035261	25550	11/30/2003	Freight
287	TILX035262	25550	11/30/2003	Freight
288	TILX035263	25550	11/30/2003	Freight
289	TILX035264	25550	12/30/2003	Freight
290	TILX035265	25550	11/30/2003	Freight
291	TILX035266	25550	12/30/2003	Freight
292	TILX035267	25550	12/30/2003	Freight
293	TILX035268	25550	12/30/2003	Freight
294	TILX035269	25550	12/30/2003	Freight
295	TILX035270	25550	11/30/2003	Freight
296	TILX035271	25550	11/30/2003	Freight
297	TILX035272	25550	11/30/2003	Freight
298	TILX035273	25550	12/30/2003	Freight
299	TILX035274	25550	12/30/2003	Freight
300	TILX035275	25550	12/30/2003	Freight
301	TILX035276	25550	11/30/2003	Freight
302	TILX035277	25550	11/30/2003	Freight
303	TILX035278	25550	11/30/2003	Freight
304	TILX035279	25550	11/30/2003	Freight
305	TILX035280	25550	11/30/2003	Freight
306	TILX035281	25550	11/30/2003	Freight
307	TILX035282	25550	11/30/2003	Freight
308	TILX035283	25550	11/30/2003	Freight
309	TILX035284	25550	11/30/2003	Freight
310	TILX035285	25550	11/30/2003	Freight
311	TILX035286	25550	12/30/2003	Freight
312	TILX035287	25550	12/30/2003	Freight
313	TILX035288	25550	12/30/2003	Freight
314	TILX035289	25550	12/30/2003	Freight
315	TILX035290	25550	12/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
316	TILX035291	25550	12/30/2003	Freight
317	TILX035292	25550	12/30/2003	Freight
318	TILX035293	25550	12/30/2003	Freight
319	TILX035294	25550	12/30/2003	Freight
320	TILX035295	25550	12/30/2003	Freight
321	TILX035296	25550	12/30/2003	Freight
322	TILX035297	25550	12/30/2003	Freight
323	TILX035298	25550	12/30/2003	Freight
324	TILX035299	25550	12/30/2003	Freight
325	TILX035300	25550	12/30/2003	Freight
326	TILX035301	25550	12/30/2003	Freight
327	TILX035302	25550	12/30/2003	Freight
328	TILX035303	25550	12/30/2003	Freight
329	TILX035304	25550	12/30/2003	Freight
330	TILX035305	25550	12/30/2003	Freight
331	TILX035306	25550	12/30/2003	Freight
332	TILX035307	25550	12/30/2003	Freight
333	TILX035308	25550	12/30/2003	Freight
334	TILX035309	25550	12/30/2003	Freight
335	TILX035310	25550	12/30/2003	Freight
336	TILX035311	25550	12/30/2003	Freight
337	TILX035312	25550	12/30/2003	Freight
338	TILX035313	25550	12/30/2003	Freight
339	TILX035314	25550	12/30/2003	Freight
340	TILX035315	25550	12/30/2003	Freight
341	TILX035316	25550	12/30/2003	Freight
342	TILX035317	25550	12/30/2003	Freight
343	TILX035318	25550	12/30/2003	Freight
344	TILX035319	25550	12/30/2003	Freight
345	TILX035320	25550	12/30/2003	Freight
346	TILX035321	25550	12/30/2003	Freight
347	TILX035322	25550	12/30/2003	Freight
348	TILX035323	25550	12/30/2003	Freight
349	TILX035324	25550	12/30/2003	Freight
350	TILX035325	25550	12/30/2003	Freight
351	TILX035326	25550	12/30/2003	Freight
352	TILX035327	25550	12/30/2003	Freight
353	TILX035328	25550	12/30/2003	Freight
354	TILX035329	25550	12/30/2003	Freight
355	TILX035330	25550	12/30/2003	Freight
356	TILX035331	25550	12/30/2003	Freight
357	TILX035332	25550	12/30/2003	Freight
358	TILX035333	25550	12/30/2003	Freight
359	TILX035334	25550	12/30/2003	Freight
360	TILX035335	25550	12/31/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
361	TILX035336	25550	12/31/2003	Freight
362	TILX035337	25550	12/31/2003	Freight
363	TILX035338	25550	12/31/2003	Freight
364	TILX035339	25550	12/31/2003	Freight
365	TILX035340	25550	12/31/2003	Freight
366	TILX035341	25550	12/30/2003	Freight
367	TILX035342	25550	12/30/2003	Freight
368	TILX035343	25550	12/31/2003	Freight
369	TILX035344	25550	12/30/2003	Freight
370	TILX035345	25550	12/31/2003	Freight
371	TILX035346	25550	12/31/2003	Freight
372	TILX035347	25550	12/31/2003	Freight
373	TILX035348	25550	12/30/2003	Freight
374	TILX035349	25550	12/31/2003	Freight
375	TILX035350	25550	12/31/2003	Freight
376	TILX035351	25550	12/30/2003	Freight
377	TILX035352	25550	12/30/2003	Freight
378	TILX035353	25550	12/30/2003	Freight
379	TILX035354	25550	12/31/2003	Freight
380	TILX035355	25550	12/30/2003	Freight
381	TILX035356	25550	12/30/2003	Freight
382	TILX035357	25550	12/30/2003	Freight
383	TILX035358	25550	12/31/2003	Freight
384	TILX035359	25550	12/31/2003	Freight
385	TILX035360	25550	12/30/2003	Freight
386	TILX035361	25550	12/31/2003	Freight
387	TILX035362	25550	12/30/2003	Freight
388	TILX035363	25550	12/30/2003	Freight
389	TILX035364	25550	12/30/2003	Freight
390	TILX035365	25550	12/30/2003	Freight
391	TILX035366	25550	12/30/2003	Freight
392	TILX035367	25550	12/30/2003	Freight
393	TILX035368	25550	12/30/2003	Freight
394	TILX035369	25550	12/30/2003	Freight
395	TILX035370	25550	12/30/2003	Freight
396	TILX035371	25550	12/30/2003	Freight
397	TILX035372	25550	12/31/2003	Freight
398	TILX035373	25550	12/30/2003	Freight
399	TILX035374	25550	12/30/2003	Freight
400	TILX035375	25550	12/30/2003	Freight
401	TILX035376	25550	12/30/2003	Freight
402	TILX035377	25550	12/30/2003	Freight
403	TILX035378	25550	12/31/2003	Freight
404	TILX035379	25550	12/30/2003	Freight
405	TILX035380	25550	12/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
406	TILX035381	25550	12/30/2003	Freight
407	TILX035382	25550	12/30/2003	Freight
408	TILX035383	25550	12/30/2003	Freight
409	TILX035384	25550	12/30/2003	Freight
410	TILX035385	25550	12/30/2003	Freight
411	TILX035386	25550	12/30/2003	Freight
412	TILX035387	25550	12/31/2003	Freight
413	TILX035388	25550	12/31/2003	Freight
414	TILX035389	25550	12/31/2003	Freight
415	TILX035390	25550	12/31/2003	Freight
416	TILX035391	25550	12/31/2003	Freight
417	TILX035392	25550	12/31/2003	Freight
418	TILX035393	25550	12/31/2003	Freight
419	TILX035394	25550	12/31/2003	Freight
420	TILX035395	25550	12/31/2003	Freight
421	TILX035396	25550	12/31/2003	Freight
422	TILX035397	25550	12/31/2003	Freight
423	TILX035398	25550	12/31/2003	Freight
424	TILX035399	25550	12/31/2003	Freight
425	TILX035400	25550	12/31/2003	Freight
426	TILX150460	33596	12/18/2003	Tank
427	TILX150461	33596	11/30/2003	Tank
428	TILX150462	33596	11/30/2003	Tank
429	TILX150463	33596	12/18/2003	Tank
430	TILX150464	33596	12/18/2003	Tank
431	TILX150465	33596	11/30/2003	Tank
432	TILX150466	33596	12/18/2003	Tank
433	TILX150467	33596	11/30/2003	Tank
434	TILX150468	33596	11/30/2003	Tank
435	TILX150469	33596	12/18/2003	Tank
436	TILX150470	33596	12/8/2003	Tank
437	TILX150471	33596	12/18/2003	Tank
438	TILX150472	33596	12/8/2003	Tank
439	TILX150473	33596	12/18/2003	Tank
440	TILX150474	33596	12/30/2003	Tank
441	TILX150475	33596	12/18/2003	Tank
442	TILX150476	33596	12/18/2003	Tank
443	TILX150477	33596	12/18/2003	Tank
444	TILX150478	33596	12/18/2003	Tank
445	TILX150479	33596	12/18/2003	Tank
446	TILX150480	33596	12/18/2003	Tank
447	TILX150481	33596	12/18/2003	Tank
448	TILX150482	33596	12/18/2003	Tank
449	TILX150483	33596	12/18/2003	Tank
450	TILX150484	33596	12/18/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
451	TILX150485	33596	12/18/2003	Tank
452	TILX150486	33596	12/18/2003	Tank
453	TILX150487	33596	12/30/2003	Tank
454	TILX150488	33596	12/18/2003	Tank
455	TILX150489	33596	12/30/2003	Tank
456	TILX150490	33596	12/30/2003	Tank
457	TILX150491	33596	12/18/2003	Tank
458	TILX150492	33596	12/18/2003	Tank
459	TILX150493	33596	12/18/2003	Tank
460	TILX150494	33596	12/18/2003	Tank
461	TILX150495	33596	12/30/2003	Tank
462	TILX150496	33596	12/18/2003	Tank
463	TILX150497	33596	12/30/2003	Tank
464	TILX150498	33596	12/30/2003	Tank
465	TILX150499	33596	12/18/2003	Tank
466	TILX150500	33596	12/30/2003	Tank
467	TILX150501	33596	12/30/2003	Tank
468	TILX150502	33596	12/30/2003	Tank
469	TILX150503	33596	12/30/2003	Tank
470	TILX150504	33596	12/30/2003	Tank
471	TILX150505	33596	12/30/2003	Tank
472	TILX150506	33596	12/30/2003	Tank
473	TILX150507	33596	12/30/2003	Tank
474	TILX150508	33596	12/30/2003	Tank
475	TILX150509	33596	12/30/2003	Tank
476	TILX150510	33596	12/18/2003	Tank
477	TILX150511	33596	12/30/2003	Tank
478	TILX150512	33596	11/30/2003	Tank
479	TILX150513	33596	12/30/2003	Tank
480	TILX150514	33596	12/18/2003	Tank
481	TILX150515	33596	11/30/2003	Tank
482	TILX150516	33596	12/30/2003	Tank
483	TILX150517	33596	11/30/2003	Tank
484	TILX150518	33596	11/30/2003	Tank
485	TILX150519	33596	11/30/2003	Tank
486	TILX150520	33596	11/30/2003	Tank
487	TILX150521	33596	11/30/2003	Tank
488	TILX150522	33596	11/30/2003	Tank
489	TILX150523	33596	11/30/2003	Tank
490	TILX150524	33596	11/30/2003	Tank
491	TILX150525	33596	11/30/2003	Tank
492	TILX150526	33596	12/18/2003	Tank
493	TILX150527	33596	11/30/2003	Tank
494	TILX150528	33596	12/18/2003	Tank
495	TILX150529	33596	11/30/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
496	TILX150530	33596	12/18/2003	Tank
497	TILX150531	33596	12/18/2003	Tank
498	TILX150532	33596	12/18/2003	Tank
499	TILX150533	33596	12/18/2003	Tank
500	TILX150534	33596	12/18/2003	Tank
501	TILX150535	33596	12/30/2003	Tank
502	TILX150536	33596	12/30/2003	Tank
503	TILX150537	33596	11/30/2003	Tank
504	TILX150538	33596	11/30/2003	Tank
505	TILX150539	33596	11/30/2003	Tank
506	TILX150540	33596	12/18/2003	Tank
507	TILX150541	33596	11/30/2003	Tank
508	TILX150542	33596	12/18/2003	Tank
509	TILX150543	33596	12/18/2003	Tank
510	TILX150544	33596	12/18/2003	Tank
511	TILX150545	33596	12/18/2003	Tank
512	TILX150546	33596	12/18/2003	Tank
513	TILX150547	33596	12/30/2003	Tank
514	TILX150548	33596	12/30/2003	Tank
515	TILX150549	33596	12/18/2003	Tank
516	TILX150550	33596	12/18/2003	Tank
517	TILX150551	33596	12/30/2003	Tank
518	TILX150552	33596	12/18/2003	Tank
519	TILX150553	33596	12/30/2003	Tank
520	TILX150554	33596	12/18/2003	Tank
521	TILX150555	33596	12/30/2003	Tank
522	TILX150556	33596	12/18/2003	Tank
523	TILX150557	33596	12/30/2003	Tank
524	TILX150558	33596	12/30/2003	Tank
525	TILX150559	33596	12/30/2003	Tank
526	TILX190461	6492	10/31/2003	Tank
527	TILX190462	6492	11/18/2003	Tank
528	TILX190463	6492	10/31/2003	Tank
529	TILX190464	6492	10/31/2003	Tank
530	TILX190465	6492	10/31/2003	Tank
531	TILX190466	6492	10/31/2003	Tank
532	TILX190467	6492	10/31/2003	Tank
533	TILX190468	6492	11/18/2003	Tank
534	TILX190469	6492	10/31/2003	Tank
535	TILX190470	6492	10/31/2003	Tank
536	TILX190471	6492	10/31/2003	Tank
537	TILX190472	6492	11/18/2003	Tank
538	TILX190473	6492	11/18/2003	Tank
539	TILX190474	6492	11/18/2003	Tank
540	TILX190475	6492	11/18/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
541	TILX190476	6492	11/18/2003	Tank
542	TILX190477	6492	11/18/2003	Tank
543	TILX190478	6492	11/18/2003	Tank
544	TILX190479	6492	11/18/2003	Tank
545	TILX190480	6492	11/18/2003	Tank
546	TILX190481	6492	11/18/2003	Tank
547	TILX190482	6492	11/18/2003	Tank
548	TILX190483	6492	11/18/2003	Tank
549	TILX190484	6492	11/18/2003	Tank
550	TILX190485	6492	12/18/2003	Tank
551	TILX190486	6492	11/21/2003	Tank
552	TILX190487	6492	12/30/2003	Tank
553	TILX190488	6492	11/21/2003	Tank
554	TILX190489	6492	11/21/2003	Tank
555	TILX190490	6492	11/21/2003	Tank
556	TILX190491	6492	11/21/2003	Tank
557	TILX190492	6492	11/21/2003	Tank
558	TILX190493	6492	11/19/2003	Tank
559	TILX190494	6492	11/30/2003	Tank
560	TILX190495	6492	11/19/2003	Tank
561	TILX190496	6492	11/21/2003	Tank
562	TILX190497	6492	11/21/2003	Tank
563	TILX190498	6492	11/19/2003	Tank
564	TILX190499	6492	11/21/2003	Tank
565	TILX190500	6492	12/18/2003	Tank
566	TILX190501	6492	11/21/2003	Tank
567	TILX190502	6492	11/19/2003	Tank
568	TILX190503	6492	12/18/2003	Tank
569	TILX190504	6492	12/30/2003	Tank
570	TILX190505	6492	11/30/2003	Tank
571	TILX190506	6492	12/18/2003	Tank
572	TILX190507	6492	11/30/2003	Tank
573	TILX190508	6492	12/18/2003	Tank
574	TILX190509	6492	12/30/2003	Tank
575	TILX190510	6492	12/30/2003	Tank
576	TILX190511	6492	12/18/2003	Tank
577	TILX190512	6492	12/18/2003	Tank
578	TILX190513	6492	12/18/2003	Tank
579	TILX190514	6492	12/30/2003	Tank
580	TILX190515	6492	11/30/2003	Tank
581	TILX190516	6492	12/18/2003	Tank
582	TILX190517	6492	11/30/2003	Tank
583	TILX190518	6492	11/30/2003	Tank
584	TILX190519	6492	12/30/2003	Tank
585	TILX190520	6492	12/8/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
586	TILX190521	6492	12/8/2003	Tank
587	TILX190522	6492	12/8/2003	Tank
588	TILX190523	6492	11/30/2003	Tank
589	TILX190524	6492	12/8/2003	Tank
590	TILX190525	6492	12/8/2003	Tank
591	TILX190526	6492	11/30/2003	Tank
592	TILX190527	6492	12/8/2003	Tank
593	TILX190528	6492	11/30/2003	Tank
594	TILX190529	6492	12/18/2003	Tank
595	TILX190530	6492	11/30/2003	Tank
596	TILX190531	6492	11/30/2003	Tank
597	TILX190532	6492	11/30/2003	Tank
598	TILX190533	6492	12/8/2003	Tank
599	TILX190534	6492	12/8/2003	Tank
600	TILX190535	6492	12/18/2003	Tank
601	TILX190536	6492	12/8/2003	Tank
602	TILX190537	6492	12/18/2003	Tank
603	TILX190538	6492	11/30/2003	Tank
604	TILX190539	6492	12/8/2003	Tank
605	TILX190540	6492	12/8/2003	Tank
606	TILX190541	6492	12/8/2003	Tank
607	TILX190542	6492	12/30/2003	Tank
608	TILX190543	6492	12/30/2003	Tank
609	TILX190544	6492	12/18/2003	Tank
610	TILX190545	6492	12/8/2003	Tank
611	TILX190546	6492	12/30/2003	Tank
612	TILX190547	6492	12/8/2003	Tank
613	TILX190548	6492	12/18/2003	Tank
614	TILX190549	6492	12/18/2003	Tank
615	TILX190550	6492	12/18/2003	Tank
616	TILX190551	6492	12/18/2003	Tank
617	TILX190552	6492	12/18/2003	Tank
618	TILX190553	6492	12/30/2003	Tank
619	TILX190554	6492	12/30/2003	Tank
620	TILX190555	6492	12/30/2003	Tank
621	TILX190556	6492	12/30/2003	Tank
622	TILX190557	6492	12/30/2003	Tank
623	TILX190558	6492	12/30/2003	Tank
624	TILX190559	6492	12/30/2003	Tank
625	TILX190560	6492	12/30/2003	Tank
626	TILX190561	6492	12/30/2003	Tank
627	TILX190562	6492	12/30/2003	Tank
628	TILX190563	6492	12/30/2003	Tank
629	TILX190564	6492	12/30/2003	Tank
630	TILX190565	6492	12/30/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
631	TILX190566	6492	12/30/2003	Tank
632	TILX190567	6492	12/30/2003	Tank
633	TILX190568	6492	12/30/2003	Tank
634	TILX190569	6492	12/30/2003	Tank
635	TILX190570	6492	12/30/2003	Tank
636	TILX190571	6492	12/30/2003	Tank
637	TILX190572	6492	12/30/2003	Tank
638	TILX190573	6492	12/30/2003	Tank
639	TILX190574	6492	12/30/2003	Tank
640	TILX190575	6492	12/30/2003	Tank
641	TILX190576	6492	12/30/2003	Tank
642	TILX190577	6492	12/30/2003	Tank
643	TILX190578	6492	12/30/2003	Tank
644	TILX190579	6492	12/30/2003	Tank
645	TILX190580	6492	12/30/2003	Tank
646	TILX190581	6492	12/30/2003	Tank
647	TILX190582	6492	12/30/2003	Tank
648	TILX190583	6492	12/30/2003	Tank
649	TILX190584	6492	12/30/2003	Tank
650	TILX190585	6492	12/30/2003	Tank
651	TILX250458	33271	9/23/2003	Tank
652	TILX250459	33271	9/23/2003	Tank
653	TILX250460	33271	9/23/2003	Tank
654	TILX250461	33271	8/31/2003	Tank
655	TILX250462	33271	9/23/2003	Tank
656	TILX250463	33271	8/31/2003	Tank
657	TILX250464	33271	9/23/2003	Tank
658	TILX250465	33271	8/31/2003	Tank
659	TILX250466	33271	8/31/2003	Tank
660	TILX250467	33271	9/23/2003	Tank
661	TILX250468	33271	9/23/2003	Tank
662	TILX250469	33271	8/31/2003	Tank
663	TILX250470	33271	8/31/2003	Tank
664	TILX250471	33271	9/23/2003	Tank
665	TILX250472	33271	9/23/2003	Tank
666	TILX261058	5765	8/31/2001	Tank
667	TILX261059	5765	8/31/2001	Tank
668	TILX261060	5765	8/31/2001	Tank
669	TILX261070	5765	10/26/2001	Tank
670	TILX261071	5765	10/26/2001	Tank
671	TILX261072	5765	10/26/2001	Tank
672	TILX261073	5765	10/26/2001	Tank
673	TILX261074	5765	10/26/2001	Tank
674	TILX261075	5765	10/26/2001	Tank
675	TILX261077	5765	1/31/2002	Tank

TRINITY RAIL LEASING II
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Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
676	TILX261078	5765	1/31/2002	Tank
677	TILX261081	5765	1/31/2002	Tank
678	TILX261082	5765	1/31/2002	Tank
679	TILX261091	5765	1/31/2002	Tank
680	TILX261092	5765	1/31/2002	Tank
681	TILX261093	5765	1/31/2002	Tank
682	TILX261094	5765	1/31/2002	Tank
683	TILX261095	5765	1/31/2002	Tank
684	TILX261114	5765	12/31/2001	Tank
685	TILX261115	5765	12/31/2001	Tank
686	TILX261116	5765	12/31/2001	Tank
687	TILX261117	5765	12/31/2001	Tank
688	TILX261118	5765	12/31/2001	Tank
689	TILX261119	5765	12/31/2001	Tank
690	TILX261120	5765	12/31/2001	Tank
691	TILX261121	5765	12/31/2001	Tank
692	TILX261122	5765	12/31/2001	Tank
693	TILX290423	37227	10/30/2003	Tank
694	TILX290424	37227	10/30/2003	Tank
695	TILX290425	37227	10/30/2003	Tank
696	TILX290426	37227	10/30/2003	Tank
697	TILX290427	37227	10/30/2003	Tank
698	TILX290428	37227	10/30/2003	Tank
699	TILX290429	37227	10/30/2003	Tank
700	TILX290430	37227	10/30/2003	Tank
701	TILX290431	37227	10/30/2003	Tank
702	TILX290432	37227	10/30/2003	Tank
703	TILX290433	831	11/18/2003	Tank
704	TILX290434	831	10/30/2003	Tank
705	TILX290435	831	10/30/2003	Tank
706	TILX290436	831	10/30/2003	Tank
707	TILX290437	831	10/30/2003	Tank
708	TILX290438	831	10/30/2003	Tank
709	TILX290439	831	10/31/2003	Tank
710	TILX290440	831	10/31/2003	Tank
711	TILX290441	831	10/30/2003	Tank
712	TILX290442	831	11/18/2003	Tank
713	TILX290443	831	10/31/2003	Tank
714	TILX290444	831	11/18/2003	Tank
715	TILX290445	831	11/18/2003	Tank
716	TILX290446	831	10/31/2003	Tank
717	TILX290447	831	10/30/2003	Tank
718	TILX290448	831	10/31/2003	Tank
719	TILX290449	831	10/31/2003	Tank
720	TILX290450	831	10/31/2003	Tank

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
721	TILX290451	831	10/30/2003	Tank
722	TILX290452	831	11/18/2003	Tank
723	TILX290453	831	10/30/2003	Tank
724	TILX290454	831	10/31/2003	Tank
725	TILX290455	831	10/31/2003	Tank
726	TILX290456	831	10/30/2003	Tank
727	TILX290457	831	10/30/2003	Tank
728	TILX290458	831	10/31/2003	Tank
729	TILX290459	831	10/30/2003	Tank
730	TILX290460	831	10/30/2003	Tank
731	TILX290461	831	10/30/2003	Tank
732	TILX290462	831	10/30/2003	Tank
733	TILX301713	8385	7/22/2003	Tank
734	TILX302389	6303	12/8/2003	Tank
735	TILX302391	6303	12/8/2003	Tank
736	TILX302392	6303	12/18/2003	Tank
737	TILX302393	6303	12/8/2003	Tank
738	TILX302394	6303	12/8/2003	Tank
739	TILX302395	6303	12/8/2003	Tank
740	TILX302396	6303	12/18/2003	Tank
741	TILX302397	6303	12/18/2003	Tank
742	TILX302398	6303	12/18/2003	Tank
743	TILX302399	6303	12/18/2003	Tank
744	TILX302400	6303	12/18/2003	Tank
745	TILX302401	6303	12/18/2003	Tank
746	TILX302402	6303	12/18/2003	Tank
747	TILX302403	6303	12/18/2003	Tank
748	TILX302404	6303	12/18/2003	Tank
749	TILX400634	205	6/27/2003	Tank
750	TILX400635	205	6/27/2003	Tank
751	TILX400636	205	6/27/2003	Tank
752	TILX400637	1764	9/23/2003	Tank
753	TILX400638	1764	9/30/2003	Tank
754	TILX400639	1764	9/23/2003	Tank
755	TILX400640	1764	9/30/2003	Tank
756	TILX400641	1764	10/8/2003	Tank
757	TILX635768	25546	12/31/2003	Freight
758	TILX635769	25546	12/30/2003	Freight
759	TILX635770	25546	12/31/2003	Freight
760	TILX635771	25546	12/31/2003	Freight
761	TILX635772	25546	12/30/2003	Freight
762	TILX635773	25546	12/30/2003	Freight
763	TILX635774	25546	12/30/2003	Freight
764	TILX635775	25546	12/30/2003	Freight
765	TILX635776	25546	12/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
766	TILX635777	25546	12/30/2003	Freight
767	TILX635778	25546	12/30/2003	Freight
768	TILX635779	25546	12/31/2003	Freight
769	TILX635780	25546	12/30/2003	Freight
770	TILX635781	25546	12/30/2003	Freight
771	TILX635782	25546	12/30/2003	Freight
772	TILX635783	25546	12/30/2003	Freight
773	TILX635784	25546	12/30/2003	Freight
774	TILX635785	25546	12/30/2003	Freight
775	TILX635786	25546	12/30/2003	Freight
776	TILX635787	25546	12/30/2003	Freight
777	TILX635788	25546	12/30/2003	Freight
778	TILX635789	25546	12/30/2003	Freight
779	TILX635790	25546	12/30/2003	Freight
780	TILX635791	25546	12/30/2003	Freight
781	TILX635792	25546	12/30/2003	Freight
782	TILX635793	25546	12/30/2003	Freight
783	TILX635794	25546	12/30/2003	Freight
784	TILX635795	25546	12/30/2003	Freight
785	TILX635796	25546	12/30/2003	Freight
786	TILX635797	25546	12/30/2003	Freight
787	TILX635798	25546	12/30/2003	Freight
788	TILX635799	25546	12/30/2003	Freight
789	TILX635800	25546	12/30/2003	Freight
790	TILX635801	25546	12/30/2003	Freight
791	TILX635802	25546	1/27/2004	Freight
792	TILX635803	25546	12/30/2003	Freight
793	TILX635804	25546	12/30/2003	Freight
794	TILX635805	25546	12/30/2003	Freight
795	TILX635806	25546	12/30/2003	Freight
796	TILX635807	25546	12/30/2003	Freight
797	TILX635808	25546	12/30/2003	Freight
798	TILX635809	25546	12/30/2003	Freight
799	TILX635810	25546	12/30/2003	Freight
800	TILX635811	25546	12/30/2003	Freight
801	TILX635812	25546	12/30/2003	Freight
802	TILX635813	25546	12/30/2003	Freight
803	TILX635814	25546	1/27/2004	Freight
804	TILX635815	25546	12/30/2003	Freight
805	TILX635816	25546	12/30/2003	Freight
806	TILX635817	25546	12/30/2003	Freight
807	TILX635818	25546	12/30/2003	Freight
808	TILX635819	25546	12/30/2003	Freight
809	TILX635820	25546	12/30/2003	Freight
810	TILX635821	25546	12/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
811	TILX635822	25546	12/30/2003	Freight
812	TILX635823	25546	12/30/2003	Freight
813	TILX635824	25546	12/30/2003	Freight
814	TILX635825	25546	12/30/2003	Freight
815	TILX635826	25546	12/30/2003	Freight
816	TILX635827	25546	12/30/2003	Freight
817	TILX635828	25546	12/31/2003	Freight
818	TILX635829	25546	12/30/2003	Freight
819	TILX635830	25546	12/30/2003	Freight
820	TILX635831	25546	12/30/2003	Freight
821	TILX635832	25546	12/30/2003	Freight
822	TILX635833	25546	12/30/2003	Freight
823	TILX635834	25546	12/30/2003	Freight
824	TILX635835	25546	12/31/2003	Freight
825	TILX635836	25546	12/31/2003	Freight
826	TILX635837	25546	12/30/2003	Freight
827	TILX635838	25546	12/30/2003	Freight
828	TILX635839	25546	12/30/2003	Freight
829	TILX635840	25546	12/30/2003	Freight
830	TILX635841	25546	12/30/2003	Freight
831	TILX635842	25546	12/31/2003	Freight
832	TILX635843	25546	12/31/2003	Freight
833	TILX635844	25546	12/31/2003	Freight
834	TILX635845	25546	12/31/2003	Freight
835	TILX635846	25546	12/31/2003	Freight
836	TILX635847	25546	12/31/2003	Freight
837	TILX635848	25546	12/31/2003	Freight
838	TILX635849	25546	12/31/2003	Freight
839	TILX635850	25546	12/31/2003	Freight
840	TILX635851	25546	12/31/2003	Freight
841	TILX635852	25546	12/31/2003	Freight
842	TILX635853	25546	1/27/2004	Freight
843	TILX635854	25546	12/31/2003	Freight
844	TILX635855	25546	1/27/2004	Freight
845	TILX635856	25546	12/31/2003	Freight
846	TILX635857	25546	12/31/2003	Freight
847	TILX635858	25546	12/31/2003	Freight
848	TILX635859	25546	12/31/2003	Freight
849	TILX635860	25546	12/31/2003	Freight
850	TILX635861	25546	12/31/2003	Freight
851	TILX635862	25546	1/27/2004	Freight
852	TILX635863	25546	12/31/2003	Freight
853	TILX635864	25546	1/27/2004	Freight
854	TILX635865	25546	12/31/2003	Freight
855	TILX635866	25546	12/31/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 13th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
856	TILX635867	25546	12/31/2003	Freight
857	TILX635868	25546	1/27/2004	Freight
858	TILX635869	25546	1/27/2004	Freight
859	TILX635870	25546	12/31/2003	Freight
860	TILX635871	25546	1/27/2004	Freight
861	TILX635872	25546	1/27/2004	Freight
862	TILX635873	25546	1/27/2004	Freight
863	TILX635874	25546	1/27/2004	Freight
864	TILX635875	25546	1/27/2004	Freight
865	TILX635876	25546	1/27/2004	Freight
866	TILX635877	25546	1/27/2004	Freight
867	TILX635878	25546	1/27/2004	Freight
868	TILX635879	25546	1/27/2004	Freight
869	TILX635880	25546	1/27/2004	Freight
870	TILX635881	25546	1/27/2004	Freight
871	TILX635882	25546	1/27/2004	Freight
872	TILX635883	25546	1/27/2004	Freight
873	TILX635884	25546	1/27/2004	Freight
874	TILX635885	25546	1/27/2004	Freight
875	TILX635886	25546	1/27/2004	Freight
876	TILX635887	25546	1/27/2004	Freight
877	TILX635888	25546	1/27/2004	Freight
878	TILX635889	25546	1/27/2004	Freight
879	TILX635890	25546	1/27/2004	Freight
880	TILX635891	25546	1/31/2004	Freight
881	TILX635892	25546	1/31/2004	Freight

TRINITY RAIL LEASING II
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Exhibit B

Lessee Number	Lessee	Rider Number
37227	ABENGOA BIOENERGY CORP	1
205	AMERICAN DRY ICE CORP.	2
831	CARGILL, INC.	42
25550	COMMERCIAL METALS CO	1
33271	DARLING INTERNATIONAL INC	1
1764	EPCO CARBONDIOXIDE PRO	1
33596	IMC PHOSPHATES CO	1
5765	OMYA, INC.	3
5765	OMYA, INC.	4
6303	PREMCOR REFINING GROUP INC	7
6107	RAIL INVESTORS I LLC	13
6492	RENEWABLE PRODUCTS MARKETING GROUP, LLC	3
25546	VERASUN ENERGY CORP	1
8385	WILLIAMS ENERGY MARKETING	4

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: 2/6/04

Robert W. Alvord