RECORDATION NO. 25149-A FILED

AUG 17 '04 1-36 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

August 17, 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 Bill of Sale and Assignment and Assumption Agreement, dated as of August 16, 2004, a primary 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 _____.

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

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

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

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

1019 ~~989~~ railcars with CEMX, COEH, FXE, NKCR and TILX reporting marks and with road numbers set forth in the equipment schedule attached to the document.

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. 25149A FIL

AUG 17 '04 1-36P

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 16th day of August, 2004.

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 a Vice President 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 16th day of August, 2004.

Cathy I. Gott Notary Public

MY COMMISSION EXPIRES: 5-26-2006

CATHY I. GOTT
Notary Public, State of Texas
My Commission Expires
5/26/2006

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 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 16th day of August, 2004.

Cathy I. Gott Notary Public

MY COMMISSION EXPIRES: 5-26-2006

CATHY I. GOTT
Notary Public, State of Texas
My Commission Expires
5/26/2006

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
1	CEMX011376	3336	6/8/2004	Freight
2	CEMX011377	3336	6/8/2004	Freight
3	CEMX011378	3336	5/28/2004	Freight
4	CEMX011379	3336	6/8/2004	Freight
5	CEMX011380	3336	5/28/2004	Freight
6	CEMX011381	3336	6/8/2004	Freight
7	CEMX011382	3336	6/8/2004	Freight
8	CEMX011383	3336	5/28/2004	Freight
9	CEMX011384	3336	6/8/2004	Freight
10	CEMX011385	3336	6/8/2004	Freight
11	CEMX011386	3336	5/28/2004	Freight
12	CEMX011387	3336	5/28/2004	Freight
13	CEMX011388	3336	5/28/2004	Freight
14	CEMX011389	3336	6/8/2004	Freight
15	CEMX011390	3336	5/28/2004	Freight
16	CEMX011391	3336	6/14/2004	Freight
17	CEMX011392	3336	5/28/2004	Freight
18	CEMX011393	3336	6/8/2004	Freight
19	CEMX011394	3336	6/8/2004	Freight
20	CEMX011395	3336	6/8/2004	Freight
21	CEMX011396	3336	6/8/2004	Freight
22	CEMX011397	3336	6/8/2004	Freight
23	CEMX011398	3336	6/8/2004	Freight
24	CEMX011399	3336	6/14/2004	Freight
25	CEMX011400	3336	6/8/2004	Freight
26	CEMX011401	3336	6/14/2004	Freight
27	CEMX011402	3336	6/14/2004	Freight
28	CEMX011403	3336	6/14/2004	Freight
29	CEMX011404	3336	6/14/2004	Freight
30	CEMX011405	3336	6/14/2004	Freight
31	CEMX011406	3336	6/14/2004	Freight
32	CEMX011407	3336	6/14/2004	Freight
33	CEMX011408	3336	6/14/2004	Freight
34	CEMX011409	3336	6/14/2004	Freight
35	CEMX011410	3336	6/14/2004	Freight
36	CEMX011411	3336	6/14/2004	Freight
37	CEMX011412	3336	6/14/2004	Freight
38	CEMX011413	3336	6/14/2004	Freight
39	CEMX011414	3336	6/14/2004	Freight
40	CEMX011415	3336	6/14/2004	Freight
41	CEMX011416	3336	6/14/2004	Freight
42	CEMX011417	3336	6/14/2004	Freight
43	CEMX011418	3336	6/14/2004	Freight
44	CEMX011419	3336	6/22/2004	Freight
45	CEMX011420	3336	6/22/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
46	CEMX011421	3336	6/22/2004	Freight
47	CEMX011422	3336	6/14/2004	Freight
48	CEMX011423	3336	6/14/2004	Freight
49	CEMX011424	3336	6/22/2004	Freight
50	CEMX011425	3336	6/14/2004	Freight
51	CEMX011426	3336	6/14/2004	Freight
52	CEMX011427	3336	6/22/2004	Freight
53	CEMX011428	3336	6/22/2004	Freight
54	CEMX011429	3336	6/14/2004	Freight
55	CEMX011430	3336	6/22/2004	Freight
56	CEMX011431	3336	6/22/2004	Freight
57	CEMX011432	3336	6/22/2004	Freight
58	CEMX011433	3336	6/22/2004	Freight
59	CEMX011434	3336	6/22/2004	Freight
60	CEMX011435	3336	6/22/2004	Freight
61	CEMX011436	3336	6/22/2004	Freight
62	CEMX011437	3336	6/22/2004	Freight
63	CEMX011438	3336	6/22/2004	Freight
64	CEMX011439	3336	6/22/2004	Freight
65	CEMX011440	3336	6/22/2004	Freight
66	CEMX011441	3336	6/22/2004	Freight
67	CEMX011442	3336	6/22/2004	Freight
68	CEMX011443	3336	6/22/2004	Freight
69	CEMX011444	3336	6/22/2004	Freight
70	CEMX011445	3336	6/22/2004	Freight
71	CEMX011446	3336	6/22/2004	Freight
72	CEMX011447	3336	6/22/2004	Freight
73	CEMX011448	3336	6/22/2004	Freight
74	CEMX011449	3336	6/28/2004	Freight
75	CEMX011450	3336	6/28/2004	Freight
76	CEMX011451	3336	6/28/2004	Freight
77	CEMX011452	3336	6/28/2004	Freight
78	CEMX011453	3336	6/28/2004	Freight
79	CEMX011454	3336	6/28/2004	Freight
80	CEMX011455	3336	6/28/2004	Freight
81	CEMX011456	3336	6/28/2004	Freight
82	CEMX011457	3336	6/28/2004	Freight
83	CEMX011458	3336	6/28/2004	Freight
84	CEMX011459	3336	6/28/2004	Freight
85	CEMX011460	3336	6/28/2004	Freight
86	CEMX011461	3336	6/28/2004	Freight
87	CEMX011462	3336	6/28/2004	Freight
88	CEMX011463	3336	6/28/2004	Freight
89	CEMX011464	3336	6/28/2004	Freight
90	CEMX011465	3336	6/28/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
91	CEMX011466	3336	6/28/2004	Freight
92	CEMX011467	3336	6/28/2004	Freight
93	CEMX011468	3336	6/28/2004	Freight
94	CEMX011469	3336	6/28/2004	Freight
95	CEMX011470	3336	6/28/2004	Freight
96	CEMX011471	3336	6/28/2004	Freight
97	CEMX011472	3336	6/28/2004	Freight
98	CEMX011473	3336	6/28/2004	Freight
99	CEMX011474	3336	6/30/2004	Freight
100	CEMX011475	3336	6/30/2004	Freight
101	CEMX011476	3336	6/30/2004	Freight
102	CEMX011477	3336	6/30/2004	Freight
103	CEMX011478	3336	6/30/2004	Freight
104	CEMX011479	3336	6/30/2004	Freight
105	CEMX011480	3336	6/30/2004	Freight
106	CEMX011481	3336	6/30/2004	Freight
107	CEMX011482	3336	6/30/2004	Freight
108	CEMX011483	3336	6/30/2004	Freight
109	CEMX011484	3336	6/30/2004	Freight
110	CEMX011485	3336	6/30/2004	Freight
111	CEMX011486	3336	6/30/2004	Freight
112	CEMX011487	3336	6/30/2004	Freight
113	CEMX011488	3336	6/30/2004	Freight
114	CEMX011489	3336	6/30/2004	Freight
115	CEMX011490	3336	6/30/2004	Freight
116	CEMX011491	3336	6/30/2004	Freight
117	CEMX011492	3336	7/7/2004	Freight
118	CEMX011493	3336	6/30/2004	Freight
119	CEMX011494	3336	6/30/2004	Freight
120	CEMX011495	3336	7/7/2004	Freight
121	CEMX011496	3336	7/7/2004	Freight
122	CEMX011497	3336	7/7/2004	Freight
123	CEMX011498	3336	7/7/2004	Freight
124	CEMX011499	3336	7/7/2004	Freight
125	CEMX011500	3336	7/7/2004	Freight
126	CEMX011501	3336	7/7/2004	Freight
127	CEMX011502	3336	7/7/2004	Freight
128	CEMX011503	3336	7/13/2004	Freight
129	CEMX011504	3336	7/7/2004	Freight
130	CEMX011505	3336	7/13/2004	Freight
131	CEMX011506	3336	7/13/2004	Freight
132	CEMX011507	3336	7/13/2004	Freight
133	CEMX011508	3336	7/13/2004	Freight
134	CEMX011509	3336	7/13/2004	Freight
135	CEMX011510	3336	7/13/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
136	CEMX011511	3336	7/13/2004	Freight
137	CEMX011512	3336	7/13/2004	Freight
138	CEMX011513	3336	7/13/2004	Freight
139	CEMX011514	3336	7/13/2004	Freight
140	CEMX011515	3336	7/13/2004	Freight
141	CEMX011516	3336	7/13/2004	Freight
142	CEMX011517	3336	7/13/2004	Freight
143	CEMX011518	3336	7/13/2004	Freight
144	CEMX011519	3336	7/13/2004	Freight
145	CEMX011520	3336	7/13/2004	Freight
146	CEMX011521	3336	7/13/2004	Freight
147	CEMX011522	3336	7/13/2004	Freight
148	CEMX011523	3336	7/16/2004	Freight
149	CEMX011524	3336	7/16/2004	Freight
150	CEMX011525	3336	7/13/2004	Freight
151	CEMX011526	3336	7/16/2004	Freight
152	CEMX011527	3336	7/16/2004	Freight
153	CEMX011528	3336	7/16/2004	Freight
154	CEMX011529	3336	7/16/2004	Freight
155	CEMX011530	3336	7/16/2004	Freight
156	CEMX011531	3336	7/16/2004	Freight
157	CEMX011532	3336	7/16/2004	Freight
158	CEMX011533	3336	7/16/2004	Freight
159	CEMX011534	3336	7/16/2004	Freight
160	CEMX011535	3336	7/16/2004	Freight
161	CEMX011536	3336	7/16/2004	Freight
162	CEMX011537	3336	7/16/2004	Freight
163	CEMX011538	3336	7/16/2004	Freight
164	CEMX011539	3336	7/16/2004	Freight
165	CEMX011540	3336	7/16/2004	Freight
166	CEMX011541	3336	7/16/2004	Freight
167	CEMX011542	3336	7/16/2004	Freight
168	CEMX011543	3336	7/27/2004	Freight
169	CEMX011544	3336	7/16/2004	Freight
170	CEMX011545	3336	7/16/2004	Freight
171	CEMX011546	3336	7/27/2004	Freight
172	CEMX011547	3336	7/16/2004	Freight
173	CEMX011548	3336	7/16/2004	Freight
174	CEMX011549	3336	7/16/2004	Freight
175	CEMX011550	3336	7/16/2004	Freight
176	COEH010001	41677	6/25/2004	Freight
177	COEH010002	41677	6/25/2004	Freight
178	COEH010003	41677	6/25/2004	Freight
179	COEH010004	41677	6/25/2004	Freight
180	COEH010005	41677	6/25/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
181	COEH010006	41677	6/25/2004	Freight
182	COEH010007	41677	6/29/2004	Freight
183	COEH010008	41677	6/25/2004	Freight
184	COEH010009	41677	6/25/2004	Freight
185	COEH010010	41677	6/29/2004	Freight
186	COEH010011	41677	6/29/2004	Freight
187	COEH010012	41677	6/29/2004	Freight
188	COEH010013	41677	6/25/2004	Freight
189	COEH010014	41677	6/29/2004	Freight
190	COEH010015	41677	6/29/2004	Freight
191	COEH010016	41677	6/25/2004	Freight
192	COEH010017	41677	6/25/2004	Freight
193	COEH010018	41677	6/25/2004	Freight
194	COEH010019	41677	6/25/2004	Freight
195	COEH010020	41677	6/25/2004	Freight
196	COEH010021	41677	6/25/2004	Freight
197	COEH010022	41677	6/28/2004	Freight
198	COEH010023	41677	6/28/2004	Freight
199	COEH010024	41677	6/28/2004	Freight
200	COEH010025	41677	6/28/2004	Freight
201	COEH010026	41677	6/28/2004	Freight
202	COEH010027	41677	6/28/2004	Freight
203	COEH010028	41677	6/28/2004	Freight
204	COEH010029	41677	6/29/2004	Freight
205	COEH010030	41677	6/29/2004	Freight
206	COEH010031	41677	6/29/2004	Freight
207	COEH010032	41677	6/29/2004	Freight
208	COEH010033	41677	6/29/2004	Freight
209	COEH010034	41677	6/29/2004	Freight
210	COEH010035	41677	6/29/2004	Freight
211	COEH010036	41677	6/29/2004	Freight
212	COEH010037	41677	6/29/2004	Freight
213	COEH010038	41677	6/29/2004	Freight
214	COEH010039	41677	6/29/2004	Freight
215	COEH010040	41677	6/29/2004	Freight
216	COEH010041	41677	6/29/2004	Freight
217	COEH010042	41677	6/30/2004	Freight
218	COEH010043	41677	6/30/2004	Freight
219	COEH010044	41677	6/30/2004	Freight
220	COEH010045	41677	6/30/2004	Freight
221	COEH010046	41677	6/30/2004	Freight
222	COEH010047	41677	6/30/2004	Freight
223	COEH010048	41677	6/30/2004	Freight
224	COEH010049	41677	6/30/2004	Freight
225	COEH010050	41677	6/30/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
226	COEH010051	41677	6/30/2004	Freight
227	COEH010052	41677	6/30/2004	Freight
228	COEH010053	41677	6/30/2004	Freight
229	COEH010054	41677	6/30/2004	Freight
230	COEH010055	41677	6/30/2004	Freight
231	COEH010056	41677	6/30/2004	Freight
232	COEH010057	41677	6/30/2004	Freight
233	COEH010058	41677	6/30/2004	Freight
234	COEH010059	41677	6/30/2004	Freight
235	COEH010060	41677	6/30/2004	Freight
236	COEH010061	41677	6/30/2004	Freight
237	COEH010062	41677	6/30/2004	Freight
238	COEH010063	41677	6/30/2004	Freight
239	COEH010064	41677	6/30/2004	Freight
240	COEH010065	41677	6/30/2004	Freight
241	COEH010066	41677	6/30/2004	Freight
242	COEH010067	41677	6/30/2004	Freight
243	COEH010068	41677	6/30/2004	Freight
244	COEH010069	41677	6/30/2004	Freight
245	COEH010070	41677	6/30/2004	Freight
246	COEH010071	41677	6/30/2004	Freight
247	COEH010072	41677	6/30/2004	Freight
248	COEH010073	41677	6/30/2004	Freight
249	COEH010074	41677	6/30/2004	Freight
250	COEH010075	41677	6/30/2004	Freight
251	COEH010076	41677	6/30/2004	Freight
252	COEH010077	41677	7/26/2004	Freight
253	COEH010078	41677	7/26/2004	Freight
254	COEH010079	41677	7/26/2004	Freight
255	COEH010080	41677	7/26/2004	Freight
256	COEH010081	41677	7/26/2004	Freight
257	COEH010082	41677	7/26/2004	Freight
258	COEH010083	41677	7/26/2004	Freight
259	COEH010084	41677	7/26/2004	Freight
260	COEH010085	41677	7/26/2004	Freight
261	COEH010086	41677	7/26/2004	Freight
262	COEH010087	41677	7/26/2004	Freight
263	COEH010088	41677	7/26/2004	Freight
264	COEH010089	41677	7/26/2004	Freight
265	COEH010090	41677	7/26/2004	Freight
266	COEH010091	41677	7/26/2004	Freight
267	COEH010092	41677	7/26/2004	Freight
268	COEH010093	41677	7/26/2004	Freight
269	COEH010094	41677	7/26/2004	Freight
270	COEH010095	41677	7/26/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
271	COEH010096	41677	7/26/2004	Freight
272	COEH010097	41677	7/26/2004	Freight
273	COEH010098	41677	7/26/2004	Freight
274	COEH010099	41677	7/26/2004	Freight
275	COEH010100	41677	7/26/2004	Freight
276	COEH010101	41677	7/26/2004	Freight
277	COEH010102	41677	7/26/2004	Freight
278	COEH010103	41677	7/26/2004	Freight
279	COEH010104	41677	7/26/2004	Freight
280	COEH010105	41677	7/30/2004	Freight
281	COEH010106	41677	7/30/2004	Freight
282	COEH010107	41677	7/30/2004	Freight
283	COEH010108	41677	7/30/2004	Freight
284	COEH010109	41677	7/30/2004	Freight
285	COEH010110	41677	7/30/2004	Freight
286	COEH010111	41677	7/30/2004	Freight
287	COEH010112	41677	7/30/2004	Freight
288	COEH010113	41677	7/30/2004	Freight
289	COEH010114	41677	7/30/2004	Freight
290	COEH010115	41677	7/30/2004	Freight
291	COEH010116	41677	7/30/2004	Freight
292	COEH010117	41677	7/30/2004	Freight
293	COEH010118	41677	7/30/2004	Freight
294	COEH010119	41677	7/30/2004	Freight
295	COEH010120	41677	7/30/2004	Freight
296	COEH010121	41677	7/30/2004	Freight
297	COEH010122	41677	7/30/2004	Freight
298	COEH010123	41677	7/30/2004	Freight
299	COEH010124	41677	7/30/2004	Freight
300	COEH010125	41677	7/30/2004	Freight
301	COEH010126	41677	7/30/2004	Freight
302	COEH010127	41677	7/30/2004	Freight
303	COEH010128	41677	7/30/2004	Freight
304	COEH010129	41677	7/30/2004	Freight
305	COEH010130	41677	7/31/2004	Freight
306	FXE 005021	2116	9/30/2003	Freight
307	FXE 005022	2116	9/30/2003	Freight
308	FXE 005023	2116	9/30/2003	Freight
309	FXE 005024	2116	9/30/2003	Freight
310	FXE 005025	2116	9/30/2003	Freight
311	FXE 005026	2116	9/30/2003	Freight
312	FXE 005027	2116	9/30/2003	Freight
313	FXE 005028	2116	9/30/2003	Freight
314	FXE 005029	2116	9/30/2003	Freight
315	FXE 005030	2116	9/30/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
316	FXE 005031	2116	9/30/2003	Freight
317	FXE 005032	2116	9/30/2003	Freight
318	FXE 005033	2116	9/30/2003	Freight
319	FXE 005034	2116	9/30/2003	Freight
320	FXE 005035	2116	9/30/2003	Freight
321	FXE 005036	2116	9/30/2003	Freight
322	FXE 005037	2116	9/30/2003	Freight
323	FXE 005038	2116	9/30/2003	Freight
324	FXE 005039	2116	9/30/2003	Freight
325	FXE 005040	2116	9/30/2003	Freight
326	FXE 005041	2116	9/30/2003	Freight
327	FXE 005042	2116	9/30/2003	Freight
328	FXE 005043	2116	9/30/2003	Freight
329	FXE 005044	2116	9/30/2003	Freight
330	FXE 005045	2116	9/30/2003	Freight
331	FXE 005046	2116	9/30/2003	Freight
332	FXE 005047	2116	9/30/2003	Freight
333	FXE 005048	2116	9/30/2003	Freight
334	FXE 005049	2116	9/30/2003	Freight
335	FXE 005050	2116	9/30/2003	Freight
336	FXE 005051	2116	9/30/2003	Freight
337	FXE 005052	2116	9/30/2003	Freight
338	FXE 005053	2116	9/30/2003	Freight
339	FXE 005054	2116	9/30/2003	Freight
340	FXE 005055	2116	9/30/2003	Freight
341	FXE 005056	2116	9/30/2003	Freight
342	FXE 005057	2116	9/30/2003	Freight
343	FXE 005058	2116	9/30/2003	Freight
344	FXE 005059	2116	9/30/2003	Freight
345	FXE005020	2116	2/28/2004	Freight
346	NKCR065601	2116	2/22/2000	Freight
347	NKCR065605	2116	2/22/2000	Freight
348	NKCR065606	2116	2/22/2000	Freight
349	NKCR065607	2116	2/22/2000	Freight
350	NKCR065611	2116	2/22/2000	Freight
351	NKCR065614	2116	2/22/2000	Freight
352	NKCR065615	2116	2/22/2000	Freight
353	NKCR065616	2116	2/22/2000	Freight
354	NKCR065617	2116	2/22/2000	Freight
355	NKCR065622	2116	2/22/2000	Freight
356	NKCR065623	2116	2/22/2000	Freight
357	NKCR065625	2116	2/22/2000	Freight
358	NKCR065626	2116	2/22/2000	Freight
359	NKCR065627	2116	2/22/2000	Freight
360	NKCR065629	2116	2/22/2000	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
361	NKCR065630	2116	2/22/2000	Freight
362	NKCR065712	2116	2/23/2000	Freight
363	NKCR065713	2116	2/23/2000	Freight
364	NKCR065714	2116	2/23/2000	Freight
365	NKCR065715	2116	2/23/2000	Freight
366	NKCR065717	2116	2/23/2000	Freight
367	NKCR065718	2116	2/23/2000	Freight
368	NKCR065719	2116	2/23/2000	Freight
369	NKCR065720	2116	2/23/2000	Freight
370	NKCR065721	2116	2/29/2000	Freight
371	NKCR065722	2116	2/29/2000	Freight
372	NKCR065725	2116	5/30/2000	Freight
373	NKCR065727	2116	4/28/2000	Freight
374	NKCR065729	2116	5/30/2000	Freight
375	NKCR065730	2116	6/30/2000	Freight
376	NKCR065731	2116	6/30/2000	Freight
377	NKCR065734	2116	4/28/2000	Freight
378	NKCR065736	2116	4/28/2000	Freight
379	NKCR065739	2116	4/28/2000	Freight
380	NKCR065740	2116	4/28/2000	Freight
381	NKCR065742	2116	6/30/2000	Freight
382	NKCR065743	2116	4/28/2000	Freight
383	NKCR065751	2116	4/28/2000	Freight
384	NKCR065753	2116	6/30/2000	Freight
385	NKCR065755	2116	6/30/2000	Freight
386	NKCR065758	2116	6/30/2000	Freight
387	NKCR065759	2116	4/28/2000	Freight
388	NKCR065762	2116	6/30/2000	Freight
389	NKCR065763	2116	6/30/2000	Freight
390	NKCR065767	2116	6/30/2000	Freight
391	NKCR065768	2116	6/30/2000	Freight
392	NKCR065769	2116	4/28/2000	Freight
393	NKCR065770	2116	6/30/2000	Freight
394	NKCR065771	2116	6/30/2000	Freight
395	NKCR065772	2116	6/30/2000	Freight
396	NKCR065773	2116	6/30/2000	Freight
397	NKCR065774	2116	6/30/2000	Freight
398	NKCR065776	2116	6/30/2000	Freight
399	NKCR065777	2116	6/30/2000	Freight
400	NKCR065778	2116	5/30/2000	Freight
401	NKCR065779	2116	5/30/2000	Freight
402	NKCR065781	2116	5/30/2000	Freight
403	NKCR065782	2116	6/30/2000	Freight
404	NKCR065783	2116	5/30/2000	Freight
405	NKCR065784	2116	5/30/2000	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
406	NKCR065786	2116	6/30/2000	Freight
407	NKCR065787	2116	6/30/2000	Freight
408	NKCR065792	2116	6/30/2000	Freight
409	NKCR065796	2116	5/30/2000	Freight
410	NKCR065797	2116	5/30/2000	Freight
411	NKCR065800	2116	5/30/2000	Freight
412	NKCR065801	2116	5/30/2000	Freight
413	NKCR065802	2116	5/30/2000	Freight
414	NKCR065807	2116	6/30/2000	Freight
415	NKCR065809	2116	6/30/2000	Freight
416	NKCR065810	2116	6/30/2000	Freight
417	NKCR065814	2116	6/30/2000	Freight
418	NKCR065815	2116	6/30/2000	Freight
419	NKCR065817	2116	6/30/2000	Freight
420	NKCR065818	2116	6/30/2000	Freight
421	NKCR065822	2116	6/30/2000	Freight
422	NKCR066224	2116	3/28/2003	Freight
423	NKCR066225	2116	3/28/2003	Freight
424	NKCR066226	2116	3/28/2003	Freight
425	NKCR066227	2116	3/28/2003	Freight
426	NKCR066228	2116	3/28/2003	Freight
427	NKCR066229	2116	3/31/2003	Freight
428	NKCR066230	2116	3/31/2003	Freight
429	NKCR066231	2116	3/28/2003	Freight
430	NKCR066232	2116	3/28/2003	Freight
431	NKCR066233	2116	3/28/2003	Freight
432	NKCR066234	2116	3/28/2003	Freight
433	NKCR066235	2116	3/28/2003	Freight
434	NKCR066236	2116	3/28/2003	Freight
435	NKCR066237	2116	3/28/2003	Freight
436	NKCR066238	2116	3/28/2003	Freight
437	NKCR066239	2116	3/31/2003	Freight
438	NKCR066240	2116	3/31/2003	Freight
439	NKCR066241	2116	3/28/2003	Freight
440	NKCR066242	2116	3/31/2003	Freight
441	NKCR066243	2116	3/28/2003	Freight
442	NKCR066244	2116	4/11/2003	Freight
443	NKCR066245	2116	4/11/2003	Freight
444	NKCR066246	2116	3/31/2003	Freight
445	NKCR066247	2116	3/31/2003	Freight
446	NKCR066248	2116	4/11/2003	Freight
447	NKCR066249	2116	3/31/2003	Freight
448	NKCR066250	2116	3/31/2003	Freight
449	NKCR066251	2116	3/31/2003	Freight
450	NKCR066252	2116	4/11/2003	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
451	NKCR066253	2116	3/31/2003	Freight
452	TILX190414	3162	9/28/2001	Tank
453	TILX190844	42573	3/30/2004	Tank
454	TILX190845	42573	3/26/2004	Tank
455	TILX190846	42573	3/31/2004	Tank
456	TILX190847	42573	3/26/2004	Tank
457	TILX190848	42573	3/30/2004	Tank
458	TILX190849	42573	4/5/2004	Tank
459	TILX190850	42573	3/26/2004	Tank
460	TILX190851	42573	4/13/2004	Tank
461	TILX190852	42573	3/31/2004	Tank
462	TILX190853	42573	4/7/2004	Tank
463	TILX190854	42573	4/7/2004	Tank
464	TILX190855	42573	3/31/2004	Tank
465	TILX190856	42573	3/31/2004	Tank
466	TILX190857	42573	4/14/2004	Tank
467	TILX190858	42573	4/14/2004	Tank
468	TILX190859	42573	4/5/2004	Tank
469	TILX190860	42573	4/7/2004	Tank
470	TILX190861	42573	4/7/2004	Tank
471	TILX190862	42573	4/14/2004	Tank
472	TILX190863	42573	4/14/2004	Tank
473	TILX190864	42573	4/7/2004	Tank
474	TILX190865	42573	4/14/2004	Tank
475	TILX190866	42573	4/14/2004	Tank
476	TILX190867	42573	4/13/2004	Tank
477	TILX190868	42573	4/14/2004	Tank
478	TILX190869	42573	4/13/2004	Tank
479	TILX190870	42573	4/14/2004	Tank
480	TILX190871	42573	4/14/2004	Tank
481	TILX190872	42573	4/26/2004	Tank
482	TILX190873	42573	4/26/2004	Tank
483	TILX190874	42573	4/26/2004	Tank
484	TILX190875	42573	4/26/2004	Tank
485	TILX190876	42573	4/26/2004	Tank
486	TILX190877	42573	4/26/2004	Tank
487	TILX190878	42573	4/26/2004	Tank
488	TILX190879	42573	4/26/2004	Tank
489	TILX190880	42573	3/31/2004	Tank
490	TILX190881	42573	3/26/2004	Tank
491	TILX190882	42573	3/26/2004	Tank
492	TILX190883	42573	3/30/2004	Tank
493	TILX190884	42573	3/31/2004	Tank
494	TILX190885	42573	3/30/2004	Tank
495	TILX190886	42573	3/31/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
496	TILX190887	42573	3/31/2004	Tank
497	TILX190888	42573	4/7/2004	Tank
498	TILX190889	42573	3/30/2004	Tank
499	TILX190890	42573	4/7/2004	Tank
500	TILX190891	42573	3/31/2004	Tank
501	TILX190892	42573	4/7/2004	Tank
502	TILX190893	42573	4/5/2004	Tank
503	TILX190894	42573	4/14/2004	Tank
504	TILX190895	42573	4/5/2004	Tank
505	TILX190896	42573	4/5/2004	Tank
506	TILX190897	42573	4/7/2004	Tank
507	TILX190898	42573	4/7/2004	Tank
508	TILX190899	42573	4/7/2004	Tank
509	TILX190900	42573	4/13/2004	Tank
510	TILX190901	42573	4/6/2004	Tank
511	TILX190902	42573	5/24/2004	Tank
512	TILX190903	42573	5/24/2004	Tank
513	TILX190904	42573	5/24/2004	Tank
514	TILX190905	42573	5/24/2004	Tank
515	TILX190906	42573	5/24/2004	Tank
516	TILX190907	42573	5/24/2004	Tank
517	TILX190908	42573	5/28/2004	Tank
518	TILX190909	42573	5/24/2004	Tank
519	TILX190910	42573	6/14/2004	Tank
520	TILX190911	42573	5/26/2004	Tank
521	TILX190912	42573	5/26/2004	Tank
522	TILX190913	42573	5/26/2004	Tank
523	TILX190914	42573	6/14/2004	Tank
524	TILX190915	42573	5/28/2004	Tank
525	TILX190916	42573	6/22/2004	Tank
526	TILX190917	42573	5/26/2004	Tank
527	TILX190918	42573	5/28/2004	Tank
528	TILX190919	42573	6/22/2004	Tank
529	TILX190920	42573	6/22/2004	Tank
530	TILX190921	42573	6/22/2004	Tank
531	TILX190922	42573	5/28/2004	Tank
532	TILX190923	42573	6/22/2004	Tank
533	TILX190924	42573	5/28/2004	Tank
534	TILX190925	42573	5/28/2004	Tank
535	TILX190926	42573	5/26/2004	Tank
536	TILX190927	42573	5/26/2004	Tank
537	TILX190928	42573	6/14/2004	Tank
538	TILX190929	42573	6/22/2004	Tank
539	TILX190930	42573	6/14/2004	Tank
540	TILX190931	42573	6/14/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
541	TILX190932	42573	6/14/2004	Tank
542	TILX190933	42573	5/28/2004	Tank
543	TILX190934	42573	6/14/2004	Tank
544	TILX190935	42573	5/26/2004	Tank
545	TILX190936	42573	5/28/2004	Tank
546	TILX190937	42573	5/28/2004	Tank
547	TILX190938	42573	5/28/2004	Tank
548	TILX190939	42573	6/14/2004	Tank
549	TILX190940	42573	6/14/2004	Tank
550	TILX190941	42573	5/28/2004	Tank
551	TILX190942	42573	6/14/2004	Tank
552	TILX190943	42573	6/14/2004	Tank
553	TILX190944	42573	6/14/2004	Tank
554	TILX190945	42573	6/14/2004	Tank
555	TILX190946	42573	6/14/2004	Tank
556	TILX190947	42573	5/24/2004	Tank
557	TILX190948	42573	5/24/2004	Tank
558	TILX190949	42573	5/24/2004	Tank
559	TILX190950	42573	5/24/2004	Tank
560	TILX190951	42573	5/24/2004	Tank
561	TILX190952	42573	5/24/2004	Tank
562	TILX190953	42573	5/24/2004	Tank
563	TILX190954	42573	5/26/2004	Tank
564	TILX190955	42573	5/26/2004	Tank
565	TILX190956	42573	5/24/2004	Tank
566	TILX190957	42573	6/8/2004	Tank
567	TILX190958	42573	5/28/2004	Tank
568	TILX190959	42573	5/28/2004	Tank
569	TILX190960	42573	6/11/2004	Tank
570	TILX190961	42573	6/8/2004	Tank
571	TILX190962	42573	6/17/2004	Tank
572	TILX190963	42573	6/17/2004	Tank
573	TILX190964	42573	6/17/2004	Tank
574	TILX190965	42573	6/14/2004	Tank
575	TILX190966	42573	6/17/2004	Tank
576	TILX190967	42573	6/17/2004	Tank
577	TILX190968	42573	6/23/2004	Tank
578	TILX190969	42573	6/17/2004	Tank
579	TILX190970	42573	6/17/2004	Tank
580	TILX190971	42573	6/22/2004	Tank
581	TILX190972	45398	7/31/2004	Tank
582	TILX190973	45398	7/31/2004	Tank
583	TILX190974	45398	7/31/2004	Tank
584	TILX190975	45398	7/31/2004	Tank
585	TILX190976	45398	7/31/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
586	TILX190977	45398	7/31/2004	Tank
587	TILX190978	45398	7/31/2004	Tank
588	TILX190979	45398	8/18/2004	Tank
589	TILX190980	45398	7/31/2004	Tank
590	TILX190981	45398	7/31/2004	Tank
591	TILX190982	45398	7/31/2004	Tank
592	TILX190983	45398	7/31/2004	Tank
593	TILX190984	45398	7/31/2004	Tank
594	TILX190985	45398	7/31/2004	Tank
595	TILX190986	45398	7/31/2004	Tank
596	TILX190987	45398	8/18/2004	Tank
597	TILX190988	45398	8/18/2004	Tank
598	TILX190989	45398	8/18/2004	Tank
599	TILX190990	45398	8/18/2004	Tank
600	TILX190991	45398	8/18/2004	Tank
601	TILX190992	45398	8/18/2004	Tank
602	TILX190993	45398	8/18/2004	Tank
603	TILX190994	45398	8/18/2004	Tank
604	TILX190995	45398	8/18/2004	Tank
605	TILX190996	45398	8/18/2004	Tank
606	TILX250483	3162	6/17/2004	Tank
607	TILX250484	3162	6/17/2004	Tank
608	TILX250485	3162	6/17/2004	Tank
609	TILX250486	3162	6/17/2004	Tank
610	TILX250487	3162	6/17/2004	Tank
611	TILX250488	3162	6/17/2004	Tank
612	TILX250489	3162	6/17/2004	Tank
613	TILX250490	3162	6/17/2004	Tank
614	TILX250491	3162	6/17/2004	Tank
615	TILX250492	3162	6/17/2004	Tank
616	TILX250493	3162	6/17/2004	Tank
617	TILX250494	3162	6/17/2004	Tank
618	TILX250495	3162	6/23/2004	Tank
619	TILX250571	3162	8/18/2004	Tank
620	TILX250572	3162	8/18/2004	Tank
621	TILX250573	3162	8/18/2004	Tank
622	TILX250574	3162	8/18/2004	Tank
623	TILX250575	3162	8/18/2004	Tank
624	TILX250576	3162	8/18/2004	Tank
625	TILX250577	3162	8/18/2004	Tank
626	TILX250578	3162	8/18/2004	Tank
627	TILX250579	3162	8/18/2004	Tank
628	TILX250580	3162	8/18/2004	Tank
629	TILX250581	3162	8/18/2004	Tank
630	TILX250582	3162	8/18/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
631	TILX250496	2894	6/30/2004	Tank
632	TILX250497	2894	6/30/2004	Tank
633	TILX250498	2894	6/23/2004	Tank
634	TILX250499	2894	6/23/2004	Tank
635	TILX250500	2894	6/30/2004	Tank
636	TILX250501	2894	6/30/2004	Tank
637	TILX250502	2894	6/30/2004	Tank
638	TILX250503	2894	7/16/2004	Tank
639	TILX250504	2894	6/30/2004	Tank
640	TILX250505	2894	7/13/2004	Tank
641	TILX250506	2894	7/13/2004	Tank
642	TILX250507	2894	7/30/2004	Tank
643	TILX250508	2894	6/23/2004	Tank
644	TILX250509	2894	6/30/2004	Tank
645	TILX250510	2894	6/30/2004	Tank
646	TILX250511	2894	6/30/2004	Tank
647	TILX250512	2894	7/16/2004	Tank
648	TILX250513	2894	6/23/2004	Tank
649	TILX250514	2894	7/16/2004	Tank
650	TILX250515	2894	6/30/2004	Tank
651	TILX250516	2894	6/30/2004	Tank
652	TILX250517	2894	7/13/2004	Tank
653	TILX250518	2894	7/13/2004	Tank
654	TILX250519	2894	7/16/2004	Tank
655	TILX250520	2894	7/16/2004	Tank
656	TILX250521	2894	7/27/2004	Tank
657	TILX250522	2894	7/16/2004	Tank
658	TILX250523	2894	7/16/2004	Tank
659	TILX250524	2894	7/16/2004	Tank
660	TILX250525	2894	7/16/2004	Tank
661	TILX250526	2894	7/16/2004	Tank
662	TILX250527	2894	7/30/2004	Tank
663	TILX250528	2894	7/27/2004	Tank
664	TILX250529	2894	7/16/2004	Tank
665	TILX250530	2894	7/27/2004	Tank
666	TILX250531	2894	7/27/2004	Tank
667	TILX250532	2894	7/16/2004	Tank
668	TILX250533	2894	7/27/2004	Tank
669	TILX250534	2894	7/27/2004	Tank
670	TILX250535	2894	7/30/2004	Tank
671	TILX250536	2894	7/30/2004	Tank
672	TILX250537	2894	7/30/2004	Tank
673	TILX250538	2894	7/27/2004	Tank
674	TILX250539	2894	8/18/2004	Tank
675	TILX250540	2894	7/30/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
676	TILX250541	2894	7/29/2004	Tank
677	TILX250542	2894	7/30/2004	Tank
678	TILX250543	2894	7/30/2004	Tank
679	TILX250544	2894	7/30/2004	Tank
680	TILX250545	2894	7/30/2004	Tank
681	TILX250546	2894	7/30/2004	Tank
682	TILX250547	2894	7/30/2004	Tank
683	TILX250548	2894	7/30/2004	Tank
684	TILX250549	2894	8/18/2004	Tank
685	TILX250550	2894	8/18/2004	Tank
686	TILX250551	2894	8/18/2004	Tank
687	TILX250552	2894	8/18/2004	Tank
688	TILX250553	2894	8/18/2004	Tank
689	TILX250554	2894	8/18/2004	Tank
690	TILX250555	2894	8/18/2004	Tank
691	TILX250556	2894	8/18/2004	Tank
692	TILX250557	2894	8/18/2004	Tank
693	TILX250558	2894	8/18/2004	Tank
694	TILX250559	2894	8/18/2004	Tank
695	TILX250560	2894	8/18/2004	Tank
696	TILX250561	2894	8/18/2004	Tank
697	TILX250562	2894	8/18/2004	Tank
698	TILX250563	2894	8/18/2004	Tank
699	TILX250564	2894	8/18/2004	Tank
700	TILX250565	2894	8/18/2004	Tank
701	TILX250566	2894	8/18/2004	Tank
702	TILX250567	2894	8/18/2004	Tank
703	TILX250568	2894	8/18/2004	Tank
704	TILX250569	2894	8/18/2004	Tank
705	TILX250570	2894	8/18/2004	Tank
706	TILX302460	10029	4/26/2004	Tank
707	TILX302461	10029	5/5/2004	Tank
708	TILX302462	10029	4/26/2004	Tank
709	TILX302463	10029	4/29/2004	Tank
710	TILX302464	10029	4/29/2004	Tank
711	TILX302465	10029	4/29/2004	Tank
712	TILX302466	10029	4/29/2004	Tank
713	TILX302467	10029	5/5/2004	Tank
714	TILX302468	10029	5/5/2004	Tank
715	TILX302469	10029	5/5/2004	Tank
716	TILX302470	10029	5/5/2004	Tank
717	TILX302471	10029	5/5/2004	Tank
718	TILX302472	41799	5/10/2004	Tank
719	TILX302473	41799	5/26/2004	Tank
720	TILX302474	41799	5/10/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
721	TILX302475	41799	5/24/2004	Tank
722	TILX302476	41799	5/10/2004	Tank
723	TILX302477	41799	5/10/2004	Tank
724	TILX302478	41799	5/24/2004	Tank
725	TILX302479	41799	5/12/2004	Tank
726	TILX302480	41799	5/12/2004	Tank
727	TILX302481	41799	5/24/2004	Tank
728	TILX302482	41799	5/20/2004	Tank
729	TILX302483	41799	5/26/2004	Tank
730	TILX302484	41799	5/20/2004	Tank
731	TILX302485	41799	5/24/2004	Tank
732	TILX302486	41799	5/20/2004	Tank
733	TILX302487	41799	5/26/2004	Tank
734	TILX302488	41799	5/26/2004	Tank
735	TILX302489	41799	5/26/2004	Tank
736	TILX302490	41799	5/24/2004	Tank
737	TILX302491	41799	5/26/2004	Tank
738	TILX302492	41799	5/24/2004	Tank
739	TILX302493	41799	5/26/2004	Tank
740	TILX302494	41799	5/26/2004	Tank
741	TILX302495	41799	5/26/2004	Tank
742	TILX302496	41799	5/26/2004	Tank
743	TILX302497	41799	5/26/2004	Tank
744	TILX302498	41799	5/26/2004	Tank
745	TILX302499	41799	6/8/2004	Tank
746	TILX302500	41799	5/26/2004	Tank
747	TILX302501	41799	6/8/2004	Tank
748	TILX302502	41799	6/8/2004	Tank
749	TILX302503	41799	6/8/2004	Tank
750	TILX302504	41799	6/8/2004	Tank
751	TILX302505	41799	6/8/2004	Tank
752	TILX302506	41799	6/8/2004	Tank
753	TILX302507	41799	6/8/2004	Tank
754	TILX302508	41799	6/11/2004	Tank
755	TILX302509	41799	6/11/2004	Tank
756	TILX302510	41799	6/8/2004	Tank
757	TILX302511	41799	6/17/2004	Tank
758	TILX302512	41799	6/11/2004	Tank
759	TILX302513	41799	6/17/2004	Tank
760	TILX302514	41799	6/17/2004	Tank
761	TILX302515	41799	6/11/2004	Tank
762	TILX302516	41799	6/17/2004	Tank
763	TILX302517	41799	6/17/2004	Tank
764	TILX302518	41799	6/17/2004	Tank
765	TILX302519	41799	6/17/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
766	TILX302520	41799	6/17/2004	Tank
767	TILX302521	41799	6/17/2004	Tank
768	TILX302522	41799	6/17/2004	Tank
769	TILX302539	10029	6/29/2004	Tank
770	TILX302540	10029	6/29/2004	Tank
771	TILX302541	10029	6/29/2004	Tank
772	TILX302542	10029	7/13/2004	Tank
773	TILX302543	10029	7/7/2004	Tank
774	TILX302544	10029	7/7/2004	Tank
775	TILX302545	10029	7/7/2004	Tank
776	TILX302546	10029	7/7/2004	Tank
777	TILX302547	10029	7/7/2004	Tank
778	TILX302548	10029	7/7/2004	Tank
779	TILX302549	10029	7/13/2004	Tank
780	TILX302550	10029	7/13/2004	Tank
781	TILX302551	10029	7/13/2004	Tank
782	TILX302552	10029	7/30/2004	Tank
783	TILX302553	10029	7/16/2004	Tank
784	TILX302554	10029	7/16/2004	Tank
785	TILX302555	10029	7/27/2004	Tank
786	TILX302556	10029	7/27/2004	Tank
787	TILX302557	10029	7/27/2004	Tank
788	TILX302558	10029	7/16/2004	Tank
789	TILX302559	10029	7/27/2004	Tank
790	TILX302560	10029	7/27/2004	Tank
791	TILX302561	10029	7/27/2004	Tank
792	TILX302562	10029	7/29/2004	Tank
793	TILX302563	10029	7/27/2004	Tank
794	TILX302564	10029	7/29/2004	Tank
795	TILX302565	10029	7/29/2004	Tank
796	TILX302566	10029	7/29/2004	Tank
797	TILX302567	10029	7/29/2004	Tank
798	TILX302568	10029	8/18/2004	Tank
799	TILX302569	10029	8/18/2004	Tank
800	TILX302570	10029	8/18/2004	Tank
801	TILX302571	10029	8/18/2004	Tank
802	TILX302572	10029	8/18/2004	Tank
803	TILX302573	10029	8/18/2004	Tank
804	TILX302574	10029	8/18/2004	Tank
805	TILX302575	10029	8/18/2004	Tank
806	TILX302576	10029	8/18/2004	Tank
807	TILX302577	10029	8/18/2004	Tank
808	TILX302578	10029	8/18/2004	Tank
809	TILX302579	10029	8/18/2004	Tank
810	TILX400642	2624	3/12/2004	Tank

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
811	TILX400643	2624	2/18/2004	Tank
812	TILX400644	2624	3/4/2004	Tank
813	TILX400645	2624	2/25/2004	Tank
814	TILX400646	2624	3/4/2004	Tank
815	TILX400647	2624	2/25/2004	Tank
816	TILX400648	2624	2/25/2004	Tank
817	TILX400649	2624	2/27/2004	Tank
818	TILX400650	2624	2/28/2004	Tank
819	TILX400651	2624	3/26/2004	Tank
820	TILX400652	2624	5/10/2004	Tank
821	TILX400653	2624	5/12/2004	Tank
822	TILX400654	2624	5/20/2004	Tank
823	TILX400655	2624	4/26/2004	Tank
824	TILX400656	2624	5/20/2004	Tank
825	TILX400657	2624	4/26/2004	Tank
826	TILX400658	2624	5/5/2004	Tank
827	TILX400659	2624	4/29/2004	Tank
828	TILX400660	2624	4/29/2004	Tank
829	TILX400661	2624	5/12/2004	Tank
830	TILX400662	2624	5/26/2004	Tank
831	TILX400663	2624	6/7/2004	Tank
832	TILX400664	2624	7/30/2004	Tank
833	TILX400665	2624	7/27/2004	Tank
834	TILX400666	2624	7/27/2004	Tank
835	TILX636018	43943	5/31/2004	Freight
836	TILX636019	43943	6/28/2004	Freight
837	TILX636020	43943	5/31/2004	Freight
838	TILX636021	43943	5/31/2004	Freight
839	TILX636022	43943	5/31/2004	Freight
840	TILX636023	43943	5/31/2004	Freight
841	TILX636024	43943	6/28/2004	Freight
842	TILX636025	43943	6/28/2004	Freight
843	TILX636026	43943	6/28/2004	Freight
844	TILX636027	43943	6/28/2004	Freight
845	TILX636028	43943	6/28/2004	Freight
846	TILX636029	43943	6/30/2004	Freight
847	TILX636030	43943	6/28/2004	Freight
848	TILX636031	43943	6/28/2004	Freight
849	TILX636032	43943	6/28/2004	Freight
850	TILX636033	43943	6/28/2004	Freight
851	TILX636034	43943	6/28/2004	Freight
852	TILX636035	43943	6/28/2004	Freight
853	TILX636036	43943	6/28/2004	Freight
854	TILX636037	43943	6/28/2004	Freight
855	TILX636038	43943	6/28/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
856	TILX636039	43943	6/30/2004	Freight
857	TILX636040	43943	6/28/2004	Freight
858	TILX636041	43943	6/28/2004	Freight
859	TILX636042	43943	6/30/2004	Freight
860	TILX636043	43943	6/30/2004	Freight
861	TILX636044	43943	6/28/2004	Freight
862	TILX636045	43943	6/30/2004	Freight
863	TILX636046	43943	6/30/2004	Freight
864	TILX636047	43943	6/30/2004	Freight
865	TILX636048	43943	6/30/2004	Freight
866	TILX636049	43943	6/30/2004	Freight
867	TILX636050	43943	6/30/2004	Freight
868	TILX636051	43943	6/28/2004	Freight
869	TILX636052	43943	6/30/2004	Freight
870	TILX636053	43943	6/28/2004	Freight
871	TILX636054	43943	6/28/2004	Freight
872	TILX636055	43943	6/28/2004	Freight
873	TILX636056	43943	6/28/2004	Freight
874	TILX636057	43943	6/28/2004	Freight
875	TILX636058	43943	6/28/2004	Freight
876	TILX636059	43943	6/30/2004	Freight
877	TILX636060	43943	6/28/2004	Freight
878	TILX636061	43943	6/28/2004	Freight
879	TILX636062	43943	6/28/2004	Freight
880	TILX636063	42435	6/30/2004	Freight
881	TILX636064	42435	7/7/2004	Freight
882	TILX636065	42435	6/30/2004	Freight
883	TILX636066	42435	6/30/2004	Freight
884	TILX636067	42435	7/7/2004	Freight
885	TILX636068	42435	6/30/2004	Freight
886	TILX636069	42435	7/7/2004	Freight
887	TILX636070	42435	6/30/2004	Freight
888	TILX636071	42435	6/30/2004	Freight
889	TILX636072	42435	7/7/2004	Freight
890	TILX636073	42435	6/30/2004	Freight
891	TILX636074	42435	7/7/2004	Freight
892	TILX636075	42435	6/30/2004	Freight
893	TILX636076	42435	7/16/2004	Freight
894	TILX636077	42435	6/30/2004	Freight
895	TILX636078	42435	6/30/2004	Freight
896	TILX636079	42435	6/30/2004	Freight
897	TILX636080	42435	6/30/2004	Freight
898	TILX636081	42435	6/30/2004	Freight
899	TILX636082	42435	7/31/2004	Freight
900	TILX636083	42435	6/30/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
901	TILX636084	42435	6/30/2004	Freight
902	TILX636085	42435	7/16/2004	Freight
903	TILX636086	42435	6/30/2004	Freight
904	TILX636087	42435	7/16/2004	Freight
905	TILX636088	42435	6/30/2004	Freight
906	TILX636089	42435	7/31/2004	Freight
907	TILX636090	42435	7/31/2004	Freight
908	TILX636091	42435	7/31/2004	Freight
909	TILX636092	42435	7/16/2004	Freight
910	TILX636093	42435	7/31/2004	Freight
911	TILX636094	42435	7/31/2004	Freight
912	TILX636095	42435	7/16/2004	Freight
913	TILX636096	42435	7/31/2004	Freight
914	TILX636097	42435	7/31/2004	Freight
915	TILX636098	42435	7/31/2004	Freight
916	TILX636099	42435	7/31/2004	Freight
917	TILX636100	42435	7/31/2004	Freight
918	TILX636101	42435	7/31/2004	Freight
919	TILX636102	42435	7/31/2004	Freight
920	TILX636103	42435	7/31/2004	Freight
921	TILX636104	42435	7/31/2004	Freight
922	TILX636105	42435	7/31/2004	Freight
923	TILX636106	42435	7/31/2004	Freight
924	TILX636107	42435	7/31/2004	Freight
925	TILX636108	42435	7/31/2004	Freight
926	TILX636109	42435	7/31/2004	Freight
927	TILX636110	42435	7/31/2004	Freight
928	TILX636111	42435	7/31/2004	Freight
929	TILX636112	42435	7/31/2004	Freight
930	TILX636113	42435	7/31/2004	Freight
931	TILX636114	42435	7/31/2004	Freight
932	TILX636115	42435	7/31/2004	Freight
933	TILX636116	42435	7/31/2004	Freight
934	TILX636117	42435	6/30/2004	Freight
935	TILX636118	42435	7/31/2004	Freight
936	TILX636119	42435	7/31/2004	Freight
937	TILX636120	42435	6/30/2004	Freight
938	TILX636121	42435	6/30/2004	Freight
939	TILX636122	42435	6/30/2004	Freight
940	TILX636123	42435	7/31/2004	Freight
941	TILX636124	42435	7/31/2004	Freight
942	TILX636125	42435	7/31/2004	Freight
943	TILX636126	42435	7/31/2004	Freight
944	TILX636127	42435	7/16/2004	Freight
945	TILX636128	42435	7/31/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
946	TILX636129	42435	6/30/2004	Freight
947	TILX636130	42435	7/31/2004	Freight
948	TILX636131	42435	7/31/2004	Freight
949	TILX636132	42435	6/30/2004	Freight
950	TILX636133	42435	6/30/2004	Freight
951	TILX636134	42435	7/13/2004	Freight
952	TILX636135	42435	7/31/2004	Freight
953	TILX636136	42435	7/31/2004	Freight
954	TILX636137	42435	7/16/2004	Freight
955	TILX636138	42435	7/31/2004	Freight
956	TILX636139	42435	7/31/2004	Freight
957	TILX636140	42435	7/13/2004	Freight
958	TILX636141	42435	7/31/2004	Freight
959	TILX636142	42435	7/13/2004	Freight
960	TILX636143	42440	7/13/2004	Freight
961	TILX636144	42440	7/13/2004	Freight
962	TILX636145	42440	7/13/2004	Freight
963	TILX636146	42440	7/13/2004	Freight
964	TILX636147	42440	7/13/2004	Freight
965	TILX636148	42440	6/30/2004	Freight
966	TILX636149	42440	6/30/2004	Freight
967	TILX636150	42440	7/13/2004	Freight
968	TILX636151	42440	7/31/2004	Freight
969	TILX636152	42440	7/13/2004	Freight
970	TILX636153	42440	7/13/2004	Freight
971	TILX636154	42440	7/13/2004	Freight
972	TILX636155	42440	7/13/2004	Freight
973	TILX636156	42440	6/30/2004	Freight
974	TILX636157	42440	6/30/2004	Freight
975	TILX636158	42440	6/30/2004	Freight
976	TILX636159	42440	7/13/2004	Freight
977	TILX636160	42440	7/13/2004	Freight
978	TILX636161	42440	6/30/2004	Freight
979	TILX636162	42440	7/13/2004	Freight
980	TILX636163	42440	7/13/2004	Freight
981	TILX636164	42440	7/13/2004	Freight
982	TILX636165	42440	7/13/2004	Freight
983	TILX636166	42440	7/16/2004	Freight
984	TILX636167	42440	7/16/2004	Freight
985	TILX636168	42440	7/31/2004	Freight
986	TILX636169	42440	7/31/2004	Freight
987	TILX636170	42440	7/31/2004	Freight
988	TILX636171	42440	7/16/2004	Freight
989	TILX636172	42440	7/16/2004	Freight

TRINITY RAIL LEASING II
WAREHOUSE 16th FUNDING PORTFOLIO

Exhibit B

Lessee Number	Lessee	Rider Number
10029	NOVA CHEMICALS CORP	1
10029	NOVA CHEMICALS CORP	8
2116	FERROCARRIL MEXICANO SA DE CV	2
2116	FERROCARRIL MEXICANO SA DE CV	3
2116	FERROCARRIL MEXICANO SA DE CV	4
2116	FERROCARRIL MEXICANO SA DE CV	5
2116	FERROCARRIL MEXICANO SA DE CV	7
2624	BOC GASES	7
2894	BUNGE NORTH AMERICA INC	2
3162	CARGILL, INC	43
3162	CARGILL, INC	44
3336	CEMEX INC	6
3336	CEMEX INC	7
3336	CEMEX INC	8
41677	OHIO VALLEY ELECTRIC CORP	1
41799	SEMSTREAM LP	1
42435	LINCOLNLAND AGRI-ENERGY LLC	1
42440	ADKINS ENERGY LLC	1
42573	MUSKET CORP	1
43943	UNITED BIO ENERGY INGREDIENTS LLC	1
45398	TESORO REFINING & MARKETING CO	1

Exhibit A

ID	Asset Mark	Lessee Number	Rider	Invoice Date
1	NKCR066224	2116	4	03/28/03
2	NKCR066225	2116	4	03/28/03
3	NKCR066226	2116	4	03/28/03
4	NKCR066227	2116	4	03/28/03
5	NKCR066228	2116	4	03/28/03
6	NKCR066229	2116	4	03/31/03
7	NKCR066230	2116	4	03/31/03
8	NKCR066231	2116	4	03/28/03
9	NKCR066232	2116	4	03/28/03
10	NKCR066233	2116	4	03/28/03
11	NKCR066234	2116	2	03/28/03
12	NKCR066235	2116	2	03/28/03
13	NKCR066236	2116	2	03/28/03
14	NKCR066237	2116	2	03/28/03
15	NKCR066238	2116	2	03/28/03
16	NKCR066239	2116	2	03/31/03
17	NKCR066240	2116	2	03/31/03
18			3	03/28/03
19			3	03/31/03
20			3	03/28/03
21			3	04/11/03
22			3	04/11/03
23			3	03/31/03
24			3	03/31/03
25			3	04/11/03
26			3	03/31/03
27			3	03/31/03
28			3	03/31/03
29			3	04/11/03
30			3	03/31/03

Please add these 2 pages to 25149-A

Exhibit B

Lessee Number	Lessee	Rider Number
2116	FERROCARRIL MEXICANO SA DE CV	2
2116	FERROCARRIL MEXICANO SA DE CV	3
2116	FERROCARRIL MEXICANO SA DE CV	4