

RECORDATION NO. 24742-D FILED

AUG 19 '04 2-00 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

August 19, 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 Release, dated August 19, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a partial release and relates to the Memorandum of Security Agreement and associated documents which were previously filed with the Board under Recordation Number 24742.

The name and address of the party to the enclosed document are:

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

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

Mr. Vernon A. Williams
August 19, 2004
Page 2

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

372 railcars within the following series as more particularly set forth in the equipment schedule attached to this letter:

PLMX 135383 – PLMX 135665
TILX 250473 – TILX 250482
TILX 290413 – TILX 290492
TILX 302314 – TILX 302390

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

Release.

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

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
1	PLMX135383	6107	9	09/30/03
2	PLMX135398	6107	8	09/30/03
3	PLMX135401	6107	9	09/30/03
4	PLMX135406	6107	9	09/30/03
5	PLMX135408	6107	9	09/30/03
6	PLMX135409	6107	9	09/30/03
7	PLMX135410	6107	9	09/30/03
8	PLMX135411	6107	9	09/30/03
9	PLMX135412	6107	9	09/30/03
10	PLMX135413	6107	9	09/30/03
11	PLMX135415	6107	9	09/30/03
12	PLMX135416	6107	9	09/30/03
13	PLMX135417	6107	9	09/30/03
14	PLMX135419	6107	9	09/30/03
15	PLMX135420	6107	9	09/30/03
16	PLMX135421	6107	9	09/30/03
17	PLMX135422	6107	9	09/30/03
18	PLMX135423	6107	9	09/30/03
19	PLMX135424	6107	9	09/30/03
20	PLMX135425	6107	9	09/30/03
21	PLMX135426	6107	9	09/30/03
22	PLMX135427	6107	9	09/30/03
23	PLMX135428	6107	9	09/30/03
24	PLMX135429	6107	9	09/30/03
25	PLMX135430	6107	9	09/30/03
26	PLMX135431	6107	9	09/30/03
27	PLMX135432	6107	9	09/30/03
28	PLMX135433	6107	9	09/30/03
29	PLMX135434	6107	9	09/30/03
30	PLMX135435	6107	9	09/30/03
31	PLMX135436	6107	9	09/30/03
32	PLMX135437	6107	9	09/30/03
33	PLMX135438	6107	9	09/30/03
34	PLMX135439	6107	9	09/30/03
35	PLMX135440	6107	9	09/30/03
36	PLMX135441	6107	9	09/30/03
37	PLMX135442	6107	9	09/30/03
38	PLMX135443	6107	9	09/30/03
39	PLMX135444	6107	9	09/30/03
40	PLMX135445	6107	9	09/30/03
41	PLMX135446	6107	9	09/30/03
42	PLMX135447	6107	9	09/30/03
43	PLMX135448	6107	9	09/30/03
44	PLMX135449	6107	9	09/30/03
45	PLMX135450	6107	9	09/30/03
46	PLMX135451	6107	9	09/30/03
47	PLMX135452	6107	9	09/30/03
48	PLMX135453	6107	9	09/30/03
49	PLMX135454	6107	9	09/30/03
50	PLMX135455	6107	9	09/30/03
51	PLMX135456	6107	9	09/30/03
52	PLMX135457	6107	9	09/30/03
53	PLMX135458	6107	9	09/30/03
54	PLMX135459	6107	9	09/30/03
55	PLMX135460	6107	9	09/30/03
56	PLMX135461	6107	9	09/30/03

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
57	PLMX135462	6107	9	09/30/03
58	PLMX135463	6107	9	09/30/03
59	PLMX135464	6107	9	09/30/03
60	PLMX135465	6107	9	09/30/03
61	PLMX135466	6107	9	09/30/03
62	PLMX135467	6107	9	09/30/03
63	PLMX135468	6107	9	09/30/03
64	PLMX135469	6107	9	09/30/03
65	PLMX135470	6107	9	09/30/03
66	PLMX135471	6107	9	09/30/03
67	PLMX135472	6107	9	09/30/03
68	PLMX135473	6107	9	09/30/03
69	PLMX135474	6107	9	09/30/03
70	PLMX135475	6107	9	09/30/03
71	PLMX135476	6107	9	09/30/03
72	PLMX135477	6107	9	09/30/03
73	PLMX135478	6107	9	09/30/03
74	PLMX135479	6107	9	09/30/03
75	PLMX135480	6107	9	09/30/03
76	PLMX135481	6107	10	09/30/03
77	PLMX135482	6107	10	09/30/03
78	PLMX135483	6107	10	09/30/03
79	PLMX135484	6107	10	09/30/03
80	PLMX135485	6107	10	09/30/03
81	PLMX135486	6107	10	09/30/03
82	PLMX135487	6107	10	09/30/03
83	PLMX135488	6107	10	09/30/03
84	PLMX135489	6107	10	09/30/03
85	PLMX135490	6107	10	09/30/03
86	PLMX135491	6107	10	09/30/03
87	PLMX135492	6107	10	09/30/03
88	PLMX135493	6107	12	09/30/03
89	PLMX135494	6107	10	09/30/03
90	PLMX135495	6107	12	10/14/03
91	PLMX135496	6107	10	09/30/03
92	PLMX135497	6107	12	09/30/03
93	PLMX135498	6107	10	09/30/03
94	PLMX135499	6107	10	09/30/03
95	PLMX135500	6107	10	09/30/03
96	PLMX135501	6107	12	09/30/03
97	PLMX135502	6107	10	09/30/03
98	PLMX135503	6107	12	09/30/03
99	PLMX135504	6107	12	09/30/03
100	PLMX135505	6107	10	09/30/03
101	PLMX135506	6107	12	09/30/03
102	PLMX135507	6107	12	09/30/03
103	PLMX135508	6107	12	09/30/03
104	PLMX135509	6107	12	09/30/03
105	PLMX135510	6107	12	09/30/03
106	PLMX135511	6107	12	09/30/03
107	PLMX135512	6107	12	09/30/03
108	PLMX135513	6107	12	09/30/03
109	PLMX135514	6107	12	09/30/03
110	PLMX135515	6107	12	09/30/03
111	PLMX135516	6107	12	09/30/03
112	PLMX135517	6107	12	09/30/03

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
113	PLMX135518	6107	12	09/30/03
114	PLMX135519	6107	12	09/30/03
115	PLMX135520	6107	12	09/30/03
116	PLMX135521	6107	12	09/30/03
117	PLMX135522	6107	12	10/14/03
118	PLMX135523	6107	12	09/30/03
119	PLMX135524	6107	12	10/14/03
120	PLMX135525	6107	12	09/30/03
121	PLMX135526	6107	12	09/30/03
122	PLMX135527	6107	11	10/14/03
123	PLMX135528	6107	12	09/30/03
124	PLMX135529	6107	12	09/30/03
125	PLMX135530	6107	12	09/30/03
126	PLMX135531	6107	12	09/30/03
127	PLMX135532	6107	11	10/14/03
128	PLMX135533	6107	12	09/30/03
129	PLMX135534	6107	11	10/14/03
130	PLMX135535	6107	12	10/14/03
131	PLMX135536	6107	12	10/14/03
132	PLMX135537	6107	11	10/14/03
133	PLMX135538	6107	12	10/14/03
134	PLMX135539	6107	11	10/14/03
135	PLMX135540	6107	12	09/30/03
136	PLMX135541	6107	11	10/14/03
137	PLMX135542	6107	12	10/14/03
138	PLMX135543	6107	12	09/30/03
139	PLMX135544	6107	11	10/14/03
140	PLMX135545	6107	11	10/14/03
141	PLMX135546	6107	12	09/30/03
142	PLMX135547	6107	11	10/28/03
143	PLMX135548	6107	11	10/14/03
144	PLMX135549	6107	11	10/14/03
145	PLMX135550	6107	11	10/28/03
146	PLMX135551	6107	11	10/14/03
147	PLMX135552	6107	11	11/11/03
148	PLMX135553	6107	11	10/14/03
149	PLMX135554	6107	11	10/31/03
150	PLMX135555	6107	11	10/14/03
151	PLMX135556	6107	11	10/28/03
152	PLMX135557	6107	11	10/28/03
153	PLMX135558	6107	11	10/14/03
154	PLMX135559	6107	11	10/14/03
155	PLMX135560	6107	11	10/28/03
156	PLMX135561	6107	11	10/28/03
157	PLMX135562	6107	11	10/28/03
158	PLMX135563	6107	11	10/28/03
159	PLMX135564	6107	11	10/28/03
160	PLMX135565	6107	11	10/14/03
161	PLMX135566	6107	11	10/28/03
162	PLMX135567	6107	11	10/28/03
163	PLMX135568	6107	11	10/28/03
164	PLMX135569	6107	10	10/28/03
165	PLMX135570	6107	11	10/28/03
166	PLMX135571	6107	10	10/28/03
167	PLMX135572	6107	10	10/31/03
168	PLMX135573	6107	10	10/28/03

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
169	PLMX135574	6107	10	10/31/03
170	PLMX135575	6107	10	10/28/03
171	PLMX135576	6107	10	10/28/03
172	PLMX135577	6107	10	10/28/03
173	PLMX135578	6107	10	10/28/03
174	PLMX135579	6107	10	10/28/03
175	PLMX135580	6107	10	10/31/03
176	PLMX135581	6107	10	10/31/03
177	PLMX135582	6107	10	10/28/03
178	PLMX135583	6107	10	10/31/03
179	PLMX135584	6107	10	10/28/03
180	PLMX135585	6107	10	10/28/03
181	PLMX135586	6107	10	10/28/03
182	PLMX135587	6107	10	10/28/03
183	PLMX135588	6107	10	10/28/03
184	PLMX135589	6107	10	10/28/03
185	PLMX135590	6107	10	10/31/03
186	PLMX135591	6107	10	10/28/03
187	PLMX135592	6107	10	10/28/03
188	PLMX135593	6107	10	10/31/03
189	PLMX135594	6107	10	10/31/03
190	PLMX135595	6107	10	10/31/03
191	PLMX135596	6107	10	10/31/03
192	PLMX135597	6107	10	10/31/03
193	PLMX135598	6107	10	10/31/03
194	PLMX135599	6107	10	10/31/03
195	PLMX135600	6107	10	10/31/03
196	PLMX135601	6107	10	10/31/03
197	PLMX135602	6107	10	10/31/03
198	PLMX135603	6107	10	10/31/03
199	PLMX135604	6107	10	11/19/03
200	PLMX135605	6107	10	10/31/03
201	PLMX135606	6107	10	11/19/03
202	PLMX135607	6107	10	10/31/03
203	PLMX135608	6107	10	11/19/03
204	PLMX135609	6107	10	11/19/03
205	PLMX135610	6107	10	11/19/03
206	PLMX135611	6107	10	10/31/03
207	PLMX135612	6107	10	10/31/03
208	PLMX135613	6107	10	10/31/03
209	PLMX135614	6107	10	10/31/03
210	PLMX135615	6107	10	11/19/03
211	PLMX135616	6107	10	11/19/03
212	PLMX135617	6107	10	11/19/03
213	PLMX135618	6107	10	10/31/03
214	PLMX135619	6107	10	11/19/03
215	PLMX135620	6107	10	11/19/03
216	PLMX135621	6107	10	11/19/03
217	PLMX135622	6107	10	11/19/03
218	PLMX135623	6107	10	11/19/03
219	PLMX135624	6107	10	11/19/03
220	PLMX135625	6107	10	11/19/03
221	PLMX135626	6107	10	11/19/03
222	PLMX135627	6107	10	11/19/03
223	PLMX135628	6107	10	11/19/03
224	PLMX135629	6107	10	11/19/03

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
225	PLMX135630	6107	10	11/19/03
226	PLMX135631	6107	10	11/19/03
227	PLMX135632	6107	10	11/19/03
228	PLMX135633	6107	13	11/30/03
229	PLMX135635	6107	13	11/30/03
230	PLMX135636	6107	13	11/19/03
231	PLMX135637	6107	13	11/30/03
232	PLMX135638	6107	13	11/30/03
233	PLMX135639	6107	13	11/30/03
234	PLMX135641	6107	13	11/30/03
235	PLMX135642	6107	13	11/30/03
236	PLMX135643	6107	13	11/30/03
237	PLMX135644	6107	13	11/30/03
238	PLMX135645	6107	13	11/19/03
239	PLMX135646	6107	13	11/19/03
240	PLMX135647	6107	13	11/30/03
241	PLMX135648	6107	13	11/30/03
242	PLMX135649	6107	13	11/30/03
243	PLMX135650	6107	13	11/30/03
244	PLMX135651	6107	13	11/30/03
245	PLMX135653	6107	13	11/30/03
246	PLMX135654	6107	13	11/30/03
247	PLMX135655	6107	13	11/30/03
248	PLMX135657	6107	13	11/30/03
249	PLMX135659	6107	13	11/30/03
250	PLMX135662	6107	13	11/30/03
251	PLMX135663	6107	13	11/30/03
252	PLMX135664	6107	13	11/30/03
253	PLMX135665	6107	13	11/30/03
254	TILX250473	5715	2	09/23/03
255	TILX250474	5715	2	09/23/03
256	TILX250475	5715	2	09/23/03
257	TILX250476	5715	2	09/23/03
258	TILX250477	5715	2	09/23/03
259	TILX250478	5715	2	09/23/03
260	TILX250479	5715	2	09/23/03
261	TILX250480	5715	2	09/23/03
262	TILX250481	5715	2	09/23/03
263	TILX250482	5715	2	09/23/03
264	TILX290413	531	2	06/24/03
265	TILX290414	531	2	06/24/03
266	TILX290415	531	2	06/26/03
267	TILX290416	531	2	06/24/03
268	TILX290417	531	2	06/24/03
269	TILX290418	531	2	06/26/03
270	TILX290419	531	2	06/26/03
271	TILX290420	531	2	06/26/03
272	TILX290421	531	2	06/26/03
273	TILX290422	531	2	06/27/03
274	TILX290463	5015	10	11/30/03
275	TILX290464	5015	10	10/31/03
276	TILX290465	5015	10	11/30/03
277	TILX290466	5015	10	10/31/03
278	TILX290467	5015	10	10/30/03
279	TILX290468	5015	10	11/18/03
280	TILX290469	5015	10	10/30/03

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
281	TILX290470	5015	10	10/30/03
282	TILX290471	5015	10	10/30/03
283	TILX290472	5015	10	10/30/03
284	TILX290473	5015	10	10/31/03
285	TILX290474	5015	10	10/30/03
286	TILX290475	5015	10	10/30/03
287	TILX290476	5015	10	10/31/03
288	TILX290477	5015	10	11/19/03
289	TILX290478	5015	10	11/18/03
290	TILX290479	5015	10	10/31/03
291	TILX290480	5015	10	11/18/03
292	TILX290481	5015	10	11/18/03
293	TILX290482	5015	10	10/30/03
294	TILX290483	5015	10	11/18/03
295	TILX290484	5015	10	10/31/03
296	TILX290485	5015	10	10/31/03
297	TILX290486	5015	10	11/30/03
298	TILX290487	5015	10	11/19/03
299	TILX290488	5015	10	11/18/03
300	TILX290489	5015	10	11/18/03
301	TILX290490	5015	10	11/19/03
302	TILX290491	5015	10	11/19/03
303	TILX290492	5015	10	11/19/03
304	TILX302314	6303	6	09/15/03
305	TILX302315	6303	6	09/15/03
306	TILX302321	6303	6	09/15/03
307	TILX302323	6303	6	09/15/03
308	TILX302325	6303	6	09/15/03
309	TILX302326	6303	6	09/15/03
310	TILX302327	6303	6	09/15/03
311	TILX302328	6303	6	09/15/03
312	TILX302329	6303	6	09/15/03
313	TILX302330	6303	6	09/23/03
314	TILX302331	6303	6	09/23/03
315	TILX302332	6303	6	09/23/03
316	TILX302333	6303	6	09/23/03
317	TILX302334	6303	6	09/30/03
318	TILX302335	6303	6	09/23/03
319	TILX302336	6303	6	09/23/03
320	TILX302337	6303	6	09/23/03
321	TILX302338	6303	6	09/30/03
322	TILX302339	6303	6	09/23/03
323	TILX302340	6303	6	09/23/03
324	TILX302341	6303	6	09/30/03
325	TILX302342	6303	6	09/30/03
326	TILX302343	6303	6	10/08/03
327	TILX302344	6303	6	09/30/03
328	TILX302345	6303	6	09/30/03
329	TILX302346	6303	6	10/08/03
330	TILX302347	6303	6	10/08/03
331	TILX302348	6303	6	10/08/03
332	TILX302349	6303	6	10/08/03
333	TILX302350	6303	6	10/08/03
334	TILX302351	6303	6	10/08/03
335	TILX302352	6303	6	10/08/03
336	TILX302353	6303	6	10/17/03

TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO

12th Funding - Exhibit A

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Rider</u>	<u>Invoice Date</u>
337	TILX302354	6303	6	10/17/03
338	TILX302355	6303	7	10/17/03
339	TILX302356	6303	7	10/17/03
340	TILX302357	6303	7	10/17/03
341	TILX302358	6303	7	10/17/03
342	TILX302359	6303	7	10/17/03
343	TILX302360	6303	7	10/28/03
344	TILX302361	6303	7	10/28/03
345	TILX302362	6303	7	10/28/03
346	TILX302363	6303	7	10/28/03
347	TILX302364	6303	7	10/17/03
348	TILX302365	6303	7	10/28/03
349	TILX302366	6303	7	10/28/03
350	TILX302367	6303	7	10/28/03
351	TILX302368	6303	7	10/31/03
352	TILX302369	6303	7	10/31/03
353	TILX302370	6303	7	10/31/03
354	TILX302371	6303	7	10/31/03
355	TILX302372	6303	7	10/31/03
356	TILX302373	6303	7	11/11/03
357	TILX302374	6303	7	10/31/03
358	TILX302375	6303	7	11/11/03
359	TILX302376	6303	7	11/18/03
360	TILX302377	6303	7	11/18/03
361	TILX302378	6303	7	11/18/03
362	TILX302379	6303	7	11/19/03
363	TILX302380	6303	7	11/19/03
364	TILX302381	6303	7	11/19/03
365	TILX302382	6303	7	11/19/03
366	TILX302383	6303	7	11/19/03
367	TILX302384	6303	7	11/19/03
368	TILX302385	6303	7	11/19/03
369	TILX302386	6303	7	11/19/03
370	TILX302387	6303	7	11/30/03
371	TILX302388	6303	7	11/30/03
372	TILX302390	6303	7	11/30/03

**TRINITY RAIL LEASING IV
INITIAL FUNDING PORTFOLIO**

12th Funding - Exhibit B

<u>Lessee Number</u>	<u>Lessee</u>	<u>Rider Number</u>
531	BIOPRODUCTS, INC	2
5715	OWENBORO GRAIN CO LLC	2
6107	RAIL INVESTORS I LLC	8
6107	RAIL INVESTORS I LLC	9
6107	RAIL INVESTORS I LLC	11
6107	RAIL INVESTORS I LLC	10
6107	RAIL INVESTORS I LLC	12
6107	RAIL INVESTORS I LLC	13
6303	PREMCOR REFINING GROUP INC	6
6303	PREMCOR REFINING GROUP INC	7
5015	NATIONAL STARCH & CHEMICAL COMPANY	10

AUG 19 '04 2-00 PM

SURFACE TRANSPORTATION BOARD

Release Re:--Trinity Rail Leasing Trust II sale of Railcars and related Leases to Trinity Rail Leasing IV L.P.

August 19, 2004

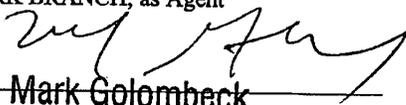
The undersigned, Credit Suisse First Boston, New York Branch, is executing this instrument in its capacity as Agent (in such capacity, the "Agent") under the Warehouse Loan Agreement, dated as of June 27, 2002 (as amended from time to time, the "Warehouse Loan Agreement"), among Trinity Industries Leasing Company ("TILC"), Trinity Rail Leasing Trust II ("TRLT-II"), the Lenders party thereto from time to time, and the Agent, as well as the related Security Agreement, dated as of June 27, 2002 (as amended from time to time, the "Security Agreement"), between TRLT-II and the Agent.

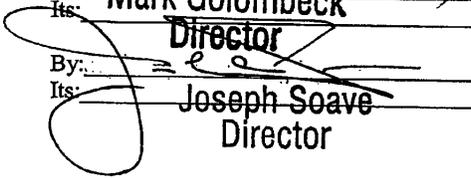
The Agent currently holds a security interest granted by TRLT-II in the railcars described on Schedule 1 hereto (such railcars, together with TRLT-II's right, title and interest in all components, parts and accessions to such cars and in all equipment attached or related thereto, being the "Railcars") and the related leases thereof described on Schedule 2 hereto (the "Leases") (the Railcars and Leases being the "Assets"), which TRLT-II has granted to the Agent under the Security Agreement to secure obligations under the Warehouse Loan Agreement. The Agent consents to TRLT-II's disposition of the Assets by sale on the date hereof to Trinity Rail Leasing IV L.P. (together with its successors and assigns, if any, "Trinity LP") pursuant to the Transfer and Assignment Agreement, dated as of August 19, 2004, between TRLT-II, as seller and Trinity LP, as purchaser. The Agent hereby confirms and agrees, without recourse to or warranty by the Agent or the Secured Parties (as defined in the Security Agreement), for the benefit of TRLT-II and Trinity LP, that all of the Agent's right, title and interest in and to the Assets, whether held pursuant to the Security Agreement or otherwise, is released and of no further effect.

[signatures follow]

The undersigned has executed and delivered this Release as of the date first written above.

CREDIT SUISSE FIRST BOSTON, NEW
YORK BRANCH, as Agent


By: Mark Golombek
Its: Director


By: Joseph Soave
Its: Director

ACKNOWLEDGMENT

STATE OF New York)
COUNTY OF Kings)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Mark Golombek, who upon oath, acknowledged himself to be a Director of CREDIT SUISSE FIRST BOSTON, NEW YORK BRANCH, and that s/he as such officer being authorized to do so, executed the foregoing Release for the purposes therein contained by signing the name of the entity by her/himself as such officer of CREDIT SUISSE FIRST BOSTON, NEW YORK BRANCH.

WITNESS my hand and official seal this 17th day of August, 2004.

Vivienne I. Bent
Notary Public

MY COMMISSION EXPIRES: 10/30/06

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

STATE OF New York)
COUNTY OF Kings)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Joseph Saave, who upon oath, acknowledged himself to be a Director of CREDIT SUISSE FIRST BOSTON, NEW YORK BRANCH, and that s/he as such officer being authorized to do so, executed the foregoing Release for the purposes therein contained by signing the name of the entity by her/himself as such officer of CREDIT SUISSE FIRST BOSTON, NEW YORK BRANCH.

WITNESS my hand and official seal this 17th day of August, 2004.

Vivienne I. Bent
Notary Public

MY COMMISSION EXPIRES: 10/30/06

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

Schedule 1

Participation Agreement - Pool A
Description of Equipment and Designation of Functional Groups

Car Marks	Functional Group	Number of Units
TILX 32272, 32276, 32278-32279, 32281, 32284, 32287-32290	Cement	10
TILX 32265-32271, 32273-32275	Cement	10
TILX 636143-636157	Grain	15
TILX 635400-635402, 635404, 635412	Grain	5
TILX 635377-635382	Grain	6
TILX 635398-635399, 635407, 635416, 635419-635421	Grain	7
TILX 636063-636102	Grain	40
TILX 636018-636039	Grain	22
TILX 150783-150832	Tankcar Non-Pressure	50
TILX 150560-150584	Tankcar Non-Pressure	25
TILX 150460-150509	Tankcar Non-Pressure	50
TILX 150610-150666	Tankcar Non-Pressure	57
TILX 150723-150752	Tankcar Non-Pressure	30
TILX 16280-16316	Tankcar Non-Pressure	37
TILX 290413-290417	Tankcar Non-Pressure	5
TILX 302300-302326	Tankcar Pressure	27
TILX 302355-302379	Tankcar Pressure	25
TILX 100375-100424	Tankcar Non-Pressure	50
TILX 302460-302463, 302467-302471, 302539-302543	Tankcar Pressure	14
TILX 302472-302497	Tankcar Pressure	26
TILX 302405-302428, 302453	Tankcar Pressure	25
TILX 20111-20126	Tankcar Pressure	16
TILX 400634-400635	Tankcar Pressure	2
TILX 190461-190522	Tankcar Non-Pressure	62
TILX 190686-190717, 190747-190748, 190750-190753, 190756, 190760, 190764-190767, 190769, 190771-190772, 190777, 190779-190784, 190786, 190788-190792	Tankcar Non-Pressure	60
TILX 290423-290427	Tankcar Non-Pressure	5
TILX 290433-290447	Tankcar Non-Pressure	15
TILX 190398, 190402-190405, 190411-190414, 190417	Tankcar Non-Pressure	10
TILX 290389, 290399, 290402	Tankcar Non-Pressure	3
TILX 290463-290477	Tankcar Non-Pressure	15
TILX 270039-270043	Tankcar Non-Pressure	5
TILX 35001-35200	Mill-Gon	200
CEMX 11301-11311, 11323-11349	Cement	38
TIMX 201176-201177	Tankcar Pressure	2
AMTX 10001-10065	Coal	65
AMTX 10131-10195	Coal	65
COEH 10001-10065	Coal	65
TILX 302555-302567	Tankcar Pressure	13
TILX 190844-190872, 190902-190936	Tankcar Non-Pressure	64

Schedule 1

Participation Agreement - Pool A
Description of Equipment and Designation of Functional Groups

<u>Car Marks</u>	<u>Functional Group</u>	<u>Number of Units</u>
TILX 400642-400648, 400652-400654, 400656, 400658	Tankcar Pressure	12
TILX 190743-190745, 190822-190830	Tankcar Non-Pressure	12
TILX 250483-250495	Tankcar Non-Pressure	13
CEMX 11526-11537	Cement	12
CEMX 11376-11412	Cement	37
CEMX 11451-11487	Cement	37
TILX 250496-250533	Tankcar Non-Pressure	38
TILX 190972-190984	Tankcar Non-Pressure	13

Continued

Schedule 1

Participation Agreement - Pool B
Description of Equipment and Designation of Functional Groups

Car Marks	Functional Group	Number of Units
TILX 32291-32299, 32301	Cement	10
TILX 32277, 32280, 32282-32283, 32285-32286, 32300, 32302-32304	Cement	10
TILX 636158-636172	Grain	15
TILX 635413-635415, 635422-635423	Grain	5
TILX 635384, 635387-635389, 635396-635397	Grain	6
TILX 635424, 635428, 635444, 635454-635456, 635460	Grain	7
TILX 636103-636142	Grain	40
TILX 636040-636062	Grain	23
TILX 150833-150882	Tankcar Non-Pressure	50
TILX 150585-150609	Tankcar Non-Pressure	25
TILX 150510-150559	Tankcar Non-Pressure	50
TILX 150667-150722	Tankcar Non-Pressure	56
TILX 150753-150782	Tankcar Non-Pressure	30
TILX 16317-16354	Tankcar Non-Pressure	38
TILX 290418-290422	Tankcar Non-Pressure	5
TILX 302327-302354	Tankcar Pressure	28
TILX 302380-302404	Tankcar Pressure	25
TILX 100425-100474	Tankcar Non-Pressure	50
TILX 302464-302466, 302544-302554	Tankcar Pressure	14
TILX 302498-302522	Tankcar Pressure	25
TILX 302429-302452, 302454	Tankcar Pressure	25
TILX 20127-20143	Tankcar Pressure	17
TILX 400636	Tankcar Pressure	1
TILX 190523-190585	Tankcar Non-Pressure	63
TILX 190718-190729, 190746, 190749, 190754-190755, 190757-190759, 190761-190763, 190768, 190770, 190773-190776, 190778, 190785, 190787, 190793-190821	Tankcar Non-Pressure	60
TILX 290428-290432	Tankcar Non-Pressure	5
TILX 290448-290462	Tankcar Non-Pressure	15
TILX 190422-190426, 190429, 190432-190434, 190439	Tankcar Non-Pressure	10
TILX 290405-290407	Tankcar Non-Pressure	3
TILX 290478-290492	Tankcar Non-Pressure	15
TILX 270044-270047	Tankcar Non-Pressure	4
TILX 35201-35400	Mill-Gon	200
CEMX 11312-11322, 11350-11375	Cement	37
TIMX 201178-201179	Tankcar Pressure	2
AMTX 10066-10130	Coal	65
AMTX 10196-10260	Coal	65
COEH 10066-10130	Coal	65
TILX 302568-302579	Tankcar Pressure	12
TILX 190873-190901, 190937-190971	Tankcar Non-Pressure	64

Schedule 1

Participation Agreement - Pool B
Description of Equipment and Designation of Functional Groups

<u>Car Marks</u>	<u>Functional Group</u>	<u>Number of Units</u>
TILX 400649-400651, 400655, 400657, 400659-400666	Tankcar Pressure	13
TILX 190831-190843	Tankcar Non-Pressure	13
TILX 250571-250582	Tankcar Non-Pressure	12
CEMX 11538-11550	Cement	13
CEMX 11413-11450	Cement	38
CEMX 11488-11525	Cement	38
TILX 250534-250570	Tankcar Non-Pressure	37
TILX 190985-190996	Tankcar Non-Pressure	12

Continued

Schedule 1
Participation Agreement - Pledged Equipment
Description of Equipment and Designation of Functional Groups

Car Marks	Functional Group	Number of Units
FXE 5020-5059	Intermodal	40
NKCR 65601, 65605-65607, 65611, 65614-65617, 65622-65623, 65625-65627, 65629-65630, 65712-65715, 65717-65722, 65725, 65727, 65729-65731, 65734, 65736, 65739-65740, 65742-65743, 65751, 65753, 65755, 65758-65759, 65762-65763, 65767-65774, 65776-65779, 65781-65784, 65786-65787, 65792, 65796-65797, 65800-65802, 65807, 65809-65810, 65814-65815, 65817-65818, 65822	Box	76
PLMX 135383, 135401, 135406, 135408-135413, 135415-135417, 135419-135480	Tankcar Pressure	74
PLMX 135481-135492, 135494, 135496, 135498-135500, 135502, 135505, 135569, 135571-135632	Tankcar Pressure	82
PLMX 135493, 135495, 135497, 135501, 135503-135504, 135506-135526, 135528-135531, 135533, 135535-135536, 135538, 135540, 135542-135543, 135546	Tankcar Pressure	39
PLMX 135633-135690	Tankcar Pressure	58
TILX 100475-100494	Tankcar Non-Pressure	20
TILX 260925-260948	Tankcar Non-Pressure	24
TILX 261058-261060, 261070-261075, 261077-261078, 261081-261082, 261091-261095, 261114-261078, 261081-261082, 261091-261095, 261114-	Tankcar Non-Pressure	27
TILX 301713	Tankcar Pressure	1
TILX 400637-400641	Tankcar Pressure	5
TILX 250458-250472	Tankcar Non-Pressure	15
NKCR 66234-66243	Box	10
NKCR 66244-66253	Box	10
NKCR 66224-66233	Box	10
TILX 250473-250482	Tankcar Non-Pressure	10
PLMX 135398	Tankcar Pressure	1
PLMX 135527, 135532, 135534, 135537, 135539, 135541, 135544-135545, 135547-135568, 135570	Tankcar Pressure	31
TILX 120011-120016	Tankcar Non-Pressure	6

Schedule 2

Participation Agreement

Pool A

List of Existing Equipment Subleases

Existing Equipment Subleases

Ten (10) units identified with marks TILX 32272, 32276, 32278-32279, 32281, 32284, and 32287-32290 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated August 13, 2003, between TILC and Boral Material Technologies.

Ten (10) units identified with marks TILX 32265-32271 and 32273-32275 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated June 3, 2003, between TILC and Lone Star Industries, Inc.

Fifteen (15) units identified with marks TILX 636143-636157 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated January 5, 2004, between TILC and Adkins Energy LLC.

Eighteen (18) units identified with marks TILX 635400-635402, 635404, 635412, 635377-635382, 635407, 635416, 635419-635421, and 635398-635399 leased pursuant to Riders One (1), Two (2) and Three (3) to that certain Railroad Car Lease Agreement, dated November 13, 2002, between TILC and Commodity Specialists Company.

Forty (40) units identified with marks TILX 636063-636102 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated January 5, 2004, between TILC and Lincolnland Agri-Energy LLC.

Twenty-two (22) units identified with marks TILX 636018-636039 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated May 10, 2004, between TILC and United Bio Energy Ingredients LLC.

Seventy-five (75) units identified with marks TILX 150783-150832 and 150560-150584 leased pursuant to Riders Two (2) and Three (3) to that certain Railroad Car Lease Agreement, dated April 9, 2001, between TILC and International Commodities Export Corporation.

One hundred seven (107) units identified with marks TILX 150460-150509 and 150610-150666 leased pursuant to Riders One (1) and Two (2) to that certain Railroad Car Lease Agreement, dated August 26, 2003, between TILC and IMC Phosphates Co.

Thirty (30) units identified with marks TILX 150723-150752 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated March 1, 1991, between TILC and Koch Sulfur Products Company.

Thirty-seven (37) units identified with marks TILX 16280-16316 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated January 16, 2001, between TILC and OMYA, Inc.

Five (5) units identified with marks TILX 290413-290417 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated October 24, 2001, between TILC and BioProducts, Inc.

Fifty-two (52) units identified with marks TILX 302300-302326 and 302355-302379 leased pursuant to Riders Six (6) and Seven (7) to that certain Railroad Car Lease Agreement, dated September 23, 2002, between TILC and The Premcor Refining Group, Inc.

Fifty (50) units identified with marks TILX 100375-100424 leased pursuant to Rider Four (4) to that certain Railroad Car Lease Agreement, dated September 14, 1987, between TILC and Rhodia, Inc.

Fourteen (14) units identified with marks TILX 302460-302463, 302467-302471, and 302539-302543 leased pursuant to Rider Eight (8) to that certain Railroad Car Lease Agreement, dated January 1, 2001, between TILC and Nova Chemicals Corporation.

Twenty-six (26) units identified with marks TILX 302472-302497 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated June 1, 2004, between TILC and SemStream LP.

Twenty-five (25) units identified with marks TILX 302405-302428 and 302453 leased pursuant to Rider Eight (8) to that certain Railroad Car Lease Agreement, dated September 23, 2002, between TILC and Williams Power Company, Inc.

Twenty-eight (28) units identified with marks TILX 20111-20126, 400642-400648, 400652-400654, 400656, and 400658 leased pursuant to Riders Six (6) and Seven (7) to that certain Railroad Car Lease Agreement, dated June 8, 2000, between TILC and The BOC Group, Inc.

Two (2) units identified with marks TILX 400634-400635 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated December 5, 2000, between TILC and American Dry Ice Corporation.

Seventy-four (74) units identified with marks TILX 190461-190522, 190743-190745, and 190822-190830 leased pursuant to Riders Three (3) and Four (4) to that certain Railroad Car Lease Agreement, dated April 25, 2001, between TILC and Renewable Products Marketing Group LLC.

Sixty (60) units identified with marks TILX 190686-190717, 190747-190748, 190750-190753, 190756, 190760, 190764-190767, 190769, 190771-190772, 190777, 190779-190784, 190786, and 190788-190792 leased pursuant to Rider Five (5) to that certain

Railroad Car Lease Agreement, dated June 18, 2001, between TILC and Ethanol Products LLC.

Five (5) units identified with marks TILX 290423-290427 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated October 22, 2003, between TILC and Abengoa Bioenergy Corporation.

Thirty-eight (38) units identified with marks TILX 290433-290447, 190398, 190402-190405, 190411-190414, 190417, and 250483-250495 leased pursuant to Riders Forty-Two (42), Forty-Four (44) and Forty-Five (45) to that certain Railroad Car Lease Agreement, dated May 17, 1979, between TILC and Cargill, Inc.

Three (3) units identified with marks TILX 290389, 290399, and 290402 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated October 13, 1994, between TILC and Murex, Inc.

Twenty (20) units identified with marks TILX 290463-290477 and 270039-270043 leased pursuant to Riders Nine (9) and Ten (10) to that certain Railroad Car Lease Agreement, dated December 9, 1987, between TILC and National Starch & Chemical Corporation.

Two hundred (200) units identified with marks TILX 35001-35200 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated March 12, 2003, between TILC and Commercial Metals Company.

One hundred twenty-four (124) units identified with marks CEMX 11301-11311, 11323-11349, 11526-11537, 11376-11412, and 11451-11487 leased pursuant to Riders Five (5), Six (6), Seven (7) and Eight (8) to that certain Railroad Car Lease Agreement, dated February 8, 2000, between TILC and Cemex, Inc.

Two (2) units identified with marks TIMX 201176-201177 leased pursuant to Rider Four (4) to that certain Railroad Car Lease Agreement, dated March 4, 2003, between TILC and Air Liquide America, L.P.

One hundred thirty (130) units identified with marks AMTX 10001-10065 and 10131-10195 leased pursuant to Riders Two (2) and Three (3) to that certain Railroad Car Lease Agreement, dated February 28, 2003, between TILC and Tuco, Inc.

Sixty-five (65) units identified with marks COEH 10001-10065 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated February 19, 2004, between TILC and Ohio Valley Electric Corporation.

Thirteen (13) units identified with marks TILX 302555-302567 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated January 1, 2001, between TILC and Nova Chemical (Canada) Ltd.

Sixty-four (64) units identified with marks TILX 190844-190872 and 190902-190936 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated March 23, 2004, between TILC and Musket Corporation.

Thirty-eight (38) units identified with marks TILX 250496-250533 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated December 4, 2002, between TILC and Bunge North America, Inc.

Thirteen (13) units identified with marks TILX 190972-190984 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated June 28, 2004, between TILC and Tesoro Refining & Marketing Company.

Continued

Schedule 2

Participation Agreement Pool B

List of Existing Equipment Subleases

Existing Equipment Subleases

Ten (10) units identified with marks TILX 32291-32299, 32301 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated August 13, 2003, between TILC and Boral Material Technologies.

Ten (10) units identified with marks TILX 32277, 32280, 32282-32283, 32285-32286, 32300, and 32302-32304 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated June 3, 2003, between TILC and Lone Star Industries, Inc.

Fifteen (15) units identified with marks TILX 636158-636172 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated January 5, 2004, between TILC and Adkins Energy LLC.

Eighteen (18) units identified with marks TILX 635413-635415, 635422-635423, 635384, 635387-635389, 635396-635397, 635424, 635428, 635444, 635454-635456, and 635460 leased pursuant to Riders One (1), Two (2) and Three (3) to that certain Railroad Car Lease Agreement, dated November 13, 2002, between TILC and Commodity Specialists Company.

Forty (40) units identified with marks TILX 636103-636142 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated January 5, 2004, between TILC and Lincolnland Agri-Energy LLC.

Twenty-three (23) units identified with marks TILX 636040-636062 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated May 10, 2004, between TILC and United Bio Energy Ingredients LLC.

Seventy-five (75) units identified with marks TILX 150833-150882 and 150585-150609 leased pursuant to Riders Two (2) and Three (3) to that certain Railroad Car Lease Agreement, dated April 9, 2001, between TILC and International Commodities Export Corporation.

One hundred six (106) units identified with marks TILX 150510-150559 and 150667-150722 leased pursuant to Riders One (1) and Two (2) to that certain Railroad Car Lease Agreement, dated August 26, 2003, between TILC and IMC Phosphates Co.

Thirty (30) units identified with marks TILX 150753-150782 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated March 1, 1991, between TILC and Koch Sulfur Products Company.

Thirty-eight (38) units identified with marks TILX 16317-16354 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated January 16, 2001, between TILC and OMYA, Inc.

Five (5) units identified with marks TILX 290418-290422 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated October 24, 2001, between TILC and BioProducts, Inc.

Fifty-three (53) units identified with marks TILX 302327-302354 and 302380-302404 leased pursuant to Riders Six (6) and Seven (7) to that certain Railroad Car Lease Agreement, dated September 23, 2002, between TILC and The Premcor Refining Group, Inc.

Fifty (50) units identified with marks TILX 100425-100474 leased pursuant to Rider Four (4) to that certain Railroad Car Lease Agreement, dated September 14, 1987, between TILC and Rhodia, Inc.

Fourteen (14) units identified with marks TILX 302464-302466 and 302544-302554 leased pursuant to Rider Eight (8) to that certain Railroad Car Lease Agreement, dated January 1, 2001, between TILC and Nova Chemicals Corporation.

Twenty-five (25) units identified with marks TILX 302498-302522 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated June 1, 2004, between TILC and SemStream LP.

Twenty-five (25) units identified with marks TILX 302429-302452, 302454 leased pursuant to Rider Eight (8) to that certain Railroad Car Lease Agreement, dated September 23, 2002, between TILC and Williams Power Company, Inc.

Thirty (30) units identified with marks TILX 20127-20143, 400649-400651, 400655, 400657, and 400659-400666 leased pursuant to Riders Six (6) and Seven (7) to that certain Railroad Car Lease Agreement, dated June 8, 2000, between TILC and The BOC Group, Inc.

One (1) unit identified with mark TILX 400636 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated December 5, 2000, between TILC and American Dry Ice Corporation.

Seventy-six (76) units identified with marks TILX 190523-190585 and 190831-190843 leased pursuant to Riders Three (3) and Four (4) to that certain Railroad Car Lease Agreement, dated April 25, 2001, between TILC and Renewable Products Marketing Group LLC.

Sixty (60) units identified with marks TILX 190718-190729, 190746, 190749, 190754-190755, 190757-190759, 190761-190763, 190768, 190770, 190773-190776, 190778,

190785, 190787, and 190793-190821 leased pursuant to Rider Five (5) to that certain Railroad Car Lease Agreement, dated June 18, 2001, between TILC and Ethanol Products LLC.

Five (5) units identified with marks TILX 290428-290432 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated October 22, 2003, between TILC and Abengoa Bioenergy Corporation.

Thirty-seven (37) units identified with marks TILX 290448-290462, 190422-190426, 190429, 190432-190434, 190439, and 250571-250582 leased pursuant to Riders Forty-Two (42), Forty-Four (44) and Forty-Five (45) to that certain Railroad Car Lease Agreement, dated May 17, 1979, between TILC and Cargill, Inc.

Three (3) units identified with marks TILX 290405-290407 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated October 13, 1994, between TILC and Murex, Inc.

Nineteen (19) units identified with marks TILX 290478-290492 and 270044-270047 leased pursuant to Riders Nine (9) and Ten (10) to that certain Railroad Car Lease Agreement, dated December 9, 1987, between TILC and National Starch & Chemical Corporation.

Two hundred (200) units identified with marks TILX 35201-35400 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated March 12, 2003, between TILC and Commercial Metals Company.

One hundred twenty-six (126) units identified with marks CEMX 11312-11322, 11350-11375, 11538-11550, 11413-11450, and 11488-11525 leased pursuant to Riders Five (5), Six (6), Seven (7) and Eight (8) to that certain Railroad Car Lease Agreement, dated February 8, 2000, between TILC and Cemex, Inc.

Two (2) units identified with marks TIMX 201178-201179 leased pursuant to Rider Four (4) to that certain Railroad Car Lease Agreement, dated March 4, 2003, between TILC and Air Liquide America, L.P.

One hundred thirty (130) units identified with marks AMTX 10066-10130 and 10196-10260 leased pursuant to Riders Two (2) and Three (3) to that certain Railroad Car Lease Agreement, dated February 28, 2003, between TILC and Tuco, Inc.

Sixty-five (65) units identified with marks COEH 10066-10130 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated February 19, 2004, between TILC and Ohio Valley Electric Corporation.

Twelve (12) units identified with marks TILX 302568-302579 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated January 1, 2001, between TILC and Nova Chemical (Canada) Ltd.

Sixty-four (64) units identified with marks TILX 190873-190901 and 190937-190971 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated March 23, 2004, between TILC and Musket Corporation.

Thirty-seven (37) units identified with marks TILX 250534-250570 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated December 4, 2002, between TILC and Bunge North America, Inc.

Twelve (12) units identified with marks TILX 190985-190996 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated June 28, 2004, between TILC and Tesoro Refining & Marketing Company.

Continued

Schedule 2

Pledged Equipment Leases

Pledged 1

Forty (40) units identified with marks FXE 5020-5059 leased pursuant to Rider Seven (7) to that certain Railroad Car Lease Agreement, dated February 14, 2003, between TILC and Ferrocarril Mexicano S.A. de C.V.

Seventy-Six (76) units identified with marks NKCR 65601, 65605-65607, 65611, 65614-65617, 65622-65623, 65625-65627, 65629-65630, 65712-65715, 65717-65722, 65725, 65727, 65729-65731, 65734, 65736, 65739-65740, 65742-65743, 65751, 65753, 65755, 65758-65759, 65762-65763, 65767-65774, 65776-65779, 65781-65784, 65786-65787, 65792, 65796-65797, 65800-65802, 65807, 65809-65810, 65814-65815, 65817-65818, and 65822 leased pursuant to Rider Five (5) to that certain Railroad Car Lease Agreement, dated February 14, 2003, between TILC and Ferrocarril Mexicano S.A. de C.V.

Two hundred fifty-three (253) units identified with marks PLMX 135383, 135401, 135406, 135408-135413, 135415-135417, 135419-135526, 135528-135531, 135533, 135535-135536, 135538, 135540, 135542-135543, 135546, 135569, and 135571-135690 leased pursuant to Riders Nine (9), Ten (10), Twelve (12) and Thirteen (13) to that certain Railroad Car Lease Agreement, dated October 22, 2002, between TILC and Rail Investors I, LLC.

Twenty (20) units identified with marks TILX 100475-100494 leased pursuant to Rider Five (5) to that certain Railroad Car Lease Agreement, dated September 1, 1992, between TILC and Marsulex, Inc.

Twenty-four (24) units identified with marks TILX 260925-260948 leased pursuant to Rider Five (5) to that certain Railroad Car Lease Agreement, dated May 13, 1992, between TILC and Flint Hills Resources, LP.

Five (5) units identified with marks TILX 400637-400641 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated March 17, 2003, between TILC and EPCO Carbondioxide Products, Inc.

Pledged 2

Twenty-seven (27) units identified with marks TILX 261058-261060, 261070-261075, 261077-261078, 261081-261082, 261091-261095, and 261114-261122 leased pursuant to Rider Four (4) to that certain Railroad Car Lease Agreement, dated January 16, 2001, between TILC and OMYA, Inc.

One (1) unit identified with mark TILX 301713 leased pursuant to Rider Four (4) to that certain Railroad Car Lease Agreement, dated September 23, 2002, between TILC and Williams Marketing & Trading Company.

Pledged 3

Thirty (30) units identified with marks NKCR 66234-66243, 66244-66253 and 66224-66233 leased pursuant to Riders Two (2), Three (3) and Four (4) to that certain Railroad Car Lease Agreement, dated February 14, 2003, between TILC and Ferrocarril Mexicano S.A. de C.V.

Thirty-two (32) units identified with marks PLMX 135398, 135527, 135532, 135534, 135537, 135539, 135541, 135544, 135545, 135547-135568, 135570 leased pursuant to Riders Eight (8) and Eleven (11) to that certain Railroad Car Lease Agreement, dated October 22, 2002, between TILC and Rail Investors I, LLC.

Six (6) units identified with marks TILX 120011-120016 leased pursuant to Rider Three (3) to that certain Railroad Car Lease Agreement, dated September 14, 1987, between TILC and Rhodia, Inc.

Fifteen (15) units identified with marks TILX 250458-250472 leased pursuant to Rider Three (1) to that certain Railroad Car Lease Agreement, dated August 19, 2003, between TILC and Darling International, Inc.

Ten (10) units identified with marks TILX 250473-250482 leased pursuant to Rider Two (2) to that certain Railroad Car Lease Agreement, dated October 1, 2002, between TILC and Owensboro Grain Company, LLC.