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OF COUNSEL
URBAN A. LESTER

FEB 17 2006
RECEIVED

February 16, 2006

RECORDATION NO. 26201-A FILED

FEB 17 '06 9-35 AM

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: Warehouse 27th Funding

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 February 17, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement 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:

597 railcars:

CMEX 110551 - CMEX 110606
CMEX 900001 - CMEX 900006
TILX 032755 - TILX 032804
TILX 160334 - TILX 160397 (not inclusive)
TILX 160399 - TILX 160413
TILX 160415 - TILX 160430
TILX 200296 - TILX 200470 (not inclusive)
TILX 251023 - TILX 251062
TILX 261532 - TILX 261556
TILX 261692 - TILX 261706
TILX 280610 - TILX 280764 (not inclusive)
TILX 303031 - TILX 303035
TILX 400737 - TILX 400761
TILX 636633 - TILX 636722

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 $33.00 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. 26201-A FILED

FEB 17 '06 9-35 AM

FEB 17 2006 RECEIVED 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 10th day of February, 2006.

TRINITY INDUSTRIES LEASING COMPANY

By: _____
Name: Lance Davis
Title: Director, Capital Markets

TRINITY RAIL LEASING TRUST II

By: _____
Name: Lance Davis
Title: Director, Capital Markets

ACKNOWLEDGMENT

STATE OF Texas)
)
COUNTY OF Dallas)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Lance Davis, who upon oath, acknowledged himself to be a Director 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 10th day of February, 2005.

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 Lance Davis, who upon oath, acknowledged himself to be a Director 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 10th day of February, 2005.

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 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
1	TILX200417	30199	12/22/2005	Tank
2	TILX200418	30199	12/22/2005	Tank
3	TILX200419	30199	12/22/2005	Tank
4	TILX200420	30199	12/22/2005	Tank
5	TILX200423	30199	12/22/2005	Tank
6	TILX200426	30199	12/22/2005	Tank
7	TILX200427	30199	12/22/2005	Tank
8	TILX200428	30199	12/22/2005	Tank
9	TILX200429	30199	12/22/2005	Tank
10	TILX200430	30199	12/22/2005	Tank
11	TILX200431	30199	12/22/2005	Tank
12	TILX200432	30199	12/22/2005	Tank
13	TILX200433	30199	12/22/2005	Tank
14	TILX200434	30199	12/22/2005	Tank
15	TILX200435	30199	12/22/2005	Tank
16	TILX200436	30199	12/22/2005	Tank
17	TILX200437	30199	12/22/2005	Tank
18	TILX200438	30199	12/22/2005	Tank
19	TILX200439	30199	12/22/2005	Tank
20	TILX200440	30199	12/22/2005	Tank
21	TILX200441	30199	12/22/2005	Tank
22	TILX200442	30199	12/22/2005	Tank
23	TILX200443	30199	12/22/2005	Tank
24	TILX200444	30199	12/22/2005	Tank
25	TILX200445	30199	12/22/2005	Tank
26	TILX200446	30199	12/22/2005	Tank
27	TILX200447	30199	12/22/2005	Tank
28	TILX200448	30199	12/22/2005	Tank
29	TILX200449	30199	12/22/2005	Tank
30	TILX200450	30199	12/22/2005	Tank
31	TILX200451	30199	12/22/2005	Tank
32	TILX200452	30199	12/22/2005	Tank
33	TILX200453	30199	12/22/2005	Tank
34	TILX200454	30199	12/22/2005	Tank
35	TILX200455	30199	12/22/2005	Tank
36	TILX200456	30199	12/22/2005	Tank
37	TILX200457	30199	12/22/2005	Tank
38	TILX200458	30199	12/22/2005	Tank
39	TILX200459	30199	12/22/2005	Tank
40	TILX200460	30199	12/22/2005	Tank
41	TILX200461	30199	12/22/2005	Tank
42	TILX200462	30199	12/22/2005	Tank
43	TILX200463	30199	12/22/2005	Tank
44	TILX200464	30199	12/22/2005	Tank
45	TILX200465	30199	12/22/2005	Tank
46	TILX200348	2375	12/20/2005	Tank
47	TILX200352	2375	12/23/2005	Tank
48	TILX200357	2375	12/20/2005	Tank
49	TILX200358	2375	12/13/2005	Tank
50	TILX200359	2375	12/13/2005	Tank
51	TILX200360	2375	12/20/2005	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
52	TILX200361	2375	12/20/2005	Tank
53	TILX200362	2375	12/23/2005	Tank
54	TILX200363	2375	12/23/2005	Tank
55	TILX200364	2375	12/23/2005	Tank
56	TILX200365	2375	2/1/2006	Tank
57	TILX200466	2375	2/1/2006	Tank
58	TILX200467	2375	2/1/2006	Tank
59	TILX200468	2375	2/1/2006	Tank
60	TILX200469	2375	2/1/2006	Tank
61	TILX200470	2375	2/1/2006	Tank
62	TILX160334	29482	12/8/2005	Tank
63	TILX160339	29482	12/8/2005	Tank
64	TILX160343	29482	12/8/2005	Tank
65	TILX160353	29482	12/8/2005	Tank
66	TILX160356	29482	12/8/2005	Tank
67	TILX160360	29482	12/8/2005	Tank
68	TILX160365	29482	11/30/2005	Tank
69	TILX160370	29482	11/30/2005	Tank
70	TILX160371	29482	12/15/2005	Tank
71	TILX160372	29482	11/30/2005	Tank
72	TILX160373	29482	12/8/2005	Tank
73	TILX160379	29482	11/30/2005	Tank
74	TILX160383	29482	11/30/2005	Tank
75	TILX160385	29482	11/30/2005	Tank
76	TILX160387	29482	12/8/2005	Tank
77	TILX160388	29482	11/30/2005	Tank
78	TILX160390	29482	11/30/2005	Tank
79	TILX160395	29482	11/30/2005	Tank
80	TILX160396	29482	12/8/2005	Tank
81	TILX160397	29482	12/22/2005	Tank
82	TILX160399	29482	12/15/2005	Tank
83	TILX160400	29482	12/8/2005	Tank
84	TILX160401	29482	12/15/2005	Tank
85	TILX160402	29482	12/8/2005	Tank
86	TILX160403	29482	12/8/2005	Tank
87	TILX160404	29482	12/8/2005	Tank
88	TILX160405	29482	11/30/2005	Tank
89	TILX160406	29482	12/22/2005	Tank
90	TILX160407	29482	12/8/2005	Tank
91	TILX160408	29482	12/16/2005	Tank
92	TILX160409	29482	12/22/2005	Tank
93	TILX160410	29482	12/22/2005	Tank
94	TILX160411	29482	12/15/2005	Tank
95	TILX160412	29482	12/16/2005	Tank
96	TILX160413	29482	12/22/2005	Tank
97	TILX160415	29482	12/13/2005	Tank
98	TILX160416	29482	12/8/2005	Tank
99	TILX160417	29482	12/8/2005	Tank
100	TILX160418	29482	12/22/2005	Tank
101	TILX160419	29482	12/15/2005	Tank
102	TILX160420	29482	12/22/2005	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
103	TILX160421	29482	12/15/2005	Tank
104	TILX160422	29482	12/16/2005	Tank
105	TILX160423	29482	12/22/2005	Tank
106	TILX160424	29482	12/15/2005	Tank
107	TILX160425	29482	12/16/2005	Tank
108	TILX160426	29482	12/16/2005	Tank
109	TILX160427	29482	12/15/2005	Tank
110	TILX160428	29482	12/8/2005	Tank
111	TILX160429	29482	12/22/2005	Tank
112	TILX160430	29482	12/15/2005	Tank
113	TILX261692	9870	1/16/2006	Tank
114	TILX261693	9870	1/16/2006	Tank
115	TILX261694	9870	1/16/2006	Tank
116	TILX261695	9870	1/16/2006	Tank
117	TILX261696	9870	1/16/2006	Tank
118	TILX261697	9870	1/16/2006	Tank
119	TILX261698	9870	1/16/2006	Tank
120	TILX261699	9870	1/16/2006	Tank
121	TILX261700	9870	1/16/2006	Tank
122	TILX261701	9870	1/16/2006	Tank
123	TILX261702	9870	1/16/2006	Tank
124	TILX261703	9870	1/16/2006	Tank
125	TILX261704	9870	1/16/2006	Tank
126	TILX261705	9870	1/16/2006	Tank
127	TILX261706	9870	1/16/2006	Tank
128	TILX261707	9870	1/16/2006	Tank
129	TILX261708	9870	1/16/2006	Tank
130	TILX261709	9870	1/16/2006	Tank
131	TILX261710	9870	1/16/2006	Tank
132	TILX261711	9870	1/16/2006	Tank
133	TILX261712	9870	1/16/2006	Tank
134	TILX261713	9870	1/16/2006	Tank
135	TILX261714	9870	1/16/2006	Tank
136	TILX261715	9870	1/16/2006	Tank
137	TILX261716	9870	1/16/2006	Tank
138	TILX251023	29622	12/13/2005	Tank
139	TILX251024	29622	12/13/2005	Tank
140	TILX251025	29622	12/13/2005	Tank
141	TILX251026	29622	12/15/2005	Tank
142	TILX251027	29622	12/16/2005	Tank
143	TILX251028	29622	12/13/2005	Tank
144	TILX251029	29622	12/20/2005	Tank
145	TILX251030	29622	12/16/2005	Tank
146	TILX251031	29622	12/20/2005	Tank
147	TILX251032	29622	12/15/2005	Tank
148	TILX251033	29622	12/16/2005	Tank
149	TILX251034	29622	12/13/2005	Tank
150	TILX251035	29622	12/22/2005	Tank
151	TILX251036	29622	12/22/2005	Tank
152	TILX251037	29622	12/16/2005	Tank
153	TILX251038	29622	12/20/2005	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
154	TILX251039	29622	12/13/2005	Tank
155	TILX251040	29622	12/21/2005	Tank
156	TILX251041	29622	12/20/2005	Tank
157	TILX251042	29622	12/22/2005	Tank
158	TILX251043	29622	12/13/2005	Tank
159	TILX251044	29622	1/12/2006	Tank
160	TILX251045	29622	1/12/2006	Tank
161	TILX251046	29622	1/12/2006	Tank
162	TILX251047	29622	1/12/2006	Tank
163	TILX251048	29622	1/12/2006	Tank
164	TILX251049	29622	1/12/2006	Tank
165	TILX251050	29622	1/12/2006	Tank
166	TILX251051	29622	1/12/2006	Tank
167	TILX251052	29622	1/12/2006	Tank
168	TILX251053	29622	1/12/2006	Tank
169	TILX251054	29622	1/12/2006	Tank
170	TILX251055	29622	1/12/2006	Tank
171	TILX251056	29622	1/12/2006	Tank
172	TILX251057	29622	1/12/2006	Tank
173	TILX251058	29622	1/12/2006	Tank
174	TILX251059	29622	1/12/2006	Tank
175	TILX251060	29622	1/12/2006	Tank
176	TILX251061	29622	1/12/2006	Tank
177	TILX251062	29622	1/12/2006	Tank
178	TILX400737	8969	12/22/2005	Tank
179	TILX400738	8969	12/22/2005	Tank
180	TILX400739	8969	12/22/2005	Tank
181	TILX400740	8969	12/22/2005	Tank
182	TILX400741	8969	12/22/2005	Tank
183	TILX400742	8969	12/22/2005	Tank
184	TILX400743	8969	12/22/2005	Tank
185	TILX400744	8969	12/22/2005	Tank
186	TILX400745	8969	12/22/2005	Tank
187	TILX400746	8969	12/22/2005	Tank
188	TILX400747	8969	12/22/2005	Tank
189	TILX400748	8969	12/22/2005	Tank
190	TILX400749	8969	1/31/2006	Tank
191	TILX400750	8969	12/22/2005	Tank
192	TILX400751	8969	12/22/2005	Tank
193	TILX400752	8969	1/31/2006	Tank
194	TILX400753	8969	1/31/2006	Tank
195	TILX400754	8969	12/22/2005	Tank
196	TILX400755	8969	1/31/2006	Tank
197	TILX400756	8969	1/31/2006	Tank
198	TILX400757	8969	1/31/2006	Tank
199	TILX400758	8969	1/31/2006	Tank
200	TILX400759	8969	1/31/2006	Tank
201	TILX400760	8969	1/31/2006	Tank
202	TILX400761	8969	1/31/2006	Tank
203	TILX280610	10624	1/18/2006	Tank
204	TILX280611	10624	1/17/2006	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
205	TILX280612	10624	1/20/2006	Tank
206	TILX280613	10624	1/17/2006	Tank
207	TILX280614	10624	1/19/2006	Tank
208	TILX280615	10624	1/17/2006	Tank
209	TILX280616	10624	1/18/2006	Tank
210	TILX280617	10624	1/17/2006	Tank
211	TILX280618	10624	1/18/2006	Tank
212	TILX280619	10624	1/17/2006	Tank
213	TILX280620	10624	1/19/2006	Tank
214	TILX280621	10624	1/17/2006	Tank
215	TILX280622	10624	1/17/2006	Tank
216	TILX280623	10624	1/17/2006	Tank
217	TILX280624	10624	1/19/2006	Tank
218	TILX280625	10624	1/18/2006	Tank
219	TILX280626	10624	1/24/2006	Tank
220	TILX280627	10624	1/24/2006	Tank
221	TILX280628	10624	1/19/2006	Tank
222	TILX280629	10624	1/24/2006	Tank
223	TILX280630	10624	1/17/2006	Tank
224	TILX280631	10624	1/27/2006	Tank
225	TILX280632	10624	1/24/2006	Tank
226	TILX280633	10624	1/20/2006	Tank
227	TILX280634	10624	1/27/2006	Tank
228	TILX280635	10624	1/20/2006	Tank
229	TILX280636	10624	1/19/2006	Tank
230	TILX280637	10624	1/24/2006	Tank
231	TILX280638	10624	1/24/2006	Tank
232	TILX280639	10624	1/27/2006	Tank
233	TILX280640	10624	1/24/2006	Tank
234	TILX280641	10624	1/27/2006	Tank
235	TILX280642	10624	1/19/2006	Tank
236	TILX280643	10624	1/17/2006	Tank
237	TILX280644	10624	1/20/2006	Tank
238	TILX280645	10624	1/18/2006	Tank
239	TILX280646	10624	1/19/2006	Tank
240	TILX280647	10624	1/24/2006	Tank
241	TILX280648	10624	1/24/2006	Tank
242	TILX280649	10624	1/26/2006	Tank
243	TILX280650	10624	1/24/2006	Tank
244	TILX280651	10624	1/25/2006	Tank
245	TILX280652	10624	1/25/2006	Tank
246	TILX280653	10624	1/25/2006	Tank
247	TILX280654	10624	1/25/2006	Tank
248	TILX280655	10624	1/25/2006	Tank
249	TILX280656	10624	1/24/2006	Tank
250	TILX280657	10624	1/25/2006	Tank
251	TILX280658	10624	1/25/2006	Tank
252	TILX280659	10624	1/27/2006	Tank
253	TILX280660	10624	1/26/2006	Tank
254	TILX280661	10624	1/25/2006	Tank
255	TILX280662	10624	1/26/2006	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
256	TILX280663	10624	1/24/2006	Tank
257	TILX280664	10624	1/27/2006	Tank
258	TILX280666	10624	1/26/2006	Tank
259	TILX280667	10624	1/27/2006	Tank
260	TILX280668	10624	1/27/2006	Tank
261	TILX280669	10624	1/27/2006	Tank
262	TILX280670	10624	1/31/2006	Tank
263	TILX280671	10624	1/31/2006	Tank
264	TILX280672	10624	1/31/2006	Tank
265	TILX280674	10624	1/27/2006	Tank
266	TILX280675	10624	1/31/2006	Tank
267	TILX280676	10624	1/31/2006	Tank
268	TILX280680	10624	12/20/2005	Tank
269	TILX280681	10624	12/20/2005	Tank
270	TILX280682	10624	12/20/2005	Tank
271	TILX280683	10624	12/20/2005	Tank
272	TILX280684	10624	12/20/2005	Tank
273	TILX280685	10624	12/20/2005	Tank
274	TILX280686	10624	12/20/2005	Tank
275	TILX280687	10624	12/20/2005	Tank
276	TILX280688	10624	12/20/2005	Tank
277	TILX280689	10624	12/20/2005	Tank
278	TILX280690	10624	1/4/2006	Tank
279	TILX280691	10624	12/20/2005	Tank
280	TILX280692	10624	1/4/2006	Tank
281	TILX280693	10624	1/4/2006	Tank
282	TILX280694	10624	1/4/2006	Tank
283	TILX280695	10624	1/4/2006	Tank
284	TILX280696	10624	12/20/2005	Tank
285	TILX280697	10624	1/4/2006	Tank
286	TILX280698	10624	1/4/2006	Tank
287	TILX280699	10624	1/4/2006	Tank
288	TILX280700	10624	1/11/2006	Tank
289	TILX280701	10624	1/11/2006	Tank
290	TILX280702	10624	1/20/2006	Tank
291	TILX280703	10624	1/20/2006	Tank
292	TILX280704	10624	1/11/2006	Tank
293	TILX280705	10624	1/11/2006	Tank
294	TILX280706	10624	1/13/2006	Tank
295	TILX280707	10624	1/17/2006	Tank
296	TILX280708	10624	1/17/2006	Tank
297	TILX280709	10624	1/17/2006	Tank
298	TILX280710	10624	1/13/2006	Tank
299	TILX280711	10624	1/19/2006	Tank
300	TILX280712	10624	1/11/2006	Tank
301	TILX280713	10624	1/12/2006	Tank
302	TILX280714	10624	1/13/2006	Tank
303	TILX280715	10624	1/11/2006	Tank
304	TILX280716	10624	1/19/2006	Tank
305	TILX280717	10624	1/11/2006	Tank
306	TILX280718	10624	1/11/2006	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
307	TILX280719	10624	1/11/2006	Tank
308	TILX280720	10624	1/13/2006	Tank
309	TILX280721	10624	1/11/2006	Tank
310	TILX280722	10624	1/17/2006	Tank
311	TILX280723	10624	1/11/2006	Tank
312	TILX280724	10624	1/20/2006	Tank
313	TILX280725	10624	1/11/2006	Tank
314	TILX280726	10624	1/11/2006	Tank
315	TILX280727	10624	1/11/2006	Tank
316	TILX280728	10624	1/11/2006	Tank
317	TILX280729	10624	1/12/2006	Tank
318	TILX280730	10624	1/11/2006	Tank
319	TILX280731	10624	1/12/2006	Tank
320	TILX280732	10624	1/11/2006	Tank
321	TILX280733	10624	1/13/2006	Tank
322	TILX280734	10624	1/11/2006	Tank
323	TILX280735	10624	1/12/2006	Tank
324	TILX280737	10624	1/12/2006	Tank
325	TILX280738	10624	1/12/2006	Tank
326	TILX280739	10624	1/17/2006	Tank
327	TILX280740	10624	1/12/2006	Tank
328	TILX280741	10624	1/17/2006	Tank
329	TILX280742	10624	1/17/2006	Tank
330	TILX280743	10624	1/13/2006	Tank
331	TILX280744	10624	1/17/2006	Tank
332	TILX280745	10624	1/13/2006	Tank
333	TILX280746	10624	1/17/2006	Tank
334	TILX280747	10624	1/18/2006	Tank
335	TILX280748	10624	1/24/2006	Tank
336	TILX280749	10624	1/19/2006	Tank
337	TILX280750	10624	1/24/2006	Tank
338	TILX280751	10624	1/18/2006	Tank
339	TILX280752	10624	1/24/2006	Tank
340	TILX280754	10624	1/20/2006	Tank
341	TILX280755	10624	1/24/2006	Tank
342	TILX280756	10624	1/20/2006	Tank
343	TILX280757	10624	1/19/2006	Tank
344	TILX280758	10624	1/20/2006	Tank
345	TILX280759	10624	1/25/2006	Tank
346	TILX280760	10624	1/20/2006	Tank
347	TILX280761	10624	1/19/2006	Tank
348	TILX280762	10624	1/24/2006	Tank
349	TILX280763	10624	1/24/2006	Tank
350	TILX280764	10624	1/20/2006	Tank
351	TILX032755	18665	12/30/2005	Freight
352	TILX032756	18665	12/29/2005	Freight
353	TILX032757	18665	12/29/2005	Freight
354	TILX032758	18665	12/23/2005	Freight
355	TILX032759	18665	12/23/2005	Freight
356	TILX032760	18665	12/29/2005	Freight
357	TILX032761	18665	12/29/2005	Freight

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
358	TILX032762	18665	12/29/2005	Freight
359	TILX032763	18665	12/29/2005	Freight
360	TILX032764	18665	12/30/2005	Freight
361	TILX032765	18665	12/30/2005	Freight
362	TILX032766	18665	12/29/2005	Freight
363	TILX032767	18665	12/29/2005	Freight
364	TILX032768	18665	12/30/2005	Freight
365	TILX032769	18665	12/29/2005	Freight
366	TILX032770	18665	12/29/2005	Freight
367	TILX032771	18665	12/29/2005	Freight
368	TILX032772	18665	12/30/2005	Freight
369	TILX032773	18665	12/29/2005	Freight
370	TILX032774	18665	12/29/2005	Freight
371	TILX032775	18665	12/30/2005	Freight
372	TILX032776	18665	12/29/2005	Freight
373	TILX032777	18665	12/30/2005	Freight
374	TILX032778	18665	12/23/2005	Freight
375	TILX032779	18665	12/23/2005	Freight
376	TILX032780	18665	12/23/2005	Freight
377	TILX032781	18665	12/23/2005	Freight
378	TILX032782	18665	12/29/2005	Freight
379	TILX032783	18665	12/30/2005	Freight
380	TILX032784	18665	12/30/2005	Freight
381	TILX032785	18665	12/23/2005	Freight
382	TILX032786	18665	12/23/2005	Freight
383	TILX032787	18665	12/30/2005	Freight
384	TILX032788	18665	12/30/2005	Freight
385	TILX032789	18665	12/30/2005	Freight
386	TILX032790	18665	12/30/2005	Freight
387	TILX032791	18665	12/30/2005	Freight
388	TILX032792	18665	12/30/2005	Freight
389	TILX032793	18665	12/30/2005	Freight
390	TILX032794	18665	12/30/2005	Freight
391	TILX032795	18665	12/29/2005	Freight
392	TILX032796	18665	12/30/2005	Freight
393	TILX032797	18665	12/30/2005	Freight
394	TILX032798	18665	12/29/2005	Freight
395	TILX032799	18665	12/29/2005	Freight
396	TILX032800	18665	12/29/2005	Freight
397	TILX032801	18665	12/29/2005	Freight
398	TILX032802	18665	12/29/2005	Freight
399	TILX032803	18665	12/30/2005	Freight
400	TILX032804	18665	12/29/2005	Freight
401	TILX200296	20023	11/30/2005	Freight
402	TILX200297	20023	12/13/2005	Freight
403	TILX200298	20023	11/30/2005	Freight
404	TILX200299	20023	11/30/2005	Freight
405	TILX200300	20023	12/20/2005	Freight
406	TILX200301	20023	11/30/2005	Freight
407	TILX200302	20023	12/13/2005	Freight
408	TILX200303	20023	12/16/2005	Freight

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
409	TILX200304	20023	12/6/2005	Freight
410	TILX200305	20023	12/13/2005	Freight
411	TILX200306	20023	12/20/2005	Freight
412	TILX200307	20023	12/13/2005	Freight
413	TILX200308	20023	12/22/2005	Freight
414	TILX200309	20023	12/22/2005	Freight
415	TILX200310	20023	12/15/2005	Freight
416	TILX303031	23512	12/15/2005	Freight
417	TILX303032	23512	12/15/2005	Freight
418	TILX303033	23512	12/15/2005	Freight
419	TILX303034	23512	12/15/2005	Freight
420	TILX303035	23512	12/15/2005	Freight
421	TILX636633	28541	11/30/2005	Freight
422	TILX636634	28541	11/30/2005	Freight
423	TILX636635	28541	11/30/2005	Freight
424	TILX636636	28541	11/30/2005	Freight
425	TILX636637	28541	11/30/2005	Freight
426	TILX636638	28541	11/30/2005	Freight
427	TILX636639	28541	10/31/2005	Freight
428	TILX636640	28541	10/31/2005	Freight
429	TILX636641	28541	10/31/2005	Freight
430	TILX636642	28541	10/31/2005	Freight
431	TILX636643	28541	10/31/2005	Freight
432	TILX636644	28541	10/31/2005	Freight
433	TILX636645	28541	10/31/2005	Freight
434	TILX636646	28541	10/31/2005	Freight
435	TILX636647	28541	10/31/2005	Freight
436	TILX636648	28541	10/31/2005	Freight
437	TILX636649	28541	10/31/2005	Freight
438	TILX636650	28541	10/31/2005	Freight
439	TILX636651	28541	10/31/2005	Freight
440	TILX636652	28541	10/31/2005	Freight
441	TILX636653	28541	10/31/2005	Freight
442	TILX636654	28541	10/31/2005	Freight
443	TILX636655	28541	10/31/2005	Freight
444	TILX636656	28541	10/31/2005	Freight
445	TILX636657	28541	10/31/2005	Freight
446	TILX636658	28541	10/31/2005	Freight
447	TILX636659	28541	10/31/2005	Freight
448	TILX636660	28541	10/31/2005	Freight
449	TILX636661	28541	10/31/2005	Freight
450	TILX636662	28541	10/31/2005	Freight
451	TILX636663	28541	10/31/2005	Freight
452	TILX636664	28541	10/31/2005	Freight
453	TILX636665	28541	10/31/2005	Freight
454	TILX636666	28541	10/31/2005	Freight
455	TILX636667	28541	10/31/2005	Freight
456	TILX636668	28541	10/31/2005	Freight
457	TILX636669	28541	10/31/2005	Freight
458	TILX636670	28541	10/31/2005	Freight
459	TILX636671	28541	10/31/2005	Freight

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
460	TILX636672	28541	10/31/2005	Freight
461	TILX636673	28541	10/31/2005	Freight
462	TILX636674	28541	10/31/2005	Freight
463	TILX636675	28541	10/31/2005	Freight
464	TILX636676	28541	10/31/2005	Freight
465	TILX636677	28541	10/31/2005	Freight
466	TILX636678	28541	10/31/2005	Freight
467	TILX636679	28541	10/31/2005	Freight
468	TILX636680	28541	10/31/2005	Freight
469	TILX636681	28541	10/31/2005	Freight
470	TILX636682	28541	10/31/2005	Freight
471	TILX636683	28541	10/31/2005	Freight
472	TILX636684	28541	10/31/2005	Freight
473	TILX636685	28541	10/31/2005	Freight
474	TILX636686	28541	10/31/2005	Freight
475	TILX636687	28541	10/31/2005	Freight
476	TILX636688	28541	10/31/2005	Freight
477	TILX636689	28541	10/31/2005	Freight
478	TILX636690	28541	10/31/2005	Freight
479	TILX636691	28541	10/31/2005	Freight
480	TILX636692	28541	10/31/2005	Freight
481	TILX636693	28541	10/31/2005	Freight
482	TILX636694	28541	10/31/2005	Freight
483	TILX636695	28541	10/31/2005	Freight
484	TILX636696	28541	10/31/2005	Freight
485	TILX636697	28541	10/31/2005	Freight
486	TILX636698	28541	10/31/2005	Freight
487	TILX636699	28541	10/31/2005	Freight
488	TILX636700	28541	10/31/2005	Freight
489	TILX636701	28541	10/31/2005	Freight
490	TILX636702	28541	10/31/2005	Freight
491	TILX636703	28541	10/31/2005	Freight
492	TILX636704	28541	10/31/2005	Freight
493	TILX636705	28541	10/31/2005	Freight
494	TILX636706	28541	10/31/2005	Freight
495	TILX636707	28541	10/31/2005	Freight
496	TILX636708	28541	10/31/2005	Freight
497	TILX636709	28541	10/31/2005	Freight
498	TILX636710	28541	10/31/2005	Freight
499	TILX636711	28541	10/31/2005	Freight
500	TILX636712	28541	10/31/2005	Freight
501	TILX636713	28541	10/31/2005	Freight
502	TILX636714	28541	10/24/2005	Freight
503	TILX636715	28541	10/24/2005	Freight
504	TILX636716	28541	10/24/2005	Freight
505	TILX636717	28541	10/24/2005	Freight
506	TILX636718	28541	10/24/2005	Freight
507	TILX636719	28541	10/24/2005	Freight
508	TILX636720	28541	10/24/2005	Freight
509	TILX636721	28541	10/24/2005	Freight
510	TILX636722	28541	10/24/2005	Freight

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
511	CMEX110551	2849	12/30/2005	Freight
512	CMEX110552	2849	12/29/2005	Freight
513	CMEX110553	2849	12/30/2005	Freight
514	CMEX110554	2849	12/29/2005	Freight
515	CMEX110555	2849	12/29/2005	Freight
516	CMEX110556	2849	12/30/2005	Freight
517	CMEX110557	2849	12/30/2005	Freight
518	CMEX110558	2849	12/29/2005	Freight
519	CMEX110559	2849	12/30/2005	Freight
520	CMEX110560	2849	12/30/2005	Freight
521	CMEX110561	2849	12/30/2005	Freight
522	CMEX110562	2849	12/30/2005	Freight
523	CMEX110563	2849	12/30/2005	Freight
524	CMEX110564	2849	12/30/2005	Freight
525	CMEX110565	2849	12/30/2005	Freight
526	CMEX110566	2849	12/30/2005	Freight
527	CMEX110567	2849	12/29/2005	Freight
528	CMEX110568	2849	12/30/2005	Freight
529	CMEX110569	2849	12/29/2005	Freight
530	CMEX110570	2849	12/29/2005	Freight
531	CMEX110571	2849	12/30/2005	Freight
532	CMEX110572	2849	12/30/2005	Freight
533	CMEX110573	2849	12/30/2005	Freight
534	CMEX110574	2849	12/30/2005	Freight
535	CMEX110575	2849	12/30/2005	Freight
536	CMEX110576	2849	12/30/2005	Freight
537	CMEX110577	2849	12/30/2005	Freight
538	CMEX110578	2849	12/30/2005	Freight
539	CMEX110579	2849	12/30/2005	Freight
540	CMEX110580	2849	12/30/2005	Freight
541	CMEX110581	2849	12/30/2005	Freight
542	CMEX110582	2849	12/30/2005	Freight
543	CMEX110583	2849	12/30/2005	Freight
544	CMEX110584	2849	12/30/2005	Freight
545	CMEX110585	2849	12/30/2005	Freight
546	CMEX110586	2849	12/30/2005	Freight
547	CMEX110587	2849	12/30/2005	Freight
548	CMEX110588	2849	12/29/2005	Freight
549	CMEX110589	2849	12/29/2005	Freight
550	CMEX110590	2849	12/29/2005	Freight
551	CMEX110591	2849	12/29/2005	Freight
552	CMEX110592	2849	12/29/2005	Freight
553	CMEX110593	2849	12/29/2005	Freight
554	CMEX110594	2849	12/30/2005	Freight
555	CMEX110595	2849	12/30/2005	Freight
556	CMEX110596	2849	12/29/2005	Freight
557	CMEX110597	2849	12/29/2005	Freight
558	CMEX110598	2849	12/30/2005	Freight
559	CMEX110599	2849	12/29/2005	Freight
560	CMEX110600	2849	12/29/2005	Freight
561	CMEX110601	2849	12/29/2005	Freight

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit A

ID	Asset Mark	Lessee Number	Invoice Date	Car Type
562	CMEX110602	2849	12/29/2005	Freight
563	CMEX110603	2849	12/30/2005	Freight
564	CMEX110604	2849	12/30/2005	Freight
565	CMEX110605	2849	12/30/2005	Freight
566	CMEX110606	2849	12/30/2005	Freight
567	CMEX900001	2849	10/24/2005	Freight
568	CMEX900002	2849	10/24/2005	Freight
569	CMEX900003	2849	10/24/2005	Freight
570	CMEX900004	2849	10/24/2005	Freight
571	CMEX900005	2849	10/24/2005	Freight
572	CMEX900006	2849	10/24/2005	Freight
573	TILX261532	4408	12/8/2005	Tank
574	TILX261533	4408	12/8/2005	Tank
575	TILX261534	4408	12/8/2005	Tank
576	TILX261535	4408	12/8/2005	Tank
577	TILX261536	4408	12/14/2005	Tank
578	TILX261537	4408	12/14/2005	Tank
579	TILX261538	4408	12/14/2005	Tank
580	TILX261539	4408	12/22/2005	Tank
581	TILX261540	4408	12/20/2005	Tank
582	TILX261541	4408	12/20/2005	Tank
583	TILX261542	4408	12/20/2005	Tank
584	TILX261543	4408	12/20/2005	Tank
585	TILX261544	4408	12/20/2005	Tank
586	TILX261545	4408	12/20/2005	Tank
587	TILX261546	4408	12/20/2005	Tank
588	TILX261547	4408	2/1/2006	Tank
589	TILX261548	4408	2/1/2006	Tank
590	TILX261549	4408	2/1/2006	Tank
591	TILX261550	4408	2/1/2006	Tank
592	TILX261551	4408	2/1/2006	Tank
593	TILX261552	4408	2/1/2006	Tank
594	TILX261553	4408	2/1/2006	Tank
595	TILX261554	4408	2/1/2006	Tank
596	TILX261555	4408	2/1/2006	Tank
597	TILX261556	4408	2/1/2006	Tank

TRINITY RAIL LEASING II
WAREHOUSE 27th FUNDING PORTFOLIO

Exhibit B

Lessee Number	Lessee	Rider Number
30199	BAYER MATERIAL SCIENCE INC	1
2375	BP AMOCO CHEMICALS	8
29482	SUNBELT CHLOR ALKALI PARTNERSHIP	1
9870	SASOL CHEMICALS NORTH AMERICA LLC	4
29622	DIAGEO NORTH AMERICA C/O CANADA PACIFIC LOGISTIC	1
8969	PRAXAIR, INC.	3
10624	SUNOCO INC R M	5
18665	CALIFORNIA PORTLAND CEMENT CO	2
20023	CELANESE LTD	5
23512	ROYSTER CLARK RESOURCES LLC	2
28541	GMODELO AGRICULTURE INC	1
2849	CEMEX INC	9
2849	CEMEX INC	11
4408	EXXONMOBIL GLOBAL SERVICES COMPANY	3

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: February 17, 2006

Robert W. Alvord