

AUG 31 '07 -12 45 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 31, 2007

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

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 as of August 31, 2007, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Board under Recordation Number 26888.

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

Collateral Agent: Wilmington Trust Company, not in its individual
capacity but solely as Trustee
Rodney Square North
1100 North Market Street
Wilmington, Delaware 19890-0001

Agent: Credit Suisse, New York Branch
Eleven Madison Avenue
New York, New York 10010

Mr. Vernon A. Williams
August 31, 2007
Page 2

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

120 railcars: TILX 195795 – TILX 195844 and TILX 637783 – TILX 637852.

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

Release.

Also enclosed is a check in the amount of \$35.00 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/sem
Enclosures

AUG 31 '07 -12 4 5 PM

SURFACI SIGNIFICATION BOARD

Release Re:--Trinity Rail Leasing Trust II sale of Railcars and related Leases to First Union Rail Corporation

August 31, 2007

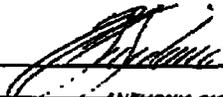
This instrument (this "Release") is being entered into and delivered in connection with (i) the Amended and Restated Warehouse Loan Agreement dated as of August 7, 2007, among Trinity Rail Leasing Trust II ("TRLT-II"), Trinity Industries Leasing Company ("TILC"), Credit Suisse, New York Branch ("CSNYB") as agent thereunder (in such capacity, the "Warehouse Agent"), Wilmington Trust Company ("WTC") as Collateral Agent thereunder (WTC in such capacity, the "Collateral Agent") and the Lenders party thereto from time to time (the "Restated Warehouse Loan Agreement"), amending and restating the Warehouse Loan Agreement dated as of June 27, 2002, as amended (the "Original Warehouse Loan Agreement"), among TRLT-II, TILC, the Lenders party thereto from time to time, and CSNYB (formerly Credit Suisse First Boston, New York Branch), as agent thereunder (in such capacity, the "Original Warehouse Agent"); and (ii) the Amended and Restated Security Agreement dated as of August 7, 2007, among TRLT-II, the Warehouse Agent and the Collateral Agent (the "Restated Warehouse Security Agreement"), amending and restating the Security Agreement dated as of June 27, 2002, as amended (the "Original Warehouse Security Agreement") between TRLT-II and the Original Warehouse Agent.

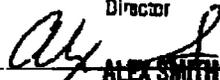
WTC as Collateral Agent currently holds, pursuant to the Restated Warehouse Security Agreement, and CSNYB as Original Warehouse Agent formerly held, pursuant to the Original Warehouse Security Agreement, a security interest granted by TRLT-II in the railcars described on Schedule 1 hereto (such railcars, 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, and all manufacturer's warranties outstanding in connection therewith, being the "Railcars") and the related leases thereof described on Schedule 2 hereto (the "Leases") (the Railcars and Leases being the "Assets"), to secure TRLT-II's obligations under the Restated Warehouse Loan Agreement or Original Warehouse Loan Agreement, as applicable. CSNYB as Warehouse Agent consents to TRLT-II's disposition of the Assets by sale on or about the date hereof to First Union Rail Corporation ("FURC"). WTC as Collateral Agent and CSNYB as Warehouse Agent and Original Warehouse Agent, by their respective signatures on this Release, hereby confirm and agree, without recourse to or warranty by the Collateral Agent, the Warehouse Agent, the Original Warehouse Agent, the Secured Parties (within the meaning of the Original Warehouse Security Agreement) or the Protected Parties (within the meaning of the Restated Warehouse Security Agreement), for the benefit of TRLT-II and FURC (and its successor and assigns), that all of the Collateral Agent's, Warehouse Agent's or Original Warehouse Agent's right, title and interest in and to the Assets, whether held pursuant to the Restated Warehouse Security Agreement, the Original Warehouse Security Agreement or otherwise, is released and of no further effect.

[signatures follow]

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

**CREDIT SUISSE, NEW YORK BRANCH, as
Warehouse Agent and Original Warehouse
Agent**

By: 
Its: _____
ANTHONY GIORDANO
Director

By: 
Its: _____
ALEX SMITH
VICE PRESIDENT

**WILMINGTON TRUST COMPANY, as
Collateral Agent**

By: _____
Its: _____

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

**CREDIT SUISSE, NEW YORK BRANCH, as
Warehouse Agent and Original Warehouse
Agent**

By: _____
Its: _____

By: _____
Its: _____

**WILMINGTON TRUST COMPANY, as
Collateral Agent**

By: **Jose Parades**
Its: **Assistant Vice President**

ACKNOWLEDGMENT

STATE OF New York)
)
COUNTY OF New York)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Anthony Giordano, who upon oath, acknowledged himself to be a Director of CREDIT SUISSE, 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, NEW YORK BRANCH.

WITNESS my hand and official seal this 30th day of August, 2007.

Cheryl D. Fondacaro
Notary Public

MY COMMISSION EXPIRES: 6/11/2011

CHERYL D. FONDACARO
Notary Public, State of New York
No. 01FO6188479
Qualified in New York County
Term Expires June 11, 2011

STATE OF New York)
)
COUNTY OF New York)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Alex Smith, who upon oath, acknowledged himself to be a Vice President of CREDIT SUISSE, 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, NEW YORK BRANCH.

WITNESS my hand and official seal this 30th day of August, 2007.

Cheryl D. Fondacaro
Notary Public

MY COMMISSION EXPIRES: 6/11/2011

CHERYL D. FONDACARO
Notary Public, State of New York
No. 01FO6188479
Qualified in New York County
Term Expires June 11, 2011

ACKNOWLEDGMENT

STATE OF Delaware)
)
COUNTY OF New Castle)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared ~~Joe Paradise~~ Joe Paradise, who upon oath, acknowledged himself to be a ~~Assistant Vice President~~ Assistant Vice President of WILMINGTON TRUST COMPANY, 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 WILMINGTON TRUST COMPANY.

WITNESS my hand and official seal this 3rd day of August, 2007.

Notary Public

MY COMMISSION EXPIRES:

STATE OF _____)
)
COUNTY OF _____)

Dianne M. Bruton
DIANNE MICHELLE BRUTON
NOTARY PUBLIC - DELAWARE
My Commission Expires November 27, 2007

First Union Railcar Purchase from Trinty Rail Leasing Trust II

Schedule I

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Invoice Date</u>	<u>Car Type</u>
1	TILX195795	37774	11/17/2006	Tank
2	TILX195796	37774	11/17/2006	Tank
3	TILX195797	37774	11/17/2006	Tank
4	TILX195798	37774	11/17/2006	Tank
5	TILX195799	37774	12/4/2006	Tank
6	TILX195800	37774	11/17/2006	Tank
7	TILX195801	37774	11/17/2006	Tank
8	TILX195802	37774	11/28/2006	Tank
9	TILX195803	37774	11/28/2006	Tank
10	TILX195804	37774	11/17/2006	Tank
11	TILX195805	37774	11/28/2006	Tank
12	TILX195806	37774	11/28/2006	Tank
13	TILX195807	37774	12/4/2006	Tank
14	TILX195808	37774	11/28/2006	Tank
15	TILX195809	37774	12/4/2006	Tank
16	TILX195810	37774	11/29/2006	Tank
17	TILX195811	37774	12/4/2006	Tank
18	TILX195812	37774	12/4/2006	Tank
19	TILX195813	37774	12/4/2006	Tank
20	TILX195814	37774	11/28/2006	Tank
21	TILX195815	37774	12/4/2006	Tank
22	TILX195816	37774	11/28/2006	Tank
23	TILX195817	37774	12/4/2006	Tank
24	TILX195818	37774	11/28/2006	Tank
25	TILX195819	37774	11/28/2006	Tank
26	TILX195820	37774	11/28/2006	Tank
27	TILX195821	37774	12/4/2006	Tank
28	TILX195822	37774	11/28/2006	Tank
29	TILX195823	37774	12/4/2006	Tank
30	TILX195824	37774	12/4/2006	Tank
31	TILX195825	37774	12/4/2006	Tank
32	TILX195826	37774	12/4/2006	Tank
33	TILX195827	37774	12/4/2006	Tank
34	TILX195828	37774	12/4/2006	Tank
35	TILX195829	37774	12/8/2006	Tank
36	TILX195830	37774	11/17/2006	Tank
37	TILX195831	37774	11/17/2006	Tank
38	TILX195832	37774	11/28/2006	Tank
39	TILX195833	37774	11/17/2006	Tank
40	TILX195834	37774	11/17/2006	Tank
41	TILX195835	37774	11/28/2006	Tank
42	TILX195836	37774	11/17/2006	Tank
43	TILX195837	37774	11/17/2006	Tank
44	TILX195838	37774	11/17/2006	Tank
45	TILX195839	37774	11/17/2006	Tank
46	TILX195840	37774	11/28/2006	Tank
47	TILX195841	37774	11/17/2006	Tank
48	TILX195842	37774	11/28/2006	Tank
49	TILX195843	37774	11/17/2006	Tank
50	TILX195844	37774	11/28/2006	Tank
51	TILX637783	37758	12/15/2006	trough

Schedule 1

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Number</u>	<u>Invoice Date</u>	<u>Car Type</u>
52	TILX637784	37758	12/28/2006	Freight
53	TILX637785	37758	12/18/2006	Freight
54	TILX637786	37758	12/28/2006	Freight
55	TILX637787	37758	12/15/2006	Freight
56	TILX637788	37758	12/28/2006	Freight
57	TILX637789	37758	12/28/2006	Freight
58	TILX637790	37758	12/18/2006	Freight
59	TILX637791	37758	12/18/2006	Freight
60	TILX637792	37758	12/28/2006	Freight
61	TILX637793	37758	12/19/2006	Freight
62	TILX637794	37758	12/15/2006	Freight
63	TILX637795	37758	12/28/2006	Freight
64	TILX637796	37758	12/15/2006	Freight
65	TILX637797	37758	12/15/2006	Freight
66	TILX637798	37758	12/15/2006	Freight
67	TILX637799	37758	12/31/2006	Freight
68	TILX637800	37758	12/28/2006	Freight
69	TILX637801	37758	12/15/2006	Freight
70	TILX637802	37758	12/28/2006	Freight
71	TILX637803	37758	12/28/2006	Freight
72	TILX637804	37758	12/31/2006	Freight
73	TILX637805	37758	12/15/2006	Freight
74	TILX637806	37758	12/15/2006	Freight
75	TILX637807	37758	12/28/2006	Freight
76	TILX637808	37758	12/15/2006	Freight
77	TILX637809	37758	12/15/2006	Freight
78	TILX637810	37758	12/15/2006	Freight
79	TILX637811	37758	12/28/2006	Freight
80	TILX637812	37758	12/28/2006	Freight
81	TILX637813	37758	12/28/2006	Freight
82	TILX637814	37758	12/28/2006	Freight
83	TILX637815	37758	12/28/2006	Freight
84	TILX637816	37758	12/28/2006	Freight
85	TILX637817	37758	12/28/2006	Freight
86	TILX637818	37758	12/28/2006	Freight
87	TILX637819	37758	12/28/2006	Freight
88	TILX637820	37758	12/28/2006	Freight
89	TILX637821	37758	12/28/2006	Freight
90	TILX637822	37758	12/31/2006	Freight
91	TILX637823	37758	12/28/2006	Freight
92	TILX637824	37758	12/15/2006	Freight
93	TILX637825	37758	12/28/2006	Freight
94	TILX637826	37758	12/28/2006	Freight
95	TILX637827	37758	12/28/2006	Freight
96	TILX637828	37758	12/15/2006	Freight
97	TILX637829	37758	12/15/2006	Freight
98	TILX637830	37758	12/28/2006	Freight
99	TILX637831	37758	12/15/2006	Freight
100	TILX637832	37758	12/31/2006	Freight
101	TILX637833	37758	12/31/2006	Freight
102	TILX637834	37758	12/28/2006	Freight
103	TILX637835	37758	12/28/2006	Freight
104	TILX637836	37758	12/28/2006	Freight
105	TILX637837	37758	12/28/2006	Freight
106	TILX637838	37758	12/28/2006	Freight

Schedule 1

<u>ID</u>	<u>Asset Mark</u>	<u>Lease Number</u>	<u>Invoice Date</u>	<u>Car Type</u>
107	TILX637839	37758	12/28/2006	Freight
108	TILX637840	37758	12/28/2006	Freight
109	TILX637841	37758	12/28/2006	Freight
110	TILX637842	37758	12/28/2006	Freight
111	TILX637843	37758	12/28/2006	Freight
112	TILX637844	37758	12/28/2006	Freight
113	TILX637845	37758	12/28/2006	Freight
114	TILX637846	37758	12/28/2006	Freight
115	TILX637847	37758	12/28/2006	Freight
116	TILX637848	37758	12/28/2006	Freight
117	TILX637849	37758	12/28/2006	Freight
118	TILX637850	37758	12/31/2006	Freight
119	TILX637851	37758	12/31/2006	Freight
120	TILX637852	37758	12/31/2006	Freight

Schedule 2

Fifty (50) units identified with marks TILX 195795 – 195844 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated November 6, 2006, between Trinity Industries Leasing Company and Lansing Ethanol Services, LLC.

Seventy (70) units identified with marks TILX 637783 – 637852 leased pursuant to Rider One (1) to that certain Railroad Car Lease Agreement, dated November 8, 2006, between Trinity Industries Leasing Company and Iroquois Bio Energy Company, LLC.

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: 8/31/07



Robert W. Alvord