

RECORDATION NO. 23868-W **FILED**

SEP 30 '08 4 15 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

September 30, 2008

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release of Trust Indenture, dated as of September 24, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Trust Indenture and Security Agreement previously filed with the Board under Recordation Number 23868.

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

- Trustee: The Bank of New York Mellon Trust Company
(successor to The Bank of New York Trust Company)
101 Barclay Street
New York, New York 10286
- [Company: Trinity Industries Leasing Company
2525 Stemmons Freeway
Dallas Texas 75207]
- [Guarantor: Trinity Industries, Inc.
2525 Stemmons Freeway
Dallas Texas 75207]

Anne K. Quinlan, Esq.
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A description of the railroad equipment covered by the enclosed document is:

30 cars, 23 within the series NKCR 065632 - NKCR 065716 as more particularly set forth in the equipment schedule attached to the document, plus TILX 003169, TILX 003179, TILX 003180, TILX 003186 and TILX 261137 - TILX 261139.

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

Partial Release of Trust Indenture.

Also enclosed is a check in the amount of \$41.00 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

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SURFACE TRANSPORTATION BOARD
[C]-13

PARTIAL RELEASE OF TRUST INDENTURE

Reference is hereby made to that certain [C] Trust Indenture and Security Agreement dated February 15, 2002 (the "Trust Indenture") by and among Trinity Industries Leasing Company (the "Company"), Trinity Industries, Inc. (the "Guarantor") and The Bank of New York Mellon Trust Company, N.A., formerly known as The Bank of New York Trust Company, N.A. (the "Trustee") and the Memorandum of [C] Trust Indenture and Security Agreement and [C] Trust Indenture Supplement No. 1 dated February 15, 2002 by and among the Company, the Guarantor and the Trustee recorded on February 15, 2002 with the Surface Transportation Board at Recordation No. 23868 and with the Registrar General of Canada at 9:42 a.m. (the "Memorandum of Indenture"). All capitalized terms used herein but not defined here shall have the meanings ascribed thereto in the Trust Indenture.

KNOW ALL PERSONS BY THESE PRESENTS, that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and intending to be legally bound hereby, Trustee does hereby fully and finally release and discharge from the security interest and other encumbrances of the Trust Indenture the Equipment described on Exhibit A and the Leases described on Exhibit B attached hereto and made a part hereof. All other provisions of the Trust Indenture including the liens and encumbrances therein granted remain in full force and effect, except as amended hereby.

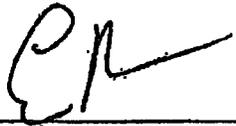
The Surface Transportation Board is hereby requested to note this Partial Release of Trust Indenture (the "Partial Release") upon the margin of the Memorandum of Indenture, as recorded.

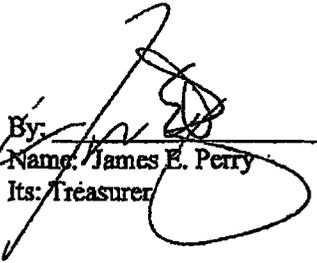
This Partial Release may be executed in any number of counterparts, each of which when so executed and delivered shall be an original, but all such counterparts shall together constitute but one and the same instrument.

WITNESS the due execution hereof with the intent to be legally bound hereby the 24th day of September, 2008.

TRINITY INDUSTRIES LEASING
COMPANY

TRINITY INDUSTRIES, INC.

By: 
Name: Eric Marchetto
Its: Vice President

By: 
Name: James E. Perry
Its: Treasurer

The Bank of New York Mellon Trust Company, N.A.,
formerly known as The Bank of New York Trust Company, N.A.

By: Brian Echavasse
Name: Brian Echavasse
Its: Assistant Treasurer

ACKNOWLEDGMENT

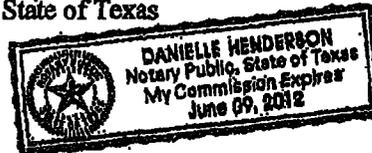
STATE OF TEXAS)
)
COUNTY OF DALLAS)

BEFORE ME, a notary public for the State of Texas, personally appeared Eric Marchetto, who upon his oath acknowledged himself to be Vice President of Trinity Industries Leasing Company, a corporation, and that he is authorized to execute the foregoing Partial Release of Trust Indenture for the purposes therein contained, and that he executed the same in the name of the corporation and in the capacity stated.

WITNESS MY HAND and official seal this 24th day of September, 2008.

Danielle Henderson
Notary Public, State of Texas

STATE OF TEXAS)
)
COUNTY OF DALLAS)



BEFORE ME, a notary public for the State of Texas, personally appeared James E. Perry, who upon his oath acknowledged himself to be the Treasurer of Trinity Industries, Inc., a corporation, and that he is authorized to execute the foregoing Partial Release of Trust Indenture for the purposes therein contained, and that he executed the same in the name of the corporation and in the capacity stated.

WITNESS MY HAND and official seal this 24th day of September, 2008.

Danielle Henderson
Notary Public, State of Texas



STATE OF TEXAS)
COUNTY OF Travis)

BEFORE ME, a notary public for the State of Texas, personally appeared Brian Zchausse, who upon his oath acknowledged himself to be a Asst. Treasurer of The Bank of New York Mellon Trust Company, N.A., formerly known as The Bank of New York Trust Company, N.A., and that he is authorized to execute the foregoing Partial Release of Trust Indenture for the purposes therein contained, and that he executed the same in the name of the corporation and in the capacity stated.

WITNESS MY HAND and official seal this 26 day of Sept, 2008.

Eva Derry
Notary Public, State of Texas

Commission Expires: 3/28/2012

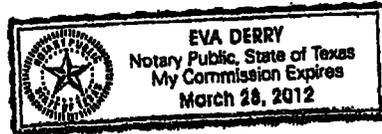


Exhibit A
Equipment to be Removed - Pool C

<u>ID</u>	<u>Asset Mark</u>	<u>Lessee Name</u>	<u>Rider</u>	<u>ETC Number</u>	<u>Manufacture Date</u>
1	NKCR065632	FERROCARRIL MEXICANO SA DE CV	11	12	4/17/2000
2	NKCR065637	FERROCARRIL MEXICANO SA DE CV	11	12	3/18/2000
3	NKCR065639	FERROCARRIL MEXICANO SA DE CV	11	12	3/18/2000
4	NKCR065642	FERROCARRIL MEXICANO SA DE CV	11	12	3/18/2000
5	NKCR065646	FERROCARRIL MEXICANO SA DE CV	11	12	3/18/2000
6	NKCR065652	FERROCARRIL MEXICANO SA DE CV	11	12	4/28/2000
7	NKCR065653	FERROCARRIL MEXICANO SA DE CV	11	12	4/28/2000
8	NKCR065658	FERROCARRIL MEXICANO SA DE CV	11	12	3/18/2000
9	NKCR065671	FERROCARRIL MEXICANO SA DE CV	11	12	3/18/2000
10	NKCR065676	FERROCARRIL MEXICANO SA DE CV	11	12	4/12/2000
11	NKCR065677	FERROCARRIL MEXICANO SA DE CV	11	12	3/27/2000
12	NKCR065680	FERROCARRIL MEXICANO SA DE CV	11	12	3/27/2000
13	NKCR065692	FERROCARRIL MEXICANO SA DE CV	11	12	3/31/2000
14	NKCR065693	FERROCARRIL MEXICANO SA DE CV	11	12	3/31/2000
15	NKCR065694	FERROCARRIL MEXICANO SA DE CV	11	12	3/31/2000
16	NKCR065695	FERROCARRIL MEXICANO SA DE CV	11	12	3/31/2000
17	NKCR065697	FERROCARRIL MEXICANO SA DE CV	11	12	3/27/2000
18	NKCR065699	FERROCARRIL MEXICANO SA DE CV	11	12	3/27/2000
19	NKCR065702	FERROCARRIL MEXICANO SA DE CV	11	12	3/27/2000
20	NKCR065704	FERROCARRIL MEXICANO SA DE CV	11	12	3/27/2000
21	NKCR065708	FERROCARRIL MEXICANO SA DE CV	11	12	4/12/2000
22	NKCR065711	FERROCARRIL MEXICANO SA DE CV	11	12	2/23/2000
23	NKCR065716	FERROCARRIL MEXICANO SA DE CV	11	12	2/23/2000
24	TILX261137	TRANSPORTATION EQUIPMENT INC	2	12	12/7/1998
25	TILX261138	TRANSPORTATION EQUIPMENT INC	2	12	12/7/1998
26	TILX261139	TRANSPORTATION EQUIPMENT INC	2	12	12/7/1998
27	TILX003169	TXI OPERATIONS LP	6	12	1/21/1998
28	TILX003179	TXI OPERATIONS LP	6	12	1/21/1998
29	TILX003180	TXI OPERATIONS LP	6	12	1/21/1998
30	TILX003186	TXI OPERATIONS LP	6	12	1/21/1998

Exhibit B
Equipment to be Removed - Pool C

<u>ID</u>	<u>Lessee Number</u>	<u>Lessee Name</u>	<u>Rider</u>	<u>Units</u>
1	4576	FERROCARRIL MEXICANO SA DE CV	11	23
2	11177	TRANSPORTATION EQUIPMENT INC	2	3
3	18308	TXI OPERATIONS LP	6	4

CERTIFICATION

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

Dated: 9/30/08



Robert W. Alvord