

RECORDATION NO 27503-H

FILED

September 27, 2012 05:00 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

September 27, 2012

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423

Dear Section Chief:

Re: Trinity Rail Leasing VI

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Release, dated September 27, 2012, 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 being filed with the Board under Recordation Number 27503.

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

Collateral Agent: Wilmington Trust Company  
Rodney Square North  
1100 North Market Street  
Wilmington, Delaware 19890-0001

Agent: DVB Bank SE  
Friedrich-Ebert-Anlage 2-14  
60325 Frankfurt am Main, Germany

[Borrower: Trinity Rail Leasing VI LLC  
2525 Stemmons Freeway  
Dallas, Texas 75207]

Chief, Section of Administration  
September 27, 2012  
Page 2

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

190 covered hopper railcars RELEASED: TILX 638283 – TILX 638472.

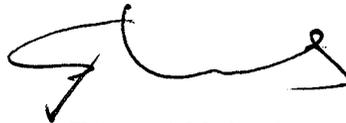
A short summary of the document to appear in the index is:

Release.

Also enclosed is a check in the amount of \$42.00 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,

A handwritten signature in black ink, appearing to read 'E. Luria', with a checkmark below the first letter 'E'.

Edward M. Luria

EML/sem  
Enclosures

**Recordable Release Re:--Trinity Rail Leasing VI LLC sale of Railcars and related Lease to TLP Rail Trust I**

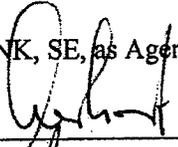
September 27, 2012

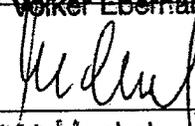
This instrument (this "**Release**") is being entered into and delivered in connection with the Term Loan Agreement dated as of May 9, 2008, among Trinity Rail Leasing VI LLC ("**TRL VI**"), as borrower, DVB Bank SE ("**DVB**"), as agent (DVB in such capacity, the "**Agent**"), Wilmington Trust Company ("**WTC**"), as Collateral Agent (WTC in such capacity, the "**Collateral Agent**") and the Committed Lenders and Conduit Lenders from time to time party thereto (the "**Loan Agreement**"); and (ii) the Security Agreement dated as of May 9, 2008, among TRL VI, the Agent and the Collateral Agent (the "**Security Agreement**").

WTC as Collateral Agent currently holds, pursuant to the Security Agreement, a security interest granted by TRL VI in the railcars described on Schedule I hereto (such railcars, together with TRL VI'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 lease thereof described on Schedule II hereto (the "**Lease**") (the Railcars and Lease being the "**Assets**"), to secure TRL VI's obligations under the Loan Agreement. The Agent consents to TRL VI's disposition of the Assets by sale on or about the date hereof to TLP Rail Trust I ("**TLP**"). WTC as Collateral Agent and DVB as Agent, by their respective signatures on this Release, hereby confirm and agree, without recourse to or warranty by the Collateral Agent, the Agent or the Protected Parties (within the meaning of the Security Agreement), for the benefit of TRL VI and TLP (and its successor and assigns), that all of the Collateral Agent's or 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 have each executed and delivered this Release as of the date first written above.

DVB BANK, SE, as Agent  
By:   
Its: Volker Eberhart, VP

By:   
Its: Thomas Mackel Vice President

WILMINGTON TRUST COMPANY, as  
Collateral Agent

By: \_\_\_\_\_  
Its: \_\_\_\_\_

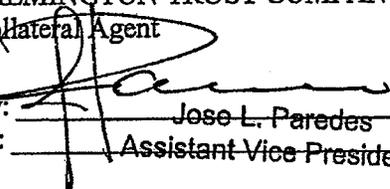
The undersigned have each executed and delivered this Release as of the date first written above.

DVB BANK, SE, as Agent

By: \_\_\_\_\_  
Its: \_\_\_\_\_

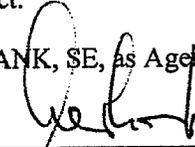
By: \_\_\_\_\_  
Its: \_\_\_\_\_

WILMINGTON TRUST COMPANY, as  
Collateral Agent

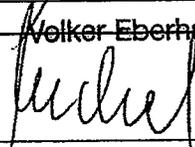
By:  \_\_\_\_\_  
Its: Jose L. Paredes  
Assistant Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of DVB Bank SE (the "Administrative Agent") by authority of its managing board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Administrative Agent. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

DVB BANK, SE, as Agent

By:  \_\_\_\_\_

Its: ~~Volker Eberhart~~ *VA* \_\_\_\_\_

By:  \_\_\_\_\_

Its: Thomas Meckel **Vice President**

ACKNOWLEDGMENT

STATE OF Delaware )  
COUNTY OF New Castle

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Jose L. Paredes, who upon oath, acknowledged her/himself to be an A.V.P. 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 26 day of September, 2012.

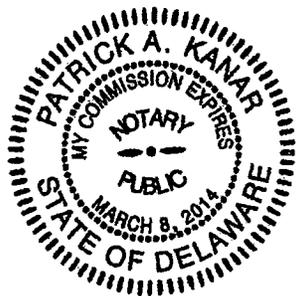
MY COMMISSION EXPIRES:

Notary Public

Patrick A. Kanar

STATE OF Delaware )  
COUNTY OF New Castle

PATRICK A. KANAR  
NOTARY PUBLIC  
STATE OF DELAWARE  
My Commission Expires 03-08-2014



Railcars

One hundred ninety (190) covered hopper railcars marked and numbered TILX 638283 – 638472 (inclusive).

Schedule II

Lease

Rider Fourteen (14) effective June 19, 2006 to Railroad Car Lease Agreement dated July 11, 2002 between Trinity Industries Leasing Company and Poet Nutrition, Inc. (as assignee of Broin Enterprises, Inc.), in respect of the railcars described on Schedule I.

CERTIFICATION

I, Edward M. Luria, an attorney licensed to practice in the District of Columbia, the State of Delaware and the Commonwealth of Pennsylvania, 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: 9/27/12

Edward M Luria  
Edward M. Luria