

RECORDATION NO. 27036 FILED <sup>HHHH</sup>

FEB 04 '11 -11 30 AM

**SURFACE TRANSPORTATION BOARD**

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

February 4, 2011

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

Dear Section Chief,

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 April 2, 2008, 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 Memoranda of Security Agreement and associated documents previously filed with the Board under Recordation Numbers 27036-III, QQQ and ZZZ.

The name and address of the party 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

**[Borrower:** TRIP Rail Leasing LLC  
2525 Stemmons Freeway  
Dallas, Texas 75207]

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

90 railcars: TILX 150898 - TILX 150937 and TILX 135920 - TILX 135969.

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

Release.

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,

A handwritten signature in black ink, appearing to read "Alvord", with a horizontal line extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

RECORDATION NO. 27036-11111  
FILED

**Release Re: TRIP Rail Leasing LLC sale of Railcars  
and related Leases**

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SURFACE TRANSPORTATION BOARD

February 4, 2011

The undersigned, Wilmington Trust Company, is executing this instrument in its capacity as Agent (in such capacity, the "Collateral Agent") under the (i) Warehouse Loan Agreement, dated as of June 27, 2007 (as amended from time to time, the "Warehouse Loan Agreement"), among TRIP Rail Leasing LLC ("TRIP"), the Committed Lenders and Conduit Lenders from time to time party thereto, Credit Suisse, New York Branch, as Agent (the "Agent") and the Collateral Agent, and (ii) Security Agreement, dated as of June 27, 2007 (as amended from time to time, the "Security Agreement"), between TRIP, the Collateral Agent and the Agent.

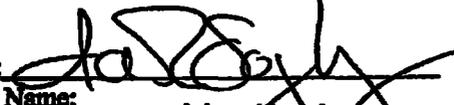
The Collateral Agent currently holds a security interest granted by TRIP in the railcars described on Schedule 1 hereto (such railcars, together with TRIP's right, title and interest in all components, parts and accessions to such cars and in all equipment attached or related thereto, being the "Railcars") and the related leases thereof described on Schedule 2 hereto (the "Leases") (the Railcars and Leases being the "Assets"), which TRIP has granted to the Collateral Agent under the Security Agreement to secure obligations under the Warehouse Loan Agreement. The Collateral Agent consents to TRIP's disposition of the Assets (or disposition of the Railcars and concurrent termination of the Leases) to a third party purchaser ("Buyer"). The Collateral Agent hereby confirms and agrees, without recourse to or warranty by the Collateral Agent or the Protected Parties (as defined in the Security Agreement), for the benefit of TRIP and Buyer, that all of the Collateral 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]*

STB Release by TRIP

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

**WILMINGTON TRUST COMPANY, as  
Collateral Agent**

By: 

Name:

Adam Vogelsong

Title:

Senior Financial Services Officer

CHICAGO#21545762

STB Release by TRIP



**SCHEDULE 1**

**THE RAILCARS**

**Ninety (90) railroad tank cars**

Marked and numbered TILX 150898 through TILX 150937, inclusive, and TILX 135920 through TILX 135969, inclusive.

## **SCHEDULE 2**

### **THE LEASES**

Each of Rider Two (2) dated as of September 26, 2007, Rider Three (3) dated as of October 9, 2008, and Rider Four (4) dated as of January 9, 2009 to that certain Trinity Industries Leasing Company Railroad Car Lease Agreement dated as of April 26, 2004, between Trinity Industries Leasing Company, as lessor, and Koch Sulfur Products Company, as lessee, but solely as such apply to the Railcars.

**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: 2/15/11



\_\_\_\_\_  
Robert W. Alvord