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SURFACE TRANSPORTATION BOARD

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

January 24, 2012

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

Dear Ms. Brown:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Recordable Release, dated as of January 24, 2012, 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 27949.

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

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

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

[Borrower: Trinity Rail Leasing Warehouse Trust
(formerly known as Trinity Rail Leasing Trust II)
2525 Stemmons Freeway
Dallas, Texas 75207]

Chief of the Section of Administration
January 24, 2012
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A description of the railroad equipment covered by the enclosed document is:

25 railcars RELEASED: TILX 318758 – TILX 318782.

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

Recordable 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 'Edward M. Lurja', written in a cursive style.

Edward M. Lurja

EML/sem
Enclosures

JAN 24 '12 -4 2 5 PM

Recordable Release

SURFACE TRANSPORTATION BOARD

January 24, 2012

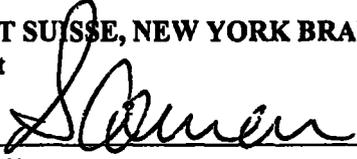
This instrument (this "Release") is being entered into and delivered in connection with (i) the Second Amended and Restated Warehouse Loan Agreement dated as of May 29, 2009, among Trinity Industries Leasing Company ("TILC"), Trinity Rail Leasing Warehouse Trust ("TRLWT"), as borrower, Credit Suisse, New York Branch ("CSNYB"), as agent, (CSNYB in such capacity, the "Agent"), Wilmington Trust Company ("WTC"), as Collateral Agent (WTC in such capacity, the "Collateral Agent") and as Depository, and the Lenders party thereto from time to time (the "Warehouse Loan Agreement"); and (ii) the Second Amended and Restated Security Agreement dated as of May 29, 2009, among TRLWT, the Agent and the Collateral Agent (the "Warehouse Security Agreement").

WTC as Collateral Agent currently holds, pursuant to the Warehouse Security Agreement, a security interest granted by TRLWT in the railcars described on the supplements to the Warehouse Security Agreement (such railcars, together with TRLWT'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 the supplements to the Warehouse Security Agreement (the "Leases") (the Railcars and Leases being the "Assets"), to secure TRLWT's obligations under the Warehouse Loan Agreement. CSNYB as Agent consents to TRLWT's disposition of the Assets by sale on or about the date hereof to The Andersons, Inc. ("Andersons"). WTC as Collateral Agent and CSNYB 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 Warehouse Security Agreement), for the benefit of TRLWT and Andersons (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 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 Agent

By: 

Name: **Scott Corman**
Title: **Managing Director**

By: 

Name: **David Center**
Title: **Vice President**

WILMINGTON TRUST COMPANY, as
Collateral Agent

By: _____

Name:
Title:

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

CREDIT SUISSE, NEW YORK BRANCH,
as Agent

By: _____
Name:
Title:

By: _____
Name:
Title:

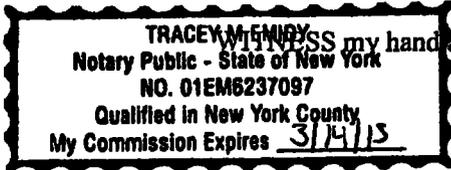
WILMINGTON TRUST COMPANY, as
Collateral Agent

By: _____
Name: Jose L. Paredes
Title: 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 Scott Curman, who upon oath, acknowledged himself to be a Managing 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 12 day of January, 2012.

Notary Public
J. Emidy

MY COMMISSION EXPIRES: 3/14/15

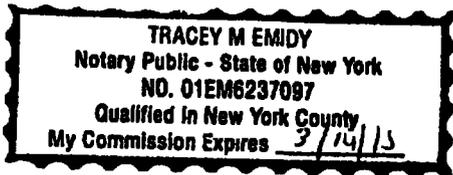
STATE OF New York)
COUNTY OF New York)

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared David Center, 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 12 day of January, 2012.

Notary Public
J. Emidy

MY COMMISSION EXPIRES 3/14/15



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 himself to be a ~~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 12 day of January, 2012.

Notary Public

Patrick A. Kanar

MY COMMISSION EXPIRES:



PATRICK A. KANAR
Notary Public - State of Delaware
My Comm. Expires April 6, 2012

Schedule 1

Railcars

Asset Mark

TILX318758
TILX318759
TILX318760
TILX318761
TILX318762
TILX318763
TILX318764
TILX318765
TILX318766
TILX318767
TILX318768
TILX318769
TILX318770
TILX318771
TILX318772
TILX318773
TILX318774
TILX318775
TILX318776
TILX318777
TILX318778
TILX318779
TILX318780
TILX318781
TILX318782

Schedule 2

Leases

Rider One (1) to Railroad Car Lease Agreement, dated June 1, 2011 between Trinity Rail Leasing Warehouse Trust and WPT LLC.

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. 1/24/12

Edward M Luria
Edward M. Luria