

RECORDATION NO. 27949-W  
FILED July 31, 2012 01:30 PM  
SURFACE TRANSPORTATION BOARD

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

OF COUNSEL  
URBAN A. LESTER

July 31, 2012

Chief of the 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 Recordable Release, dated July 31, 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

Chief of the Section of Administration  
July 31, 2012  
Page 2

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

30 railcars RELEASED: TILX 200722 – TILX 200751.

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 'E. Luria', with a stylized flourish at the end.

✓ Edward M. Luria

EML/sem  
Enclosures

**Recordable Release**

July 31, 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, as amended by Amendment No. 1, dated as of February 4, 2011, 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 (as amended, supplemented and modified from time to time, the "Warehouse Security Agreement").

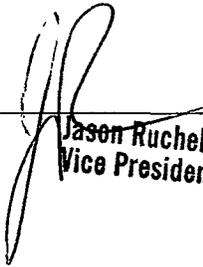
WTC as Collateral Agent currently holds, pursuant to the Warehouse Security Agreement, a security interest granted by TRLWT in the railcars described on the supplements to the Warehouse Security Agreement (such railcars, together with TRLWT's right, title and interest in all components, parts and accessions 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 Chicago Freight Car Leasing Co. ("Chicago Freight"). 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 Chicago Freight (and its successor and assigns), that all of the Collateral Agent's or Agent's right, title and interest in and to the Assets identified on Schedules 1 and 2 hereto, 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: **Jason Ruchelsman**  
Title: **Vice President**

**WILMINGTON TRUST COMPANY,** as  
Collateral Agent

By: \_\_\_\_\_  
Name:  
Title:

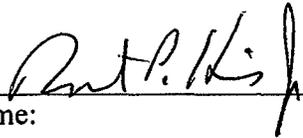
The undersigned have each executed and delivered this Release as of the date first written above.

**CREDIT SUISSE, NEW YORK BRANCH,**  
as Agent

By: \_\_\_\_\_  
Name:  
Title:

By: \_\_\_\_\_  
Name:  
Title:

**WILMINGTON TRUST COMPANY, as**  
Collateral Agent

By:  \_\_\_\_\_  
Name:  
Title: **Robert P. Hines, Jr.**  
**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 Coman, 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 28 day of July, 2012.

Notary Public

Arthur A. Loskove  
ARTHUR A. LOSKOVE  
Notary Public, State of New York  
No. 02LO6177589  
Qualified in New York County  
Certificate Filed in New York County  
Commission Expires November 13, 2015

MY COMMISSION EXPIRES:

STATE OF New York )  
 )  
COUNTY OF New York )

BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Jason Ruchelsman, 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 26 day of July, 2012.

Notary Public

Christine Napolitano

MY COMMISSION EXPIRES:

CHRISTINE NAPOLITANO  
NOTARY PUBLIC, STATE OF NEW YORK  
Registration No. 01NA6013062  
Qualified in New York County  
Commission Expires Jan 22, 2015

ACKNOWLEDGMENT

STATE OF State of Delaware )  
 )  
COUNTY OF New Castle County )

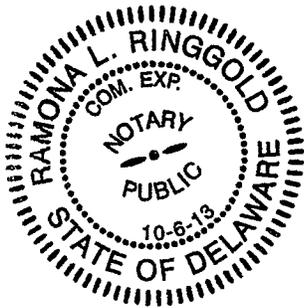
BEFORE ME, a Notary Public of the State and County aforesaid, personally appeared Robert P. Hines, Jr., who upon oath, acknowledged himself to be a Assistant Vice President of WILMINGTON TRUST COMPANY, and that s/he as such officer being authorized to do so, executed the foregoing Release for the purposes 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 23 day of July, 2012.

Notary Public

Ramona L. Ringgold

MY COMMISSION EXPIRES:



RAMONA L. RINGGOLD  
NOTARY PUBLIC  
STATE OF DELAWARE  
My Commission Expires 10-06-2013

**Schedule 1**

**Railcars**

**Asset Mark**

TILX 200722  
TILX 200723  
TILX 200724  
TILX 200725  
TILX 200726  
TILX 200727  
TILX 200728  
TILX 200729  
TILX 200730  
TILX 200731  
TILX 200732  
TILX 200733  
TILX 200734  
TILX 200735  
TILX 200736  
TILX 200737  
TILX 200738  
TILX 200739  
TILX 200740  
TILX 200741  
TILX 200742  
TILX 200743  
TILX 200744  
TILX 200745  
TILX 200746  
TILX 200747  
TILX 200748  
TILX 200749  
TILX 200750  
TILX 200751

## **Schedule 2**

### **Leases**

Rider Five (5) to Railroad Car Lease Agreement dated as of February 15, 2010 between Trinity Rail Leasing Warehouse Trust, as assignee of Trinity Industries Leasing Company, and Coffeyville Resources Nitrogen Fertilizers, LLC, incorporating the terms of that certain Railroad Car Lease Agreement dated as of October 24, 2007, as amended by that certain Amendment No. 1 to Rider Five (5) dated as of March 31, 2011, and as may be further amended, supplemented, modified and assigned from time to time.

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: 7/31/12

Edward M Luria  
Edward M. Luria