

**TRAILER TRAIN  
COMPANY**

300 SOUTH WACKER DRIVE · CHICAGO, ILLINOIS 60606  
(312) 786-1200

February 8, 1978

RECORDATION NO. 8144-B Filed & Recorded

FEB 13 1978 - 2 45 PM

RECEIVED  
FEB 13 2 44 PM '78  
CERTIFICATION UNIT

Mr. Robert L. Oswald  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Dear Sir:

Will you please record, as provided in Section 20c of the Interstate Commerce Act, the enclosed Statement of New Numbers dated as of October 25, 1977, which relates to the Equipment Trust Agreement, Series 36, dated as of December 1, 1975, between Manufacturers Hanover Trust Company and Trailer Train Company. Five (5) counter-part originals of these documents are enclosed with this letter of transmittal together with a check in the amount of \$10.

The information required for such recordation by order of the Interstate Commerce Commission is as follows:

1116.4(b) - The names and addresses of the parties to the transaction:

Trustee: Manufacturers Hanover Trust Company  
40 Wall Street  
New York, New York 10015

Company: Trailer Train Company  
300 South Wacker Drive  
Chicago, Illinois 60606

1116.4(c) - General description of the equipment:

Type	AAR Mechanical Designation	Units	Marked*	Numbered
89'4", all- purpose flatcars	FC	31	TTX	975315, 975327
				975334, 975323
				975342, 975343
				975344, 975337
				975346, 975354
				975361, 975363
				975369, 975376
				975378, 975381
				975385, 975408
				975402, 975401
				975407, 975397
				975388, 975410
				975412, 975415

8-044A147  
FEB 13 1978  
Date .....  
Fes \$ .....  
ICC Washington, D. C

Mr. Robert L. Oswald  
February 8, 1978  
Page Two

<u>Type</u>	AAR <u>Mechanical Designation</u>	<u>Units</u>	<u>Marked*</u>	<u>Numbered</u>
				957416, 975418
				975430, 975432
				975434

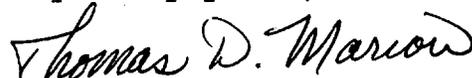
\*All units have marked on each side thereof the following legend:

"Owned by a Bank or Trust Company under a Security Agreement Filed Under the Interstate Commerce Act, Section 20c."

1116.4(e) - Prior recordations relating to these documents being filed have been made on December 16, 1975, recordation number 8142.

1116.4(f) - Four (4) counterpart originals of the Statement of New Numbers being recorded should be returned to the undersigned at the above address.

Very truly yours,



T. D. Marion  
Manager, Equipment Financing

nh  
Enclosures

RECORDATION NO. *8142-B* Filed & Recorded

FEB 13 1978 - 2 45 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS

DATED AS OF OCTOBER 25, 1977

EQUIPMENT TRUST AGREEMENT, SERIES 36

DATED AS OF DECEMBER 1, 1975

BY AND BETWEEN

MANUFACTURERS HANOVER TRUST COMPANY

AND

TRAILER TRAIN COMPANY

STATEMENT OF NEW NUMBERS, dated as of October 25, 1977,  
relating to certain railroad equipment (herein the "Trust Equipment")  
leased pursuant to an Equipment Trust Agreement dated as of  
December 1, 1975 (herein the "Trust Agreement"), by and between  
Manufacturers' Hanover Trust Company, a New York corporation, as  
Trustee (herein the "Trustee") and Trailer Train Company, a Delaware  
corporation (herein the "Company").

WHEREAS the Trustee and the Company have entered into the  
Trust Agreement which has been filed and recorded with the Interstate  
Commerce Commission on December 16, 1975, at 8:35 a.m. and assigned  
Recordation Number 8142; and

WHEREAS Section 5.10 of the Trust Agreement provides that the  
Company shall not change, or permit to be changed, the identifying  
numbers of any of the units of the Trust Equipment except in  
accordance with a statement of new numbers to be substituted  
therefor which previously shall have been filed with the Trustee  
by the Company and which shall be filed and recorded by the Company  
with the Interstate Commerce Commission in accordance with Section  
20c of the Interstate Commerce Act; and

WHEREAS the Company desires to cause to be removed the  
identifying numbers of certain units of the Trust Equipment and  
substitute new identifying numbers in their place;

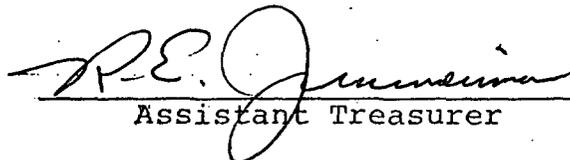
NOW THEREFORE, THIS STATEMENT WITNESSETH:

The identifying numbers of the units of Trust Equipment set  
forth below are hereby changed as follows:

<u>Old Number</u>	<u>New Number</u>
256107	975315
256152	975327
256099	975334
256164	975323
256090	975342
256217	975343
256215	975344
256184	975337
256118	975346
256100	975354
256087	975361
256177	975363
256106	975369
256086	975376
256145	975378
256084	975381
256210	975385
256186	975408
256224	975402
256209	975401
256213	975407
256207	975397
256113	975388
256144	975410
256155	975412
256137	975415
256123	975416
256180	975418
256226	975430
256156	975432
256104	975434

IN WITNESS WHEREOF the Company, pursuant to due corporate authority, has caused these presents to be signed in its corporate name and its corporate seal to be hereunto affixed, duly attested, as of the day and year first above written.

TRAILER TRAIN COMPANY

  
Assistant Treasurer

ATTEST:

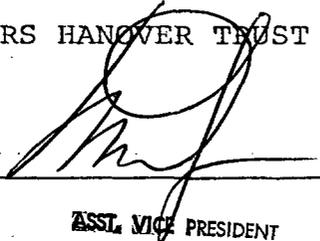
  
Assistant Secretary



ACKNOWLEDGMENT

MANUFACTURERS HANOVER TRUST COMPANY, Trustee, does hereby acknowledge that the foregoing Statement of New Numbers is duly filed in accordance with Section 5.10 of the Equipment Trust Agreement dated as of December 1, 1975, by and between Manufacturers Hanover Trust Company, Trustee, and Trailer Train Company.

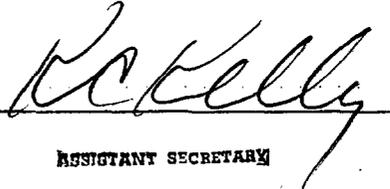
MANUFACTURERS HANOVER TRUST COMPANY



---

ASST. VICE PRESIDENT

ATTEST:



---

ASSISTANT SECRETARY

STATE OF NEW YORK )  
 ) ss  
COUNTY OF NEW YORK )

On this 23<sup>rd</sup> day of ~~October~~ <sup>Nov</sup>, 1977 before me personally  
appeared W. B. DODGE to me personally known, who,  
being by me duly sworn, says that he is ASST. VICE PRESIDENT  
of Manufacturers Hanover Trust Company, that the seal affixed to  
the foregoing instrument is the corporate seal of said corporation,  
and that said instrument was signed and sealed on behalf of said  
corporation by authority of its Board of Directors and he acknowledged  
that the execution of the foregoing instrument was the free act  
and deed of said corporation.

  
Notary Public

MARY LEONARDI  
Notary Public, State of New York  
No. 40-7495520  
Qualified in Putnam County  
Certificate filed in New York County  
Commission Expires March 30, 1978