

RECORDATION NO. <sup>8227-A</sup> Filed & Recorded

APR 27 1976 - 11 45 AM

INTERSTATE COMMERCE COMMISSION  
INTERSTATE COMMERCE COMMISSION

MANUFACTURING AGREEMENT SUPPLEMENT NO. 1

dated as of April 20, 1976, between THRALL CAR MANUFACTURING COMPANY (hereinafter called the Manufacturer) and TRAILER TRAIN COMPANY (hereinafter called the Company).

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of March 1, 1976, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on March 1, 1976, at 9:55 a.m., recordation number 8227, which provides for the execution and delivery from time to time of supplements thereto each substantially in the form hereof for the purpose of subjecting to said Manufacturing Agreement additional units of new, standard gauge railroad equipment.

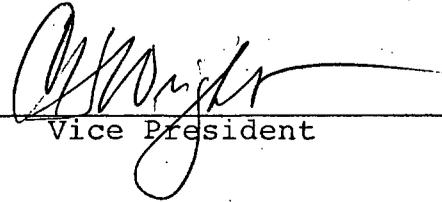
The units of railroad equipment described in Item 1 of Annex A hereto are hereby subjected to said Manufacturing Agreement. The information set forth in Annex A in respect of such units of railroad equipment, and set forth in Items 2, 3 and 4 of said Annex A, is hereby incorporated into Annex A to the Manufacturing Agreement as though originally set forth therein; provided, however, that such information shall apply and refer only to the units of railroad equipment in Annex A hereto.

IN WITNESS WHEREOF, the parties hereto, each pursuant to due corporate authority, have caused these presents to be signed in their respective corporate names by duly authorized officers and their respective corporate seals to be hereunto affixed and duly attested, all as of the day, month and year first above written.

THRALL CAR MANUFACTURING  
COMPANY

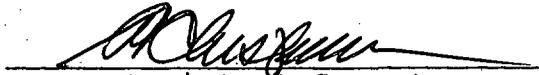
(CORPORATE SEAL)

By



Vice President

Attest:

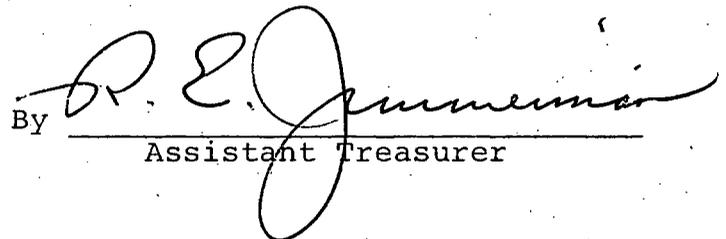


Assistant Secretary

TRAILER TRAIN COMPANY

(CORPORATE SEAL)

By



Assistant Treasurer

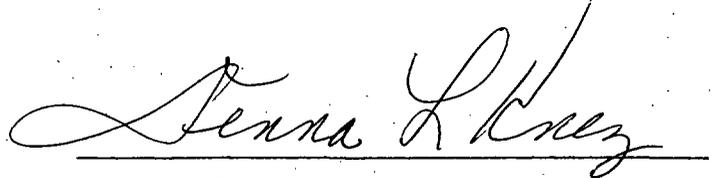
Attest:



Assistant Secretary

STATE OF ILLINOIS )  
COUNTY OF COOK ) ss.:  
)

On this 22<sup>nd</sup> day of April, 1976, before me personally appeared C. H. WRIGHT, to me personally known, who being by me duly sworn, says that he is a VICE PRESIDENT of THRALL CAR MANUFACTURING COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; 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.



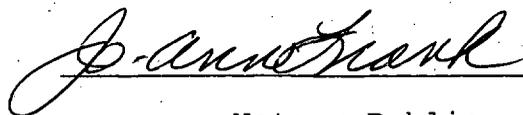
Notary Public

(NOTARIAL SEAL)

My Commission Expires: MY COMMISSION EXPIRES JANUARY 7, 1977

STATE OF ILLINOIS )  
COUNTY OF COOK ) ss.:  
)

On this 19<sup>th</sup> day of April, 1976, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the Assistant Treasurer of TRAILER TRAIN COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, 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

(NOTARIAL SEAL)

My Commission Expires:

My Commission Expires June 28, 1978

ANNEX A

THRALL CAR MANUFACTURING COMPANY  
(Manufacturer)

TRAILER TRAIN COMPANY  
(Company)

Item 1:

<u>Type</u>	<u>Quantity</u>	<u>Numbers (Inclusive)</u>	<u>Unit Base Price</u>	<u>Total Base Price</u>	<u>Month of Delivery</u>	<u>Specification (Contract Number)</u>
60', 70-ton capacity, hydraulic draft gear, standard level flat car with heavy duty tie-down equipment, TTHX type	10	98216 - 98225	\$33,294.00	\$332,940.00	4/76	T-1076-T

Item 2: October 20, 1976

Item 3: October 20, 1976

Item 4: Post Office Box 218, Chicago Heights, Illinois 60411