



**AMERICAN RAIL BOX CAR COMPANY**  
 300 South Wacker Drive  
 Chicago, Illinois 60606  
 (312) 786-1200

RECEIVED  
 DEC 5 10 58 AM '78  
 I. C. C.

FEE OPERATION November 30, 1978

RECORDATION NO. 9768 Filed 1425.

DEC 5 1978 - 11 00 AM

INTERSTATE COMMERCE COMMISSION

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

No. 2-339A022

Date DEC 5 1978

Fee \$10.00

ICC Washington, D. C.

Dear Sir:

Will you please record as provided in Section 20c of the Interstate Commerce Act, the Manufacturing Agreement Supplement No. 1, dated as of December 1, 1978, between Pullman Standard and American Rail Box Car Company. Five (5) counterpart originals of the Manufacturing Agreement Supplement No. 1, are enclosed with this letter of transmittal together with a check in the amount of \$10.00.

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:

Manufacturer: Pullman Incorporated  
 Pullman Standard Division  
 200 South Michigan Avenue  
 Chicago, Illinois 60604

Company: American Rail Box Car Company  
 300 South Wacker Drive  
 Chicago, Illinois 60606

1116.4(c) - General description of the equipment:

Type	AAR	Units	Marked*	Numbered
	Mechanical Designation			
50'6", 70-ton capacity, general service boxcars	XM	400	RBOX	31000 - 31399

All units will 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."

*Handwritten signature: Oswald*

Mr. Robert L. Oswald  
November 30, 1978  
Page Two

- 1116.4(e) - A prior recordation relating to this Supplement No. 1 was made on October 16, 1978 at 10:35 a.m., recordation number 9768.
- 1116.4(f) - Five (5) counterpart originals of the Manufacturing Agreement Supplement No. 1, being recorded should be returned to the undersigned at the above address.

Very truly yours,



T. D. Marion  
Assistant Treasurer

TDM:ph

Enclosures

RECORDATION NO. 9768-A Filed 1425  
DEC 5 1978 - 11 00 AM  
INTERSTATE COMMERCE COMMISSION

MANUFACTURING AGREEMENT SUPPLEMENT NO. 1

dated as of December 1, 1978, between PULLMAN INCORPORATED  
(Pullman Standard Division) (hereinafter called the Manufacturer)  
and AMERICAN RAIL BOX CAR COMPANY (hereinafter called the Company).

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of October 5, 1978, which was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on October 16, 1978, at 10:35 a.m., recordation number 9768, 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 hereto 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 described 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.

PULLMAN INCORPORATED  
(Pullman Standard Division)

BY *Stanley D. Johnson*  
Vice President-Freight Unit

(CORPORATE SEAL)

ATTEST:

*William O. O'Leary*  
Assistant Secretary

AMERICAN RAIL BOX CAR COMPANY

BY *R. E. J. [Signature]*  
Treasurer

(CORPORATE SEAL)

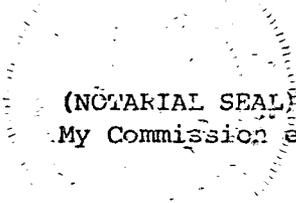
ATTEST:

*R. O. Mason*  
Assistant Secretary

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

On this *1st* day of *December*, 197 , before me personally appeared *Stanley Green*, to me personally known, who being by me duly sworn, says that he is a Vice President of PULLMAN INCORPORATED (Pullman Standard Division), 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.

*Patricia J. Baumgart*  
\_\_\_\_\_  
Notary Public



(NOTARIAL SEAL)  
My Commission expires: *6/23/80*

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

On this *30th* day of *November*, 1978, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the Treasurer of AMERICAN RAIL BOX CAR 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.

*Margaret R. Galy*  
\_\_\_\_\_  
Notary Public

(NOTARIAL SEAL)  
My Commission expires:

My Commission Expires July 7, 1982

ANNEX A

PULLMAN INCORPORATED (Pullman Standard Division)  
(Manufacturer)

AMERICAN RAIL BOX CAR COMPANY  
(Company)

Item 1:	Type	Quantity	Company's Car Numbers (Inclusive)	Unit Base Price	Base Price	Month of Delivery	Specification (Contract Number)
	50'6", 70-ton capacity, general service boxcars.	400	31000 - 31399	\$33,535	\$13,414,000	Dec. '78, Jan. '79	#68-43-060774 B-5077-P

Item 2: June 1, 1979

Item 3: June 1, 1979

Item 4: 200 South Michigan Avenue, Chicago, Illinois 60604