

**TRAILER TRAIN
COMPANY**

101 NORTH WACKER DRIVE · CHICAGO, ILLINOIS
(312) 8

THOMAS D. MARION
TREASURER

RECORDATION NO. 15153 DIRECT LINE: (312)
FEB 5 1988

February 4, 1988 FEB 5 1988 · 12 45 PM

INTERSTATE COMMERCE COMMISSION

Honorable Noretta R. McGee
Secretary
Interstate Commerce Commission
12th & Constitutional Avenue, N.W.
Room 2215
Washington, DC 20423

FEDERAL EXPRESS

Dear Ms. McGee:

Submitted herewith for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are four (4) fully executed documents as follows:

Think this will be 15153-G

Manufacturing Agreement Supplement No. 7 dated as of February 2, 1988, a secondary document supplementing the Manufacturing Agreement dated as of January 14, 1987.

8-036A01
No. 100
Date FEB 5 1988
Fee \$ 13.00
ICC Wacker
FOR OPERATING UNIT
FEB 5 12 38 PM '88

Parties to this transaction are as follows:

Trailer Train Company (Company)
101 North Wacker Drive
Chicago, Illinois 60606

Thrall Car Manufacturing Company (Manufacturer)
26th and State Street
Chicago Heights, Illinois 60411

The general description of the equipment is as follows:

Type	AAR Mechanical Designation	No. of Units	Marked*	Numbered
5-platform, container well cars, Contract T-5087-T	FC	21	DTTX	62688-62708

* All units will have marked on each side the following legend, "Ownership Subject to a Security Agreement Filed with the Interstate Commerce Commission".

Enclosed is our check in the amount of \$10.00 to cover filing fees.

Round Copied - C. D. [Signature]

Honorable Noretta R. McGee
February 4, 1988
Page Two

Prior recordations pertaining to this Supplement No. 7 being recorded are as follows:

- (1) Manufacturing Agreement dated January 14, 1987, recorded on January 20, 1987, at 9:45 a.m., recordation number 15153.
- (2) Manufacturing Agreement Supplement No. 1 dated April 1, 1987, recorded on April 8, 1987, at 1:10 p.m., recordation number 15153-A.
- (3) Manufacturing Agreement Supplement No. 2 dated May 4, 1987, recorded on May 14, 1987, at 12:15 p.m., recordation number 15153-B.
- (4) Manufacturing Agreement Supplement No. 3 dated August 12, 1987, recorded August 24, 1987, at 9:40 a.m. recordation number 15153-C.
- (5) Manufacturing Agreement Supplement No. 4 dated September 9, 1987, recorded on September 24, 1987, at 1:05 p.m., recordation number 15153-D.
- (6) Manufacturing Agreement Supplement No. 5 dated October 23, 1987, recorded on November 9, 1987, at recordation number 15153-E.
- (7) Manufacturing Agreement Supplement No. 6 dated January 14, 1988, recorded on _____, at _____, recordation number 15153-F.

A short summary of this Manufacturing Agreement Supplement No. 7 to appear in the Index is as follows:

"Manufacturing Agreement Supplement No. 7 covering 21 5-platform, container well cars numbered 62688-62708."

Once the filing has been made, please retain one copy and return the remaining stamped counterparts and transmittal letter copy to the bearer.

Very truly yours,



Thomas D. Marion
Treasurer

TDM:kbb
Enclosures

15153-G

RECORDATION NO. 13

FEB 5 1988

INTERSTATE COMMERCE C

MANUFACTURING AGREEMENT SUPPLEMENT #7, dated as of February 2, 1988, between THRALL CAR MANUFACTURING COMPANY (the "Manufacturer") and TRAILER TRAIN COMPANY (the "Company").

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of January 14, 1987, 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.

THRALL CAR MANUFACTURING COMPANY

By: George S. McHally
Vice President

(Corporate Seal)

ATTESTATION:

[Signature]
Assistant Secretary

TRAILER TRAIN COMPANY

By: Thomas D. Marion
Treasurer

(Corporate Seal)

ATTESTATION:

[Signature]
Assistant Secretary

ANNEX A
TO MANUFACTURING AGREEMENT SUPPLEMENT #7

THRALL CAR MANUFACTURING COMPANY
(Manufacturer)

TRAILER TRAIN COMPANY
(Company)

Item 1:

<u>Type</u>	<u>Qty.</u>	<u>Company Car Numbers (Inclusive)</u>	<u>Unit Purchase Price</u>	<u>Total Purchase Price</u>	<u>Month(s) of Delivery</u>	<u>Spec. (Conti Number</u>
DTTX	21	62688-62708	\$152,860	\$3,210,060	Feb. '88	T-5087

Item 2: July 31, 1988

Item 3: To be determined

Item 4: 26th and State Street
Chicago Heights, IL 60411

* Built in accordance with Trailer Train Company specification number 68-43-011586, dated January 15, 1986, revised November 11, 1987, and Thrall Car Manufacturing specification number FCA-292-0481.