

**TRAILER TRAIN
COMPANY**

101 NORTH WACKER DRIVE - CHICAGO, ILLINOIS 60606
(312) 853-3223

RECORDATION NO. 13146-A FILE NO. 1489

OCT 28 1981 - 12 05 PM
INTERSTATE COMMERCE COMMISSION

October 26, 1981

1-301A058

No. **OCT 28 1981**
Date.....
Fee \$... 10.00

ICC Washington, D. C.

Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Gentlemen:

Enclosed for recordation under the provisions of the Inter-
state Commerce Act, 49 U.S.C. Sec. 11303(a) are four counter-
parts of a Manufacturing Agreement, Supplement No. 1 dated as
of October 15, 1981.

Prior recordations relating to this Supplement No. 1 were made
on June 19, 1981 at 10:15 a.m., recordation number 13146.

The general description of the railroad rolling stock covered
by the enclosed Manufacturing Agreement Supplement No. 1 is
set forth in Schedule A attached to this letter and made a part
hereof.

Not attached

The names and addresses of the parties to said Equipment Trust
Agreement are as follows:

Company: Trailer Train Company
101 North Wacker Drive
Chicago, Illinois 60606

Manufacturer: ACF Industries, Inc.
750 Third Avenue
New York, New York 10017

The undersigned is the Company named above and has knowledge of
the matters set forth in the enclosed documents.

Please return three counterparts of the Supplement to the under-
signed at the above address.

Enclosed is a check in the amount of \$10 covering the required
recording fee.

Very truly yours,

TRAILER TRAIN COMPANY

By *[Signature]*
Its Assistant Treasurer

RECORDATION NO. 13146-A
OCT 28 12 00 PM '81
FILE NO. 1489

nm
Enclosures

Counterpart - by [Signature]

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

T. D. Marion
Trailer Train Company
101 North Wacker Drive
Chicago, Illinois 60606

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/28/81 at 12:05PM, and assigned re-
recording number(s). 13146-A

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

OCT 28 1981 - 12 05 PM

INTERSTATE COMMERCE COMMISSION

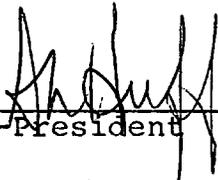
MANUFACTURING AGREEMENT SUPPLEMENT NO. 1 DATED AS OF October 15, 1981, between ACF INDUSTRIES, INCORPORATED (hereinafter called the Manufacturer) and TRAILER TRAIN COMPANY (hereinafter called the Company)..

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of July 15, 1981, which was filed and recorded with the Interstate Commerce Commission pursuant to 49 U.S.C. Section 11303(a) on June 19, 1981, at 10:15 a.m., recordation number 13146, 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.

ACF INDUSTRIES, INCORPORATED

By  _____
Vice-President

(CORPORATE SEAL)

ATTEST:

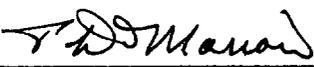
 _____
Assistant Secretary

TRAILER TRAIN COMPANY

By  _____
Treasurer

(CORPORATE SEAL)

ATTEST:

 _____
Assistant Secretary

STATE OF NEW YORK)
COUNTY OF NEW YORK)SS:

On this 21st day of October, 1981, before me personally appeared D. L. Huff, to me personally known, who, being by me duly sworn, says that he is a Vice-President of ACF INDUSTRIES, INCORPORATED, 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 they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Anthony M. Romanello
Notary Public

(NOTARIAL SEAL)

My Commission expires:

ANTHONY M. ROMANELLO
Notary Public, State of New York
No. 31-4703607
Qualified in New York County
Commission Expires March 30, 1983

STATE OF ILLINOIS)
COUNTY OF COOK)SS:

On this 16th day of October, 1981, before me personally appeared R. E. Zimmerman, to me personally known, who being by me duly sworn, says that he is the 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.

J P Hopkins
Notary Public

(NOTARIAL SEAL)

My Commission expires:

My Commission Expires December 27, 1983

ANNEX A TO MANUFACTURING AGREEMENT SUPPLEMENT NO. 1

ACF INDUSTRIES, INCORPORATED
(Manufacturer)

TRAILER TRAIN COMPANY
(Company)

ITEM 1:

<u>Type</u>	<u>Quantity</u>	<u>Company Car Numbers (Incl.)</u>	<u>Unit Base Price</u>	<u>Total Base Price</u>	<u>Estimated Month of Delivery</u>	<u>Specification (Contract Number)</u>
188'2", 4-Runner, 4 Deck intermodal flatcar with single-axle trucks and four hitches	1 (4 Decks)	60100 (each deck designated A,B,C or D)	\$30,000 per deck	\$120,000	11/81	T-3079-A

ITEM 2: April 15, 1982

ITEM 3: April 15, 1982

ITEM 4: 750 Third Avenue, New York, New York 10017

SCHEDULE A TO MANUFACTURING AGREEMENT SUPPLEMENT NO. 1

ACF INDUSTRIES, INCORPORATED
(Manufacturer)

TRAILER TRAIN COMPANY
(Company)

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