

**TRAILER TRAIN  
COMPANY**

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

DIRECT LINE: (312) 984-3821

THOMAS D. MARION  
TREASURER

9-348A016

December 11, 1989

VIA FEDERAL EXPRESS

RECORDATION NO

6945-E  
FILED MS

DEC 14 1989 - 11 40 AM

INTERSTATE COMMERCE COMMISSION

Honorable Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
12th & Constitutional Avenue, N.W.  
Room 2303  
Washington, D.C. 20423

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:

Certificate of Satisfaction and Discharge, a secondary document, relating to the Equipment Trust Agreement dated as of February 1, 1973.

Parties to this transaction are as follows:

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

Manufacturers Hanover Trust Company (Trustee)  
450 West 33rd Street  
New York, NY 10001

The general description of the equipment is as contained in the Equipment Trust Agreement dated February 1, 1973, as amended.

Enclosed is our check in the amount of \$15.00 to cover filing fees.

Prior recordations pertaining to this Certificate of Satisfaction and Discharge being recorded are as follows:

DEC 14 11 55 AM '89  
RECEIVED  
FEDERAL EXPRESS

Honorable Noretta R. McGee  
December 11, 1989  
Page Two

- (1) Equipment Trust Agreement dated February 1, 1973, recorded on February 27, 1973, at 11:00 a.m., recordation number 6945.
- (2) Supplemental Agreement XX dated January 26, 1975, recorded on March 6, 1975, at 12:30 p.m., recordation number 6945-A.
- (3) Supplemental Agreement XXVII dated December 1, 1977, recorded on December 9, 1977, at 9:55 a.m., recordation number 6945-B.
- (4) Supplemental Agreement XXXII, dated December 1, 1979, recorded December 6, 1979, at 2:10 p.m., recordation number 6945-C.
- (5) Supplemental Agreement XXXV dated March 15, 1985, recorded June 25, 1985, at 10:25 a.m., recordation number 6945-D.

A short summary of this Certificate of Satisfaction and Discharge to appear in the Index is as follows:

"Secondary document titled "Certificate of Satisfaction and Discharge" fully discharging previous liens associated with the Equipment Trust Agreement dated as of February 1, 1973, including all Supplements thereto"

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

Sincerely yours,



TDM/bar  
Enclosures

P.S. Ms. Mildred Lee - Please call John Rainsford at 312-984-3822 as soon as this agreement is recorded advising him of the recordation number, date and time. Thank you very much.

CERTIFICATE OF SATISFACTION AND DISCHARGE  
UNDER EQUIPMENT TRUST AGREEMENT

REGISTRATION NO. 6945-E FILED 11/25

DEC 14 1989 - 11 40 AM

INTERSTATE COMMERCE COMMISSION

WHEREAS, Manufacturers Hanover Trust Company, a New York Corporation (the "Trustee") and Trailer Train Company, a Delaware Corporation (the "Company") entered into an Equipment Trust Agreement dated as of February 1, 1973 (the "Agreement") for the financing of certain railroad flatcars (the "Equipment") and

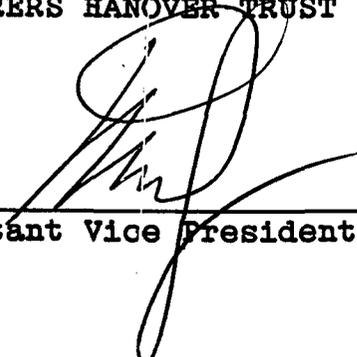
WHEREAS, the Equipment resulting under the Agreement was comprised of the units identified by number in Schedule A attached hereto and

WHEREAS, the Company has satisfied all of its obligations under the Agreement including without limitation the payment in full of the indebtedness secured by the Equipment under the Agreement and

WHEREAS, the Company has requested that the Trustee execute and deliver a Certificate of Satisfaction and Discharge under the Agreement

NOW, THEREFORE, Manufacturers Hanover Trust Company does hereby certify that the Company has satisfied all of its obligations under the Agreement including without limitation the payment in full of the indebtedness secured by the Equipment under the Agreement and that, accordingly, the lien of Manufacturers Hanover Trust Company, acquired under the Agreement, has been completely discharged.

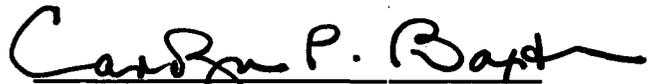
MANUFACTURERS HANOVER TRUST COMPANY

By:   
Assistant Vice President

Attest:   
Assistant Secretary

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

On this 1 day of December, 1989, before me personally appeared  
W. B. DODGE, to me personally known, who, being  
by me duly sworn, says that he is an Assistant Vice-President of  
Manufacturers Hanover Trust Company, that the seal 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.

  
Notary Public

(NOTARIAL SEAL)

CAROLYN P. BAXTER  
Notary Public, State of New York  
No. 41-4820079  
Qualified in Queens County  
Certificate filed in New York County  
Commission Expires February 18, 1990

SCHEDULE A  
EQUIPMENT LIST  
EQUIPMENT TRUST SERIES 31  
DATED 2/1/73

LOW NUMBER	HIGH NUMBER	#CARS
80859	80877	19
158377	158389	13
158404	158458	55
253720	253749	30
940845	940950	106
941182	941236	55
964153	964397	245
964563	964662	100
970975	970989	15
971100	971130	31
977000	977077	78
	TOTAL	747