

**TRAILER TRAIN
COMPANY**

101 NORTH WACKER DRIVE · CHICAGO, ILLINOIS 60606
(312) 853-9223

DIRECT LINE: (312) 884-3821

THOMAS D. MARION
TREASURER

RECORDATION NO. 12013-L FILE 1300
OCT 6 1988 3 24 PM
INTERSTATE COMMERCE COMMISSION

October 2, 1988

Honorable Noretta R. McGee
Secretary
Interstate Commerce Commission
12th & Constitutional Avenue, N.W.
Room 2303 - Recordation Department
Washington, DC 20423

Dear Ms. McGee:

Railgon Company hereby submits for filing and recording under 49 U.S.C., Section 11303(a) and the regulations promulgated thereunder, the attached Schedule A which lists one-hundred (100) railroad gondola cars by road number. These cars are under lease to the Kansas City Southern Railway Company.

This Schedule A should be included with the "Amendment to Lease of Railroad Equipment (No. 1)", the "Amendment to Conditional Sale Agreement (No. 1)", and the "Amendment to Assignment of Lease and Agreement (No. 1)", each dated as of June 16, 1986, and filed June 20, 1986 under Recordation Numbers 12013-L, 12013-M and 12013-N, respectively. Please assign the next available letter under recordation number 12013 to this Schedule A attached.

At the time the above referenced documents were filed, certain of the car number information included in a previously filed Schedule A in that document was incorrect. The purpose of this filing is to now identify and record an accurate listing of those 100 car numbers in a new Schedule A to be included with these documents.

Enclosed is a check in the amount of \$13 to pay the recording fee for the Schedule A.

October 2, 1988
Honorable Noreta R. McGee
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Once the filing has been made, please keep one copy for the files and return the other stamped original, the fee receipt, the acknowledgement of filing and the extra copies of this letter to my attention.

Very truly yours,

A handwritten signature in cursive script that reads "Thomas D. Marion". The signature is written in black ink and is positioned above the typed name.

Thomas D. Marion

P.S. Ms. Mildred Lee - Please phone Tom Marion at (312) 984-3821 as soon as this agreement is recorded, advising of the recordation number, date and time. Thank you in advance.

TDM:map

RAILGON COMPANY
SCHEDULE A
(CARS INCLUDED IN KCS LEASE DATED AS OF 06/16/86)
TOTAL NUMBER OF CARS = 100

CAR NUMBER	CAR NUMBER	CAR NUMBER
310000	320154	320362
310009	320156	320375
310085	320157	320379
310131	320159	320383
310174	320160	320387
310205	320161	320395
310217	320165	
310252	320167	
310269	320172	
310293	320193	
310316	320199	
310327	320201	
310330	320203	
310356	320204	
310398	320205	
310459	320207	
310468	320209	
320007	320213	
320010	320223	
320018	320230	
320019	320232	
320020	320233	
320023	320234	
320025	320243	
320037	320246	
320039	320247	
320041	320254	
320051	320259	
320052	320268	
320059	320283	
320063	320285	
320066	320287	
320078	320291	
320083	320301	
320085	320306	(CORPORATE SEAL)
320087	320315	
320094	320322	
320106	320328	
320107	320329	
320108	320332	
320115	320337	
320120	320340	
320127	320344	
320137	320350	
320138	320356	
320140	320358	
320141	320359	

TRAILER TRAIN COMPANY :

BY: Thomas D. Marion
THOMAS D. MARION
TREASURER

DATE: October 5, 1988

(CORPORATE SEAL)

ATTEST:

Anthony J. Banta
ASSISTANT SECRETARY

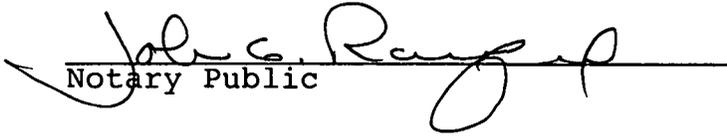
INTERSTATE COMMERCE COMMISSION

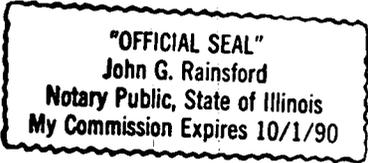
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REGISTRATION NO. 12013-5

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 5th day of October, 1988, before me personally appeared Thomas D. Marion, to me personally known, who, being by me duly sworn, says that he is the Treasurer of TRAILER TRAIN 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public



(NOTARIAL SEAL)