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2-365A050

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RECORDATION 18016-A
FILED 1925

OF COUNSEL
URBAN A. LESTER

DEC 30 1992 - 12 05 PM
INTERSTATE COMMERCE COMMISSION

18016-A

DEC 30 11 59 AM '92
NOT RECORDED

December 30, 1992

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) fully executed and acknowledged copies of a Termination of Agreement dated December 30, 1992, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to an Interim Use Agreement dated as of November 24, 1992, which was recorded on December 2, 1992 under Recordation Number 18016.

The names and addresses of the parties to the enclosed document are:

Thrall Car Manufacturing Company
2521 State Street
Chicago Heights, Illinois 60411-0218

The Atchison, Topeka and Santa Fe Railway Company
1700 East Golf Road
Schaumburg, Illinois 60173

A description of the railroad equipment covered by the enclosed document is set forth in Annex A thereto.

Also enclosed is a check in the amount of \$16 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

Charles T. Kappler
Secretary

Mr. Sidney L. Strickland, Jr.
December 30, 1992
Page 2

A short summary of the enclosed secondary document to appear in the
Commission's Index is:

Termination of Agreement

Very truly yours,


Charles T. Kappler

CTK/bg
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

12/29/92

OFFICE OF THE SECRETARY

Charles T. Kappler

Alvord & Alvord

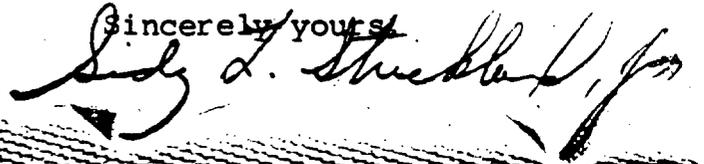
918 16th St. N.W.

Washington, D.C. 20006

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 12/30/92 at 12:05pm, and assigned re-
recording number(s). 18016-A

Sincerely yours,



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30
(7/79)

TERMINATION OF AGREEMENT

DEC 30 1992 .12 05 PM

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION OF AGREEMENT, made this 30th day of December, 1992, by and between THRALL CAR MANUFACTURING COMPANY, an Illinois corporation ("Thrall"), and THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, a Delaware corporation ("Railroad").

WHEREAS, Thrall and Railroad are parties to an Interim Use Agreement, dated as of November 24, 1992 (the "Agreement"); and

WHEREAS, the Agreement was duly filed for recordation with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303, on December 2, 1992, at 11:55 a.m. and given Recordation Number 18016; and

WHEREAS, Thrall and Railroad desire to terminate and cancel the Agreement with respect to the items described herein and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and Thrall, intending to be legally bound, the parties hereto agree as follows:

1. Railroad and Thrall hereby terminate and cancel the Agreement, effective December 30, 1992, with respect to the items described on Annex A hereto (hereinafter, the "Terminated Units"), and Railroad and Thrall hereby agree that no rights, duties or liabilities under the Agreement with respect to such Terminated Units shall survive the termination and cancellation of the Agreement, except for the obligations under Section 4 of the Agreement with respect to the time period during which the Terminated Units were subject to the Agreement, which obligations shall survive the termination and cancellation of the Agreement.

2. The parties agree to record this Termination of Agreement with the ICC.

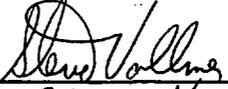
3. This Termination of Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Termination of Agreement.

IN WITNESS WHEREOF, Railroad and Thrall have each caused this Termination of Agreement to be duly executed by their authorized officers as of the day and year first above written.

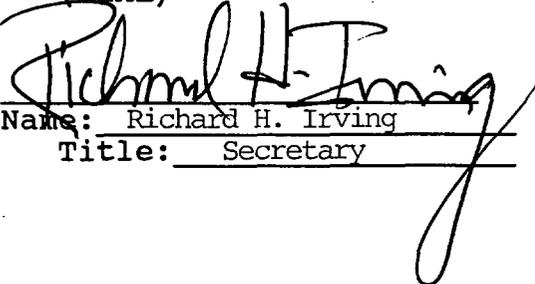
ATTEST:
(SEAL)


Name: CRAIG N. SMETKO
Title: ASSISTANT SECRETARY

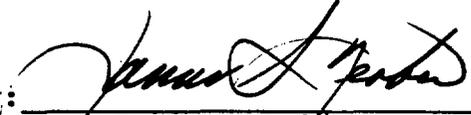
THE ATCHISON, TOPEKA AND
SANTA FE RAILWAY COMPANY

By: 
Name: Steve Vollmer
Title: Director of Finance

ATTEST:
(SEAL)


Name: Richard H. Irving
Title: Secretary

THRALL CAR MANUFACTURING COMPANY

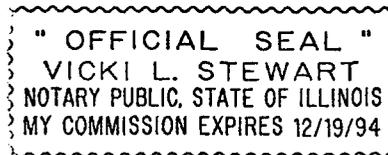
By: 
Name: James S. Yerbic
Title: Vice President-Finance

STATE OF ILLINOIS)
)
COUNTY OF COOK)

On this 28th day of December, 1992, before me personally appeared Steve Vollmer, to me personally known, who, being duly sworn, did say that he is Director of Finance, THE ATCHISON, TOPEKA AND SANTA FE RAILWAY COMPANY, that the foregoing instrument was signed on behalf of such 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 such corporation.

Vicki L Stewart
Notary Public

My commission expires:
12/19/94

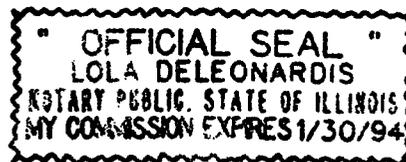


STATE OF ILLINOIS)
)
COUNTY OF DU PAGE)
~~COOK~~

On this 30th day of December, 1992, before me personally appeared James S. Yerbic, to me personally known, who, being duly sworn, did say that he is Vice President-Finance of THRALL CAR MANUFACTURING COMPANY, that the foregoing instrument was signed on behalf of such 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 such corporation.

Lola De Leonardi
Notary Public

My commission expires:
1-30-92



ANNEX A to
TERMINATION OF AGREEMENT

<u>CAR</u> <u>MARK</u>	<u>CAR RACK</u> <u>NUMBER NUMBER</u>	<u>SHIP</u> <u>DATE</u>	<u>SERVICE</u>
TTGX	965017 ATSF 2591	12/04/92	GM
TTGX	965003 ATSF 2592	12/04/92	GM
TTGX	965508 ATSF 2593	12/04/92	GM
TTGX	964584 ATSF 2595	12/04/92	GM
TTGX	941885 ATSF 2596	12/04/92	GM
TTGX	964305 ATSF 2597	12/04/92	GM
TTGX	941808 ATSF 2598	12/04/92	GM
TTGX	965013 ATSF 2599	12/04/92	GM
TTGX	941655 ATSF 2600	12/04/92	GM
TTGX	964734 ATSF 2601	12/04/92	GM
TTGX	941678 ATSF 2602	12/04/92	GM
TTGX	965435 ATSF 2589	12/07/92	GM
TTGX	965056 ATSF 2590	12/07/92	GM
TTGX	962178 ATSF 2594	12/07/92	GM
TTGX	964293 ATSF 2603	12/07/92	GM
TTGX	965451 ATSF 2604	12/07/92	GM
TTGX	965597 ATSF 2605	12/07/92	GM
TTGX	941670 ATSF 2606	12/07/92	GM
TTGX	964671 ATSF 2607	12/07/92	GM
TTGX	941673 ATSF 2608	12/07/92	GM
TTGX	942126 ATSF 2609	12/07/92	GM
TTGX	941652 ATSF 2610	12/07/92	GM
TTGX	965428 ATSF 2611	12/07/92	GM
TTGX	964172 ATSF 2612	12/08/92	GM
TTGX	941650 ATSF 2613	12/08/92	GM
TTGX	941498 ATSF 2614	12/08/92	GM
TTGX	965563 ATSF 2615	12/08/92	GM
TTGX	941058 ATSF 2616	12/08/92	GM
TTGX	941418 ATSF 2617	12/08/92	GM
TTGX	942828 ATSF 2618	12/08/92	GM
TTGX	965020 ATSF 2619	12/08/92	GM
TTGX	942745 ATSF 2620	12/08/92	GM
TTGX	964594 ATSF 2621	12/08/92	GM
TTGX	964863 ATSF 2622	12/08/92	GM
TTGX	965632 ATSF 2623	12/08/92	GM
TTGX	964276 ATSF 2624	12/09/92	GM
TTGX	942374 ATSF 2625	12/09/92	GM
TTGX	964177 ATSF 2626	12/09/92	GM
TTGX	941412 ATSF 2628	12/09/92	GM
TTGX	941473 ATSF 2629	12/09/92	GM
TTGX	965468 ATSF 2630	12/09/92	GM
TTGX	942362 ATSF 2631	12/09/92	GM
TTGX	941692 ATSF 2632	12/09/92	GM
TTGX	964342 ATSF 2633	12/09/92	GM
TTGX	941400 ATSF 2634	12/09/92	GM
TTGX	964303 ATSF 2627	12/09/92	GM
TTGX	942217 ATSF 2635	12/09/92	GM
TTGX	942766 ATSF 2636	12/10/92	GM

<u>CAR</u> <u>MARK</u>	<u>CAR</u> <u>NUMBER</u>	<u>RACK</u> <u>NUMBER</u>	<u>SHIP</u> <u>DATE</u>	<u>SERVICE</u>
TTGX	964704	ATSP 2637	12/10/92	GM
TTGX	963501	ATSP 2638	12/10/92	GM
TTGX	941639	ATSP 2639	12/10/92	GM
TTGX	965618	ATSP 2640	12/10/92	GM
TTGX	942167	ATSP 2641	12/10/92	GM
TTGX	941438	ATSP 2642	12/10/92	GM
TTGX	940993	ATSP 2643	12/10/92	GM
TTGX	942701	ATSP 2644	12/10/92	GM
TTGX	942704	ATSP 2645	12/10/92	GM
TTGX	965349	ATSP 2646	12/11/92	GM
TTGX	941672	ATSP 2647	12/11/92	GM
TTGX	941419	ATSP 2648	12/11/92	GM
TTGX	964580	ATSP 2650	12/11/92	GM
TTGX	965123	ATSP 2651	12/11/92	GM
TTGX	941577	ATSP 2653	12/11/92	GM
TTGX	964697	ATSP 2655	12/14/92	GM
TTGX	964193	ATSP 2657	12/14/92	GM
TTGX	965492	ATSP 2658	12/14/92	GM
TTGX	965598	ATSP 2659	12/14/92	GM
TTGX	941858	ATSP 2660	12/14/92	GM
TTGX	941651	ATSP 2661	12/14/92	GM
TTGX	965502	ATSP 2662	12/14/92	GM
TTGX	941232	ATSP 2663	12/14/92	GM
TTGX	941644	ATSP 2664	12/14/92	GM
TTGX	941456	ATSP 2665	12/14/92	GM
TTGX	963958	ATSP 2649	12/15/92	GM
TTGX	942719	ATSP 2652	12/15/92	GM
TTGX	942186	ATSP 2656	12/15/92	GM
TTGX	965108	ATSP 2666	12/15/92	GM
TTGX	941632	ATSP 2667	12/15/92	GM
TTGX	942410	ATSP 2668	12/15/92	GM
TTGX	942759	ATSP 2669	12/15/92	GM
TTGX	965106	ATSP 2670	12/15/92	GM
TTGX	965439	ATSP 2671	12/15/92	GM
TTGX	941125	ATSP 2672	12/15/92	GM
TTGX	963703	ATSP 2673	12/15/92	GM
TTGX	940161	ATSP 2674	12/15/92	GM
TTGX	941690	ATSP 2654	12/16/92	GM
TTGX	965194	ATSP 2676	12/16/92	GM
TTGX	965091	ATSP 2677	12/16/92	GM
TTGX	964344	ATSP 2678	12/16/92	GM
TTGX	941658	ATSP 2679	12/16/92	GM
TTGX	965653	ATSP 2680	12/16/92	GM
TTGX	965185	ATSP 2681	12/16/92	GM
TTGX	965036	ATSP 2682	12/16/92	GM
TTGX	941393	ATSP 2683	12/16/92	GM
TTGX	965635	ATSP 2684	12/16/92	GM
TTGX	942029	ATSP 2685	12/16/92	GM

<u>CAR MARK</u>	<u>CAR NUMBER</u>	<u>RACK NUMBER</u>	<u>SHIP DATE</u>	<u>SERVICE</u>
TTGX	965563	ATSP 2675	12/17/92	GM
TTGX	965046	ATSP 2686	12/17/92	GM
TTGX	964395	ATSP 2687	12/17/92	GM
TTGX	940892	ATSP 2688	12/17/92	GM
TTGX	941597	ATSP 2689	12/17/92	GM
TTGX	965630	ATSP 2690	12/17/92	GM
TTGX	963108	ATSP 2691	12/17/92	GM
TTGX	941390	ATSP 2692	12/17/92	GM
TTGX	941475	ATSP 2693	12/17/92	GM
TTGX	965549	ATSP 2694	12/17/92	GM
TTGX	963101	ATSP 2695	12/18/92	GM
TTGX	964369	ATSP 2696	12/18/92	GM
TTGX	963533	ATSP 2697	12/18/92	GM
TTGX	965103	ATSP 2698	12/18/92	GM
TTGX	965002	ATSP 2699	12/18/92	GM
TTGX	963822	ATSP 2700	12/18/92	GM
TTGX	965535	ATSP 2701	12/18/92	GM
TTGX	941168	ATSP 2702	12/18/92	GM
TTGX	961445	ATSP 2703	12/18/92	GM
TTGX	963538	ATSP 2704	12/21/92	GM
TTGX	963957	ATSP 2705	12/21/92	GM
TTGX	942073	ATSP 2706	12/21/92	GM
TTGX	964998	ATSP 2707	12/21/92	GM
TTGX	941213	ATSP 2708	12/21/92	GM
TTGX	962536	ATSP 2709	12/21/92	GM
TTGX	941581	ATSP 2710	12/21/92	GM
TTGX	941189	ATSP 2711	12/21/92	GM
TTGX	961971	ATSP 2712	12/21/92	GM
TTGX	942223	ATSP 2713	12/21/92	GM
TTGX	941054	ATSP 2714	12/22/92	GM
TTGX	942232	ATSP 2715	12/22/92	GM
TTGX	964701	ATSP 2716	12/22/92	GM
TTGX	965506	ATSP 2717	12/22/92	GM
TTGX	964659	ATSP 2718	12/22/92	GM