



0100950008

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

THOMAS D. MARION
TREASURER

DIRECT LINE (312) 984-3821
FAX (312) 984-3855

January 25, 1996

VIA FEDERAL EXPRESS

Mr. Vernon Williams
Secretary
Surface Transportation Board
12th & Constitution Avenue, N.W.
Room 2303
Washington, D.C. 20423

RECORDED NO. 14811-D
JAN 31 10 24 AM '96
OFFICE OF THE COMMISSIONER OF COMMUNICATIONS

Dear Mr. Williams:

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:

Bill of Sale dated as of January 2, 1996.

This Agreement is a secondary document.

Parties to this transaction are as follows:

TTX Company (Buyer)
101 North Wacker Drive
Chicago, Illinois 60606

Chase Manhattan Service Corporation (Seller)
1 Chase Manhattan Plaza
New York, NY 10081

RECEIVED
JAN 31 10 24 AM '96
OFFICE OF SECRETARY

The general description of the equipment is as follows:

TYPE	AAR MECHANICAL DESIGNATION	NO. OF UNITS	MARKED	NUMBERED
5-unit articulated double-stack container well cars	FA	214	DTTX	62095 - 62101, 62103 - 62119, 62121 - 62139, 63000 - 63013, 63016 - 63059, 63061 - 63087, 63089 - 63113, 63115 - 63141, 63143 - 63157,

Mr. Vernon Williams

January 25, 1996

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TYPE	AAR MECHANICAL DESIGNATION	NO. OF UNITS	MARKED	NUMBERED
5-unit articulated double-stack container well cars	FA	214	DTTX	63159 - 63166, 63168 - 63178.

Enclosed is our check in the amount of \$21.00 to cover filing fees.

Prior recordations pertaining to this Agreement are as follows:

- A) Trust Indenture dated as of October 1, 1985, recorded on October 16, 1985, recordation number 14811.
- B) Equipment Lease Agreement dated as of October 1, 1985, recorded on October 16, 1985, recordation number 14811-A.
- C) Amendment Agreement dated December 30, 1985, recorded on December 30, 1985, recordation number 14811-B.

A short summary of this Agreement to appear in the Index is as follows:

"Bill of Sale dated as of January 2, 1996, covering 214 5-unit articulated double-stack container well cars - DTTX, numbered: 62095 - 62101, 62103 - 62119, 62121 - 62139, 63000 - 63013, 63016 - 63059, 63061 - 63087, 63089 - 63113, 63115 - 63141, 63143 - 63157, 63159 - 63166, 63168 - 63178.

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.

Very truly yours,



TDM:mkh

Enclosures

I:\dept\trs\trstdm\letter\stb214.doc

P.S. Please call Jane Wilhelm at 312-984-3841 as soon as this agreement is recorded advising her of the recordation number, date and time. Thank you very much.

REGISTRATION NO. 14811 - D
TAXPAYER ID NO. 1000-9129-0000
COMMISSION

**TTX COMPANY
OFFICER'S CERTIFICATE**

I, Thomas D. Marion, Treasurer of TTX Company, DO HEREBY CERTIFY that the attached document is a true and correct copy of the original, executed Bill of Sale, dated as of January 2, 1996, by and between TTX Company ("Buyer") and Chase Manhattan Service Corporation ("Seller").

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of TTX Company the 26th day of January, 1996.

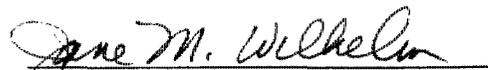

Thomas D. Marion
Treasurer


(Corporate Seal)

State of Illinois,)
) SS.:
County of Cook)

On this 26 day of January, 1996, before me personally appeared Thomas D. Marion, to me personally known, who, being by me duly sworn, says that he is the Treasurer of TTX COMPANY and that the seal affixed to this instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors.




Notary Public

(Notarial Seal)
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SCHEDULE A

TTX COMPANY
Equipment Lease dated October 1, 1985
Description of Units

Thrall 5-platform articulated double-stack container-well cars	43	62095-62101; 62103-62119; 62121-62139 (inclusive)
Gunderson 5-platform articulated double-stack container-well cars	171	63000-63013; 63016-63059; 63061-63087; 63089-63113; 63115-63141; 63143-63157; 63159-63166; 63168-63178 (inclusive)
Total Remaining Units:	214	