



THOMAS D. MARION
TREASURER

TTX COMPANY
101 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606
(312) 853-3223
FAX (312) 984-3855

RECORDATION NO. 18659-A FILED 1425

FEB 22 1994 - 10 30 AM

DIRECT LINE (312) 984-3821

54.00

INTERSTATE COMMERCE COMMISSION

0100121017

VIA FEDERAL EXPRESS

Sidney Strickland, Jr.
Secretary
Interstate Commerce Commission
12th & Constitution Avenue, N.W.
Room 2303
Washington, D.C. 20423

February 18, 1994

Dear Mr. Strickland:

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:

Manufacturing Agreement Supplement No. 1 dated as of February 3, 1994, a secondary document supplementing the Manufacturing Agreement dated as of January 7, 1994.

Parties to this transaction are as follows:

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

Gunderson, Inc. (Manufacturer)
4350 Northwest Front Avenue
Portland, OR 97210

The general description of the equipment is as follows:

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>No. of Units</u>	<u>Marked</u>	<u>Numbered</u>
Three-unit all-purpose well cars.	FCA	184	DTTX	427110-427293

Sidney L. Strickland, Jr.

Page Two

Enclosed is our check in the amount of \$18.00 to cover filing fees.

Prior recordations pertaining to this Supplement No. 1 being recorded are as follows:

Manufacturing Agreement dated January 7, 1994, recorded on January 24, 1994, recordation number 18659.

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

"Manufacturing Agreement Supplement No. 1, covering 184 three-unit all purpose well cars numbered 427110-427293."

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/mak
Enclosures
18659

P.S. Ms. Mildred Lee - As per your previous conversation, 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.

Interstate Commerce Commission
Washington, D.C. 20423

2/25/94

OFFICE OF THE SECRETARY

T.D. Marion

Treasurer

TTX Company
101 North Wacker Dr.

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 **2/22/94** at **10:30am**, and assigned
recording number(s). **18659-A 18660-A & 18713**

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

MANUFACTURING AGREEMENT SUPPLEMENT #1, dated as of February 3, 1994, between GUNDERSON, INC. (the "Manufacturer") and COMPANY (the "Company").

RECORDATION NO. 18657-A
FILED 142
FEB 22 1994 - 11:30 AM
INTERSTATE COMMERCE COMMISSION

The parties hereto have heretofore entered into Manufacturing Agreement dated as of January 7, 1994 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.

GUNDERSON, INC.

By: *A. L. Ballo*
Vice President

(Corporate Seal)

ATTESTATION:

Howard D. Wells
Assistant Secretary

TTX COMPANY

By: *T. J. Mason*
Treasurer

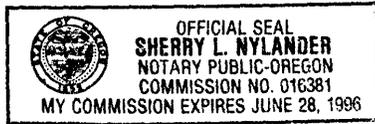
(Corporate Seal)

ATTESTATION:

A. J. Burton
Assistant Secretary

STATE OF OREGON)
) SS.:
COUNTY OF MULTNOMAH)

On this 14th day of February 1994, before me personally appeared J. L. Ballo, to me personally known, who, being by me duly sworn, says that he is a Sr. Vice President of GUNDERSON, INC. 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.

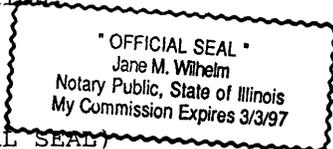


Sherry L. Nylander
Notary Public

(NOTARIAL SEAL)

STATE OF ILLINOIS)
) SS.:
COUNTY OF COOK)

On this 7 day of February, 1994, 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, 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.



Jane M. Wilhelm
Notary Public

(NOTARIAL SEAL)

ANNEX A

GUNDERSON, INC.
(Manufacturer)

TTX COMPANY
(Company)

ITEM 1:

<u>Type*</u>	<u>Qty</u>	<u>Company Car Numbers (Incl.)</u>	<u>Unit Price</u>	<u>Total Price</u>	<u>Month of Delivery</u>	<u>Spec. (Contract Number)</u>
DTTX	184	427110-427293			May - June '94	T-3A93-F

ITEM 2: November 30, 1994

ITEM 3: To be determined.

ITEM 4: 4350 Northwest Front Avenue
Portland, Oregon 97210

* Three-unit all-purpose well cars. Built in accordance with TTX General Specification No. 68-43-011586, dated January 15, 1986, revised June 4, 1986 (Buyer's Specifications). Gunderson Specification No. R93-23 issued December 15, 1993 (Seller's Specifications).

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