



THOMAS D. MARION
TREASURER

0100580039

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

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VIA FEDERAL EXPRESS

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

March 29, 1995

RECORDATION NO. 19138-A
FILED 1425
MAR 31 1995 10:00 AM
INTERSTATE COMMERCE COMMISSION

LICENSING DIVISION

MAR 31 8 55 AM '95

OFFICE OF THE
SECRETARY

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 counterparts of the following Manufacturing Agreement Supplement:

Manufacturing Agreement Supplement No. 1 dated as of March 16, 1995 supplementing the Manufacturing Agreement dated as of November 28, 1994.

Parties to this transaction are as follows:

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

Trinity Industries, Inc. (Manufacturer)
2525 Stemmons Freeway
Dallas, TX 75207

The general description of the equipment is as follows:

Type	AAR Mechanical Designation	No. Of Units	Marked	Numbered
5-platform Articulated 53' All-Purpose Spine Cars	FCA	200	TTAX	554460-554659



Interstate Commerce Commission
Washington, D.C. 20423-0001

3/3//95

Office Of The Secretary

Thomas D. Marion-Treasurer
TEX Company
101 North Wacker Drive
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 3/31/95 at 9:00AM, and assigned recordation number(s). 19138-A.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

(0100580034)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

MAR 31 1995 11:00 AM

MANUFACTURING AGREEMENT SUPPLEMENT #1, dated as of March 16, 1995, between TRINITY INDUSTRIES, INC. (the "Manufacturer") and TTX COMPANY (the "Company").

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of November 28, 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.

TRINITY INDUSTRIES, INC.

By: W.C. Newby
Vice President
Freight Car Sales

(Corporate Seal)
ATTESTATION:

Neil O'Shroy
Assistant Secretary

TTX COMPANY

By: T. J. Mason
Treasurer

(Corporate Seal)
ATTESTATION:

A. J. [Signature]
Assistant Secretary

STATE OF TEXAS)
) SS.:
COUNTY OF DALLAS)

On this 27th day of March 1995, before me personally appeared W.C. Nobby, to me personally known, who, being by me duly sworn, says that he is a Vice President of TRINITY INDUSTRIES, 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.

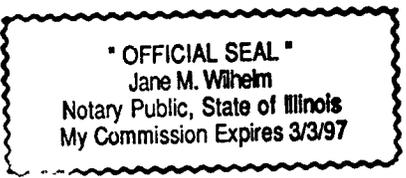


Janet L. Snyder
Notary Public

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

On this 20 day of March, 1995, 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.

(NOTARIAL SEAL)



Jane M. Wilhelm
Notary Public

ANNEX A

TRINITY INDUSTRIES, INC.
(Manufacturer)

TTX COMPANY
(Company)

ITEM 1:

<u>Type</u>	<u>Qty</u>	Company Car Numbers (<u>Include.</u>)	<u>Unit Price</u>	<u>Total Price</u>	<u>Month of Delivery</u>	<u>Spec. (Contract Number)</u>
TTAX	200	554460-554659			April - July 1995	T-5094-P

ITEM 2: October 31, 1995

ITEM 3: To be determined.

ITEM 4: 2525 Stemmons Freeway
Dallas, TX 75207

- * Five-Platform Articulated All Purpose Spine Cars to handle containers and 28 ft. through 53 ft. trailers with deck 36 1/2" above rail. TTX Specification No. 68-43-011586, dated January 15, 1986, revised July 1, 1994 and TTX Supplemental Specification No. 68-43-061592 dated June 15, 1992, revised September 9, 1994. Trinity Specification F-5-5702 revised September 9, 1993.

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