

\$16.00



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

ROBERT E. ZIMMERMAN
VICE PRESIDENT
AND CHIEF FINANCIAL OFFICER

DIRECT LINE (312) 984-3820

July 2, 1993

18062-B

JUL 7 1993 - 12:20 PM

INTERSTATE COMMERCE COMMISSION

VIA FEDERAL EXPRESS

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

3-188A049

JUL 7 12 20 PM '93
MOTOR OPERATING UNIT

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 Amendment No. 1 dated as of June 24, 1993, a secondary document supplementing the Manufacturing Agreement dated as of December 9, 1992 and the Manufacturing Agreement Supplement No. 1 dated as of April 28, 1993.

Parties to this transaction are as follows:

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

Thrall Car Manufacturing Company (Manufacturer)
2521 S. State Street
Chicago Heights, IL 60411

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>
Drawbar-connected double-stack container cars semi-permanently connected in a three-unit configuration.	FCA	80	DTTX	25358-25437

Sidney L. Strickland

July 2, 1993

Page Two

Enclosed is our check in the amount of \$16.00 to cover filing fees.

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

- 1) Manufacturing Agreement dated December 9, 1992, recorded on December 30, 1992, recordation number 18062.
- 2) Manufacturing Agreement Supplement No. 1 dated as of April 28, 1993, recorded on May 11, 1993, recordation number 18062-A.

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

"Manufacturing Agreement No. 1, replacing Annex A to the Manufacturing Agreement with the Amended Annex A, covering 80 drawbar-connected double-stack container cars semi-permanently connected in a three-unit configuration."

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,



REZ:pjr
Enclosures

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.

18062-B

Interstate Commerce Commission

Washington, D.C. 20423

7/8/93

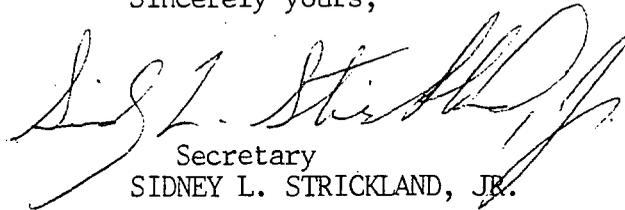
OFFICE OF THE SECRETARY

Robert E. Zimmerman-VP
TTX Company
101 North Wacker Drive
Chicago, Illinois 60606

Dear **Sirs:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **7/7/93** at **12:25PM**, and assigned recordation number(s). **18062-B.**

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

2/16/16

MANUFACTURING AGREEMENT AMENDMENT #1, dated as of June 24, 1993, between THRALL CAR MANUFACTURING (the "Manufacturer") and 18062-B TTX COMPANY (the "Company").

JUL 7 1993 -12 25 PM

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of December 9, 1992 **INTERNATIONAL COMMERCE COMMISSION** Manufacturing Supplement No. 1 dated as of April 28, 1993 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.

Annex A to said Manufacturing Agreement Supplement No. 1 is being replaced by the Amended Annex A attached hereto. The information set forth in Item 1 of Annex A hereto in respect of the 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.

THRALL CAR MANUFACTURING

By: George S. McHally
Vice President

(Corporate Seal)

ATTESTATION:
Michael Casey
Assistant Secretary

TTX COMPANY

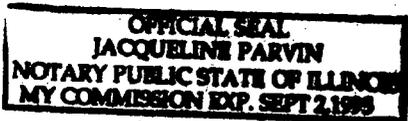
By: Thomas Marion
Treasurer

(Corporate Seal)

ATTESTATION:
[Signature]
Assistant Secretary

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

On this 29 day of June 1993, before me personally appeared George S. McNally, to me personally known, who, being by me duly sworn, says that he is a Vice President of THRALL CAR MANUFACTURING 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.

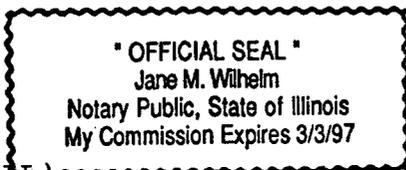


Jacqueline Parvin
Notary Public

(NOTARIAL SEAL)

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

On this 24 day of June, 1993, 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

THRALL CAR MANUFACTURING COMPANY
(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	80	25358-25437			July. - Aug. '93	T-4A92-T

ITEM 2: January 31, 1994

ITEM 3: To be determined.

ITEM 4: 26th and State Street
Chicago Heights, IL 60411

* Double-Stack Container Cars Semi-Permanently Connected into a three-unit configuration. Built in accordance with TTX General Specification No. 68-43-011586, dated January 15, 1986, revised September 9, 1992 and TTX Supplemental Specification No. 68-43-032390 issued March 24, 1990, revised April 27, 1992, (Buyer's Specifications). Thrall Specification No. FC-285-92Q110 (Seller's Specifications).

mfgagree.75