



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

ANTHONY J. BARTON
 DIRECTOR EQUIPMENT FINANCING
 ASSISTANT TREASURER & ASSISTANT SECRETARY

DIRECT LINE (312) 984-3824

October 20, 1992

2-296A018

VIA FEDERAL EXPRESS

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

7982-C
 RECEIVED BY THE SECRETARY OF THE I.C.C.

OCT 22 1992 - 2 45 PM

INTERSTATE COMMERCE COMMISSION

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:

Certificates of Satisfaction and Discharge, a secondary document, relating to the Equipment Trust Agreement dated as of June 15, 1975.

Parties to this transaction are as follows:

TTX Company, (formerly Trailer Train Company) (Company)
 101 North Wacker Drive
 Chicago, IL 60606

Chemical Bank, Successor by Merger to
 Manufacturers Hanover Trust Company (Trustee)
 450 West 33rd Street
 New York, NY 10001

The general description of the equipment is as contained in the Equipment Trust Agreement dated June 15, 1975, as amended.

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

Prior recordations pertaining to this Certificate of Satisfaction and Discharge being recorded are as follows:

- (1) Equipment Trust Agreement dated June 15, 1975, recorded on July 7, 1975, at 9:30 a.m., recordation number 7982.

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Mr. Sidney L. Strickland, Jr.
October 20, 1992
Page Two

- (2) Supplemental Agreement XXXII, dated December 1, 1979, recorded December 6, 1979, at 2:10 p.m., recordation number 7982-A.
- (3) Supplemental Agreement XXXV dated March 15, 1985, recorded June 25, 1985, at 10:25 a.m., recordation number 7982-B.

A short summary of this Certificate of Satisfaction and Discharge to appear in the Index is as follows:

"Secondary document titled "Certificate of Satisfaction and Discharge" fully discharging previous liens associated with the Equipment Trust Agreement dated as of June 15, 1975, including all Supplements and Amendments thereto"

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.

Sincerely yours,



AJB:mak
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

10/22/92

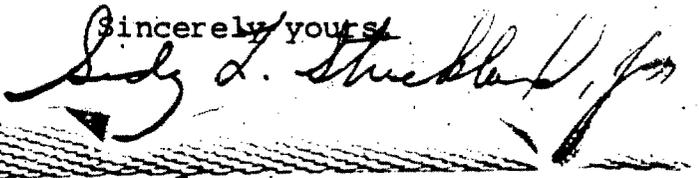
OFFICE OF THE SECRETARY

Anthony J. Barton
TTX Company
101 North Wacker Drive
Chicago, ILL. 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 10/22/92 at 2:25pm, and assigned re-
recording number(s) 7982-C, 8142-F & 8528-D

Sincerely yours



Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30
(7/79)

**CERTIFICATE OF SATISFACTION AND DISCHARGE
UNDER EQUIPMENT TRUST AGREEMENT**

7982-C
Institutional Use
Original Date

OCT 22 1992 - 2:25 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, Chemical Bank, successor by merger to Manufacturers Hanover Trust Company, a New York Corporation (the "Trustee") and TTX Company (formerly Trailer Train Company), a Delaware Corporation (the "Company") entered into an Equipment Trust Agreement dated as of June 15, 1975 (the "Agreement") for the financing of certain railroad flatcars (the "Equipment") and;

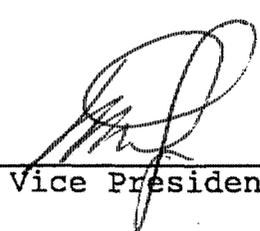
WHEREAS, the Equipment resulting under the Agreement was comprised of the units identified by number in Schedule A attached hereto, and;

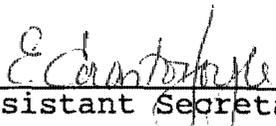
WHEREAS, the Company has satisfied all of its obligations under the Agreement including without limitation the payment in full of the indebtedness secured by the Equipment under the Agreement, and;

WHEREAS, the Company has requested that the Trustee execute and deliver a Certificate of Satisfaction and Discharge under the Agreement.

NOW, THEREFORE, Chemical Bank does hereby certify that the Company has satisfied all of its obligations under the Agreement including without limitation the payment in full of the indebtedness secured by the Equipment under the Agreement and that, accordingly, the lien of Chemical Bank, acquired under the Agreement, has been completely discharged.

CHEMICAL BANK

By: 
~~Assistant~~ Vice President

Attest: 
Assistant Secretary

certsati.dis

STATE OF NEW YORK)
COUNTY OF NEW YORK)

SS:

On this *14* day of *October*, 1992, before me personally appeared *W.B. Dodge*, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice-President of Chemical Bank, that the seal 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.

Alicia Castelle
Notary Public

ALICIA CASTELLE
Notary Public, State of New York
No. 4860155
Qualified in Nassau County
Certificate Filed in New York County
Commission Expires April 16, 1994

(NOTARIAL SEAL)

Schedule A
Equipment List
Equipment Trust Series 35
Dated As Of June 15, 1975

Car Numbers
(Inclusive)

<u>Low Number</u>	<u>High Number</u>	<u>Number of Cars</u>
97481		1
97487		1
97496		1
97499	97562	64
850500	850523	24
965419	965564	146
965566	965581	16
965583	965619	37
965635		1
965638	965639	2
965643	965647	5
965650	965655	6
973893		1
973913		1
973917		1
973920		1
973922		1
973925		1
973928		1
973933	973938	6
973942		1
973946	973947	2
973949	973950	2
		<u>322</u>