

1-218A028



TTX COMPANY  
101 NORTH WACKER DRIVE  
CHICAGO, ILLINOIS 60606  
(312) 853-3223  
FAX (312) 984-3855  
  
DIRECT LINE (312) 984-3821

THOMAS D MARION  
TREASURER

August 2, 1991

17296-A  
REGISTRATION NO. FILED DATE

AUG 6 1991 1:20 PM

INTERSTATE COMMERCE COMMISSION

VIA FEDERAL EXPRESS

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

Dear Mr. Strickland:

Submitted herewith for filing and recording under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder are three (3) fully executed documents as follows:

Manufacturing Agreement Supplement No. 1 dated as of July 24, 1991, a secondary document supplementing the Manufacturing Agreement dated as of April 22, 1991.

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:

<u>Type</u>	<u>AAR Mechanical Designation</u>	<u>No. of Units</u>	<u>Marked</u>	<u>Numbered</u>
5-unit Articulated All Purpose Spine Car	FC	80	TTAX	76857-76936

Aug 6 1 07 PM '91  
MOTOR VEHICLE UNIT

Sidney L. Strickland, Jr.

August 2, 1991

Page Two

Enclosed is our check in the amount of \$15.00 to cover filing fees.

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

Manufacturing Agreement dated April 22, 1991, recorded on May 6, 1991, recordation number 17296.

A short summary of this Supplement No. 1 to appear in the Index is as follows:

"Manufacturing Agreement Supplement No. 1 covering 80 5-unit Articulated All Purpose Spine Cars numbered 76857-76936".

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

P.S. Ms. Mildred Lee - As per your previous conversation, please call Jane Congram at 312-984-3841 as soon as this agreement is recorded advising her of the recordation number, date and time. Thank you very much.

MANUFACTURING AGREEMENT SUPPLEMENT #1, dated as of July 1991, between TRINITY INDUSTRIES, INC. (the "Manufacturer") and TTX COMPANY (the "Company").

REGISTRATION NO. 20914  
AUG 24, 1991 - 1:20 PM  
INTEGRITY OF COMMERCE COMMISSION

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of April 22, 1991 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: *John Phelps*

(Corporate Seal)  
ATTESTATION:  
*Neil O. Shroy*  
Assistant Secretary

TTX COMPANY

By: *Thomas Marow*  
Treasurer

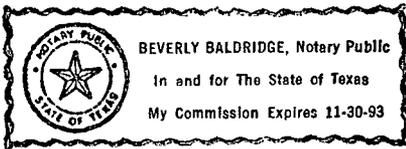
(Corporate Seal)  
ATTESTATION:  
*[Signature]*  
Assistant Secretary  
DELAWARE

STATE OF TEXAS )

) SS.:

COUNTY OF DALLAS )

On this 29<sup>th</sup> day of July 1991, before me personally appeared J. Dean Phelps, 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.



Beverly Baldrige  
Notary Public

(NOTARIAL SEAL)

STATE OF ILLINOIS )

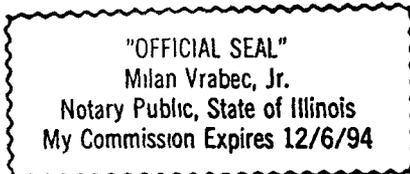
) SS.:

COUNTY OF COOK )

On this 25<sup>th</sup> day of July, 1991, 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.

[Signature]  
Notary Public

(NOTARIAL SEAL)



ANNEX A  
TO MANUFACTURING AGREEMENT SUPPLEMENT #1

TRINITY INDUSTRIES, INC.  
(Manufacturer)

TTX COMPANY  
(Company)

Item 1:

<u>Type*</u>	<u>Qty.</u>	<u>Company Car Numbers (Inclusive)</u>	<u>Unit Purchase Price</u>	<u>Total Purchase Price</u>	<u>Month(s) of Delivery</u>	<u>Spec. (Contract Number)</u>
TTAX	80	76857-76936	\$151,536.00	\$12,122,880	Aug.-Oct. '91	T-5A90-P

Item 2: February 28, 1992

Item 3: To be determined.

Item 4: 600 East Ninth Street, Suite 5  
Michigan City, IN 46360

\* Five-Platform Articulated All-Purpose Spine Cars, to handle containers and 28 ft. through 48 ft. trailers. TTX specification 68-43-011586 dated January 15 1986, revised November 1, 1990 and TTX Supplemental Specification No. 68-43-083188 dated August 31, 1988 revised May 10, 1991 and Trinity Specification PSM-1125 dated October 24, 1988, revised May 7, 1991 (Seller's Specification).