



1-218A027

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

THOMAS D. MARION  
TREASURER

DIRECT LINE (312) 984-3821

August 5, 1991

17369A  
RECORDING NO. FILED 1991

VIA FEDERAL EXPRESS

AUG 6 1991 -1 20 PM

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

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 three (3) fully executed documents as follows:

Manufacturing Agreement Supplement No. 1  
dated as of July 25, 1991, a secondary document  
supplementing the Manufacturing Agreement dated  
as of May 23, 1991.

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>
5-unit Articulated well cars of 125-ton capacity	FC	100	DTTX	73809-73908

RECEIVED

AUG 13 1991

Sidney L. Strickland, Jr.  
August 5, 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:

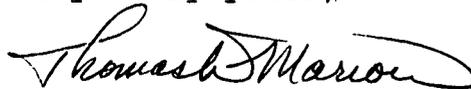
Manufacturing Agreement dated May 23, 1991, recorded on June 7, 1991, recordation number 17369.

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

"Manufacturing Agreement Supplement No. 1 covering 100 5-unit Articulated well cars numbered 73809-73908".

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.

Interstate Commerce Commission  
Washington, D.C. 20423

8/6/91

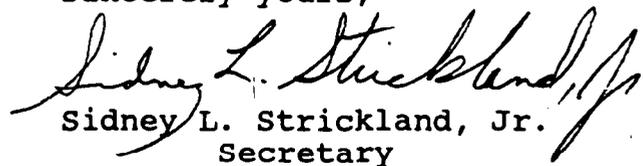
OFFICE OF THE SECRETARY

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 8/6/91 at 1:20pm, and assigned recordation number(s). 17369-A, 17377-A & 17296-A

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

MANUFACTURING AGREEMENT SUPPLEMENT #1, dated as of July 1987, between GUNDERSON INC. (the "Manufacturer") and TRAILER TRAIN COMPANY (the "Company").

17369-A  
AUG 6 1987 1:30 PM  
INTERSTATE COMMISSION

The parties hereto have heretofore entered into a Manufacturing Agreement dated as of May 23, 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.

GUNDERSON INC.

By: Stephen L. Bulb  
Vice President

(Corporate Seal)

ATTESTATION:

Harold W. [Signature]  
Assistant Secretary

TTX COMPANY

By: Thomas M. [Signature]  
Treasurer

(Corporate Seal)

ATTESTATION:

[Signature]  
Assistant Secretary

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

On this 29<sup>th</sup> day of July 1990<sup>91</sup>, before me personally appeared Stephen L. Ball, 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. Mufander  
Notary Public  
*My commission expires 6/22/92*

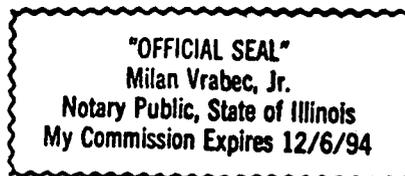
(NOTARIAL SEAL)

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

GUNDERSON 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>
DTTX	100	73809-73908	\$190,693	\$19,069,030	July-Sept. '91	T-3091-F

Item 2: January 31, 1992

Item 3: To be determined.

Item 4: 4350 Northwest Front Avenue  
Portland, OR 97210

\* Five-unit Articulated well cars of 125-ton capacity. TTX General Specification No. 68-43-011586, revised November 1, 1990 and Supplemental Specification No. 68-43-032288 issued March 22, 1988 revised November 1, 1990. Gunderson Specification 19480.