



ANTHONY J. BARTON
ASSISTANT VICE PRESIDENT - FINANCE

RECORDATION NO. 24853-F FILED

AUG 23 2004

3-55 PM

SURFACE TRANSPORTATION BOARD

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

DIRECT LINE (312) 984-3824
FAX (312) 984-3855

August 20, 2004

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20006



Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11301 and the regulations promulgated thereunder are three (3) fully executed counterparts of each of the following documents:

- 1) Manufacturer's Release dated as of June 7, 2004.
- 2) Manufacturer's Release dated as of August 5, 2004.

These Releases are secondary documents, supplementing the Memorandum of Railcar Manufacturing Agreement dated as of March 2, 2004, and recorded on March 12, 2004, under recordation number 24853.

Parties to this transaction are as follows:

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

Seller: Trinity Rail Group, LLC (Manufacturer)
2525 Stemmons Freeway
Dallas, Texas 75356

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The general description of the equipment is as follows:

TYPE	AAR MECHANICAL DESIGNATION	NO. OF UNITS	MARKED	NUMBERED
60'-9" HQ Plate F Box Car	XM	1.) 192	TBOX	670556-670557 670559 670580 670582 670596 670656 670680 670683 670700-670701 670720-670721 670724-670726 670728 670733-670734 670736, 670740 670742, 670762 670744-670750 670752-670760 670764, 670766 670768-670777 670781, 670832 670786-670789 670793-670799 670810, 670819 670825-670827 670837-670838 670844-670848 670850-670854 670856-670868 670870-670903 670905-670909 670913-670914 670916-670919 670922, 670925 670930-670933 670937, 670954 670949-670951 671000-671019 671021-671022

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The general description of the equipment is as follows:

TYPE	AAR MECHANICAL DESIGNATION	NO. OF UNITS	MARKED	NUMBERED
60'-9" HQ Plate F Box Car	XM	1.) 192 Cont.	TBOX	671025-671027 671029-671030 671032-671037 671039-671043 671045-671047 671050-671051
		2.) 186		670558 670703, 670730 670738-670739 670741, 670743 670751, 670758 670761, 670763 670765, 670767 670778-670780 670782-670785 670790-670792 670818, 670855 670869, 970904 670910-670912 670915 670920-670921 670923-670924 670926-670929 670934-670936 670938-670948 670952-670953 670955-670999 671020 671023-671024 671028, 671038 671044, 671031 671048-671049 671052-671056 671058-671118 671120 671122-671124 671126-671129 671131-671133

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Enclosed are two checks totaling \$60.00 to cover filing fees.

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

“Manufacturer’s Release, a secondary document supplementing the Memorandum of Railcar Manufacturing Agreement dated as of March 2, 2004, and recorded on March 12, 2004, recordation number 24853, covering 378 TBOX flatcars.”

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,

A handwritten signature in cursive script, appearing to read "Anthony J. Burt".

Enclosures

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RELEASE

SURFACE TRANSPORTATION BOARD

TRINITY RAIL GROUP, LLC, the manufacturer named in the Manufacturing Agreement dated as of March 2, 2004 and Purchase Agreement T-2A03-P, dated May 29, 2003 (collectively the "Agreement") all with TTX Company, with said Manufacturing Agreement having been filed with the Surface Transportation Board on March 12, 2004, and assigned recordation number 24853, does hereby acknowledge receipt of all amounts due under the Purchase Agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto, except as set forth under the Purchase Agreement.

TRINITY RAIL GROUP, LLC

By: Neil O. Shoop
Neil O. Shoop
Treasurer

Date: August 5, 2004

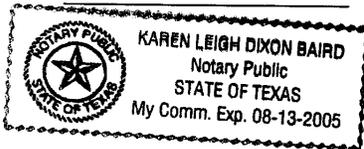
STATE OF TEXAS)
)
COUNTY OF DALLAS) SS:

On this 5th day of August, 2004, before me personally appeared, Neil O. Shoop, to me personally known, who, by me being duly sworn, says that he is the Treasurer of Trinity Rail Group, LLC, that one of the seals affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.

Karen Leigh Dixon Baird
Notary Public for the State of Texas

(Notary Seal)

My Commission Expires:



SCHEDULE A

Invoice No. 14509
Car Type: Box Car
Quantity: One Hundred Eighty Six (186)
Car Marks: TBOX

Running Numbers:

670955 through and including 670999	670923
670558	670924
670703	670926
670730	670927
670738	670928
670739	670929
670741	670934
670743	670935
670751	670936
670758	670938 through and including 670948
671031	670952
670761	670953
670763	671020
670765	671023
670767	671024
670778	671028
670779	671038
670780	671044
670782	671048
670783	671049
670784	671052
670785	671053
670790	671054
670791	671055
670792	671056
670818	671058
670855	671059 through and including 671118
670869	671120
670904	671122
670910	671123
670911	671124
670912	671126
670915	671127
670920	671128
670921	671129
	671131
	671132
	671133