

Law Offices of

CHAPMAN AND CUTLER LLP

Theodore S. Chapman  
1877-1943  
Henry E. Cutler  
1879-1959

111 West Monroe Street, Chicago, Illinois 60603-4080  
Telephone (312) 845-3000  
Facsimile (312) 701-2361  
chapman.com

San Francisco  
595 Market Street  
San Francisco, CA 94105  
(415) 541-0500

Salt Lake City  
201 South Main Street  
Salt Lake City, UT 84111  
(801) 533-0066

January 15, 2008

Ms. Anne K. Quinlan, Esq.  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001

RECORDATION NO. 11479-9 **FILED**

JAN 16 '08 -8 00 AM

SURFACE TRANSPORTATION BOARD

Re: **TTX Company**  
**Purchase of Railroad Equipment**  
**Termination of Lease of Railroad Equipment**

Dear Ms. Quinlan:

I am enclosing for recording pursuant to Section 11301 of Title 49 of the United States Code, two original copies of the Termination of Lease of Railroad Equipment, dated as of January 15, 2008, between General Electric Railcar Services Corporation (successor-in-interest to Security Pacific Equipment Leasing, Inc.), as lessor (the "*Lessor*") and TTX Company, as lessee (the "*Lessee*"):

The enclosed document relates to the Lease of Railroad Equipment (No. 24A) dated as of February 1, 1980 between Lessor and Lessee (the "*Lease*"), a copy of which was recorded with the Interstate Commerce Commission as predecessor to the Surface Transportation Board on February 11, 1980 at 1:05 P.M. under recordation number 11479-B.

The names and addresses of the parties to the enclosed document are as follows:

Lessor: General Electric Railcar Services Corporation  
Attn: Mr. Daniel Wallace, Vice President  
161 North Clark St., 5th Floor  
Chicago, IL 60601

Lessee: TTX Company  
101 North Wacker Drive  
Chicago, IL 60606

Law Offices of  
CHAPMAN AND CUTLER LLP

The equipment covered as of the date hereof by the aforesaid Lease of Railroad Equipment consists of the following:

53 (fifty-three) 89'4" 70-ton capacity, flush deck flatcars (ACF Industries, Inc.) within the series 922242 through 922298, 200 (two-hundred) 89'4" 70-ton capacity, flush deck flatcars (Bethlehem Steel Corporation) within the series 982577 through 982999, 9 (nine) 89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.) within the series 942840 through 942849, 46 (forty-six) 89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.) within the series 854159 through 854204, and 266 (two-hundred sixty-six) 89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.) within the series 992000 through 992499; all as specifically described in Exhibit A attached hereto.

A short summary of the document to appear in the index follows:

Termination of Lease of Railroad Equipment (No. 24A), dated as of January 15, 2008, between General Electric Railcar Services Corporation (successor-in-interest to Security Pacific Equipment Leasing, Inc.), as Lessor, and TTX Company, as Lessee.

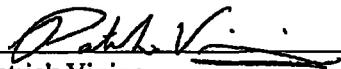
A fee of thirty-five dollars (\$35.00) is enclosed. Please time and date stamp the enclosed copy of the enclosed document along with the extra copy of this letter as proof of filing and recordation of the enclosed document and return the original and any extra copies of such document and this letter not needed by the Board for recordation to:

Robert Alvord, Esq.  
Alvord and Alvord  
1050 Seventeenth Street, N.W.  
Suite 301  
Washington, D.C. 20036

If you have any questions or need further information, please do not hesitate to contact the undersigned (312) 845-3429.

Sincerely,

CHAPMAN AND CUTLER LLP

By   
Patrick Vining

Enclosures

**EXHIBIT A**

**UNITS**

<b>EQUIPMENT</b>	<b>QUANTITY</b>	<b>ROAD NUMBERS</b>
89'4" 70-ton capacity, flush deck flatcars (ACF Industries, Inc.)	53	922242, 922244 through 922264, inclusive, 922266 through 922293, inclusive, 922295 through 922296, inclusive, 922298
		<u>Casualties</u> 922243 922265 922294 922297 922299
89'4" 70-ton capacity, flush deck flatcars (Bethlehem Steel Corporation)	200	982577 through 982600, inclusive, 982602 through 982626, inclusive, 982628 through 982644, inclusive, 982646 through 982654, inclusive, 982656 through 982682, inclusive, 982823 through 982851, inclusive, 982853 through 982875, inclusive, 982877 through 982878, inclusive, 982880 through 982889, inclusive, 982963 through 982975, inclusive, 982977 through 982979, inclusive, 982981 through 982984, inclusive, 982986 through 982999, inclusive
		<u>Casualties</u> 982601 982627 982645 982655 982852 982876 982879 982976 982980 982985

EQUIPMENT	QUANTITY	ROAD NUMBERS
89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.)	9	942840 through 942845, inclusive 942847 through 942849, inclusive
		<u>Casualty</u>
		942846
89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.)	46	854159 through 854204, inclusive
89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.)	266	992000 through 992060, inclusive, 992062 through 992071, inclusive 992073, 992075 through 992149, inclusive, 992151 through 992162, inclusive, 992164 through 992192, inclusive, 992194 through 992197, inclusive, 992199 through 992214, inclusive, 992216 through 992224, inclusive, 992227 through 992231, inclusive, 992450 through 992455, inclusive, 992457 through 992461, inclusive, 992463 through 992475, inclusive, 992477 through 992479, inclusive, 992481, 992483 through 992491, inclusive, 992493 through 992499, inclusive
		<u>Casualties</u>
		992061 992072 992074 992150 992163 992193 992198 992215 992225 992226 992456 992462 992476 992480 992482 992492
<b>Total Units</b>	<b>574</b>	

JAN 16 '08 -8 00 AM

SURFACE TRANSPORTATION BOARD

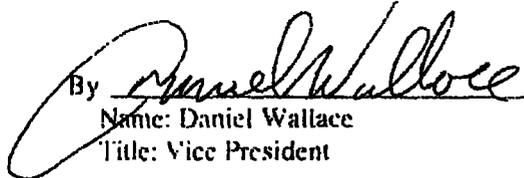
**TERMINATION OF LEASE OF RAILROAD EQUIPMENT**

This TERMINATION OF LEASE OF RAILROAD EQUIPMENT is made and entered into as of January 15, 2008 by and between GENERAL ELECTRIC RAILCAR SERVICES CORPORATION (successor-in-interest to Security Pacific Equipment Leasing, Inc.), as Lessor (the "Lessor") and TTX COMPANY, as Lessee (the "Lessee").

1. Lessor has heretofore leased to Lessee those certain railroad equipment set forth on Exhibit A attached hereto pursuant to the Lease of Railroad Equipment (No. 24A), dated as of February 1, 1980 (as amended, modified or supplemented to date, the "Lease"), a copy of which was duly recorded with the Interstate Commerce Commission on February 11, 1980 at 1:05 P.M. under recordation number 11479-B.
2. The Lease is terminated effective as of the date hereof with respect to the railroad equipment set forth on Exhibit A attached hereto.
3. This Termination of Lease of Railroad Equipment shall neither impair nor terminate the rights and obligations of the parties under the Lease which expressly survive this termination.

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

GENERAL ELECTRIC RAILCAR SERVICES  
CORPORATION, (successor-in-interest to  
Security Pacific Equipment Leasing, Inc.), as  
Lessor

By   
Name: Daniel Wallace  
Title: Vice President

Executed on this 15 day of January, 2008.

TTX COMPANY, as Lessee

By \_\_\_\_\_  
Name: Kathleen M. Savard  
Title: Vice President and  
Chief Financial Officer

Executed on this \_\_\_ day of January, 2008

IN WITNESS WHEREOF, the parties hereto have each caused this termination to be duly executed by their respective officers duly authorized as of the date and year first above written.

GENERAL ELECTRIC RAILCAR SERVICES  
CORPORATION, (successor-in-interest to  
Security Pacific Equipment Leasing, Inc.), as  
Lessor

By \_\_\_\_\_

Name: Daniel Wallace

Title: Vice President

Executed on this \_\_\_\_ day of January, 2008.

TTX COMPANY, as Lessee

By Kathleen Savard

Name: Kathleen M. Savard

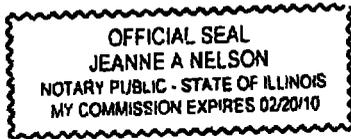
Title: Vice President and  
Chief Financial Officer

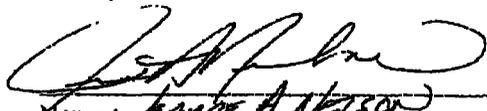
Executed on this 14 day of January, 2008.

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

On this, the 15<sup>th</sup> day of January, 2008, before me, a Notary Public in and for said County and State, personally appeared Daniel Wallace, who being by me duly sworn, says that he is the Vice President of GENERAL ELECTRIC RAILCAR SERVICES CORPORATION, that said instrument was signed on January     , 2008 on behalf of said corporation 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 corporation

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



  
Name: Jeanne A Nelson  
Notary Public  
My Commission Expires: 2-20-2010  
Residing in Coal Ct.

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

On this, the      day of January, 2008, before me, a Notary Public in and for said County and State, personally appeared Kathleen M. Savard, who being by me duly sworn, says that she is the Vice President and Chief Financial Officer of TTX COMPANY, that said instrument was signed on January   , 2008 on behalf of said corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

\_\_\_\_\_  
Name:  
Notary Public  
My Commission Expires:  
Residing in \_\_\_\_\_

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

On this, the \_\_\_\_ day of January, 2008, before me, a Notary Public in and for said County and State, personally appeared Daniel Wallace, who being by me duly sworn, says that he is the Vice President of GENERAL ELECTRIC RAILCAR SERVICES CORPORATION, that said instrument was signed on January \_\_, 2008 on behalf of said corporation 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 corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.

\_\_\_\_\_  
Name:  
Notary Public  
My Commission Expires:  
Residing in \_\_\_\_\_

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

On this, the 14<sup>th</sup> day of January, 2008, before me, a Notary Public in and for said County and State, personally appeared Kathleen M. Savard, who being by me duly sworn, says that she is the Vice President and Chief Financial Officer of TTX COMPANY, that said instrument was signed on January 14, 2008 on behalf of said corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.



Eric R. Enstrom  
Name:  
Notary Public  
My Commission Expires: 9/10/11  
Residing in Illinois

**EXHIBIT A**

**UNITS**

<b>EQUIPMENT</b>	<b>QUANTITY</b>	<b>ROAD NUMBERS</b>
89'4" 70-ton capacity, flush deck flatcars (ACF Industries, Inc.)	53	922242, 922244 through 922264, inclusive, 922266 through 922293, inclusive, 922295 through 922296, inclusive, 922298
		<u>Casualties</u>
		922243 922265 922294 922297 922299
89'4" 70-ton capacity, flush deck flatcars (Bethlehem Steel Corporation)	200	982577 through 982600, inclusive, 982602 through 982626, inclusive, 982628 through 982644, inclusive, 982646 through 982654, inclusive, 982656 through 982682, inclusive, 982823 through 982851, inclusive, 982853 through 982875, inclusive, 982877 through 982878, inclusive, 982880 through 982889, inclusive, 982963 through 982975, inclusive, 982977 through 982979, inclusive, 982981 through 982984, inclusive, 982986 through 982999, inclusive
		<u>Casualties</u>
		982601 982627 982645 982655 982852 982876 982879 982976 982980 982985

EQUIPMENT	QUANTITY	ROAD NUMBERS
89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.)	9	942840 through 942845, inclusive 942847 through 942849, inclusive
		<u>Casualty</u>
		942846
89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.)	46	854159 through 854204, inclusive
89'4" 70-ton capacity, flush deck flatcars (Pullman Inc.)	266	992000 through 992060, inclusive, 992062 through 992071, inclusive 992073, 992075 through 992149, inclusive, 992151 through 992162, inclusive, 992164 through 992192, inclusive, 992194 through 992197, inclusive, 992199 through 992214, inclusive, 992216 through 992224, inclusive, 992227 through 992231, inclusive, 992450 through 992455, inclusive, 992457 through 992461, inclusive, 992463 through 992475, inclusive, 992477 through 992479, inclusive, 992481, 992483 through 992491, inclusive, 992493 through 992499, inclusive
		<u>Casualties</u>
		992061 992072 992074 992150 992163 992193 992198 992215 992225 992226 992456 992462 992476 992480 992482 992492
<b>Total Units</b>	<b>574</b>	

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 1/16/08



\_\_\_\_\_  
Robert W. Alvord