



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

RECORDATION NO. 24238-T FILED

MAR 17 '04 3:01 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

March 16, 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 August 21, 2003.
- 2) Manufacturer's Release dated as of September 16, 2003.

These Releases are secondary documents, supplementing the Memorandum of Railcar Manufacturing Agreement dated as of December 3, 2002, and recorded on December 12, 2002, under recordation number 24238. A Memorandum of Railcar Manufacturing Agreement Supplement dated June 5, 2003 was recorded on June 19, 2003, under recordation number 24238-I.

Parties to this transaction are as follows:

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

Seller: National Steel Car Limited (Manufacturer)
602 Kenilworth Avenue North
Hamilton, Ontario
Canada, L8N 3J4

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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.) 109	TBOX	665500-665534 665536-665543 665545-665551 665553-665558 665560 665562-665563 665566, 665568 665571-665573 665575-665576 665578-665579 665581-665591 665595, 665600 665597-665598 665603-665606 665608-665612 665614-665617 665620-665621 665625, 665633 665627-665629 665635, 665638 665640-665641 665647-665648
		2.) 80		665535, 665544 665552, 665559 665561, 665567 665564-665565 665569-665570 665574, 665577 665580 665592-665594 665596, 665599 665601-665602 665607, 665613 665618, 665630 665634, 665639 665642-665646 665649-665666 665668-665671 665673, 665676

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The general description of the equipment continues as follows:

TYPE	AAR MECHANICAL DESIGNATION	NO. OF UNITS	MARKED	NUMBERED
60'-9" HQ Plate F Box Car	XM	2.) 80 Cont.	TBOX	665679-665680 665682-665689 665691, 665697 665694-665695 665699-665700 665702 665706-665711 665714, 665721

Enclosed is our check in the amount of \$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 December 3, 2002, and recorded on December 12, 2002, recordation number 24238, covering 189 TBOX boxcars.”

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,



Enclosures

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TTX

SCHEDULE "A" TO MANUFACTURE'S RELEASE, BILL OF SALE &
 INVOICE #35658 / T3A02N Supplement #1
 P.5165
 DELIVERY OF 60'-9" BOX CARS

<u>DATE ACCEPTED</u>	<u>TBOX SERIES:</u>	<u>TBOX SERIES:</u>	<u>TBOX SERIES:</u>	<u>TBOX SERIES:</u>	<u>QUANTITY</u>	<u>CUMULATIVE TOTAL</u>
16-Jul-03	665500 665504 665509 665527	665501 665505 665512	665502 665506 665513	665503 665507 665515	13	13
17-Jul-03	665514 665530 665541	665525 665531 665547	665528 665533 665548	665529 665538	11	24
18-Jul-03	665524 665557 665573	665532 665560	665537 665563	665555 665572	9	33
19-Jul-03	665511 665545 665571	665516 665551 665584	665539 665553	665543 665562	10	43
21-Jul-03	665519 665526 665589	665520 665566	665522 665568	665523 665589	9	52
22-Jul-03	665518 665603	665575 665604	665578 665605	665600 665610	8	60
23-Jul-03	665508 665590 665598	665517 665591 665612	665583 665595 665617	665587 665597	11	71
24-Jul-03	665510 665588 665621	665534 665609	665579 665611	665585 665616	9	80
25-Jul-03	665554 665582 665625 662640	665556 665606 665627	665558 665614 665628	665581 665615 665629	13	93
31-Jul-03	665648 665620 665542 665521	665608 665633 665641 665540	665647 665638 665550 665546	665536 665635 665549 665576	16	109