



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

RECORDATION NO. 24238 - C FILED

MAR 17 '04 3-14 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 #35700 / 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>
31-Jul-03						109
11-Aug-03	665561 665569 665650	665564 665570 665652	665565 665602	665567 665618	10	119
12-Aug-03	665574 665594 665656	665580 665601 665660	665592 665644	665593 665654	10	129
13-Aug-03	665552 665651 665668	665599 665659 665669	665642 665661	665646 665662	10	139
14-Aug-03	665559 665630 665665	665577 665634 665671	665596 665645	665607 665664	10	149
18-Aug-03	665639 665679 665689	665643 665680	665670 665686	665676 665687	9	158
19-Aug-03	665655 665684 665699	665657 665691	665682 665695	665683 665697	9	167
20-Aug-03	665544 665666 665663	665649 665673	665653 665688	665658 665700	9	176
25-Aug-03	665613 665707 665535 665708 665714	665685 665702 665709 665721	665694 665710	665706 665711	5 2 6	181 183 189
					<u>80</u>	