



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

RECORDATION NO. 24853-B FILED

JUN 17 '04 2-46 PM

SURFACE TRANSPORTATION BOARD

June 16, 2004

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

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



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 1, 2004.
- 2) Manufacturer's Release dated as of June 7, 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.) 144 | TBOX | 670516, 670524 670543-670555 670560-670579 670581 670584-670585 670588-670595 670597-670598 670625, 670629 670633-670655 670657-670663 670664-670675 670677-670679 670681 670684-670691 670693-670699 670702 670704-670708 670711-670712 670714-670717 670719, 670722 670800-670809 670811-670817 670830-670831 |
| | | 2.) 35 | | 670583 670586-670587 670599, 670676 670682, 670692 670709-670710 670713, 670718 670723, 670727 670729, 670735 670731-670732 670737 670820-670824 670828-670829 670833-670836 670839-670843 670849 |

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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 179 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 black ink, appearing to read "Anthony J. Burton". The signature is fluid and cursive, with a long horizontal line extending to the right.

Enclosures

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SCHEDULE A

| | |
|------------------|-------------------------------------|
| Invoice No. | 13023 |
| Car Type: | Box Car |
| Quantity: | One Hundred Forty Four (144) |
| Car Marks: | TBOX |
| Running Numbers: | 670560 through and including 670579 |
| | 670664 through and including 670675 |
| | 670681 |
| | 670685 through and including 670691 |
| | 670694 |
| | 670697 |
| | 670699 |
| | 670800 through and including 670809 |
| | 670719 |
| | 670722 |
| | 670811 through and including 670817 |
| | 670830 |
| | 670831 |
| | 670584 |
| | 670598 |
| | 670677 through and including 670679 |
| | 670684 |
| | 670581 |
| | 670585 |
| | 670588 through and including 670595 |
| | 670597 |
| | 670693 |
| | 670695 |
| | 670696 |
| | 670698 |
| | 670702 |
| | 670704 through and including 670708 |
| | 670711 |
| | 670712 |
| | 670714 though and including 670717 |
| | 670625 |
| | 670629 |
| | 670633 through and including 670655 |
| | 670657 through and including 670663 |
| | 670519 |
| | 670524 |
| | 670543 through and including 670555 |