



ANTHONY J. BARTON
ASSISTANT VICE PRESIDENT - FINANCE

RECORDATION NO. 24853-E FILES

AUG 23 04

3-50 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. Burton". The signature is written in black ink and is positioned below the typed name "Anthony J. Burton".

Enclosures

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RECORDATION NO. 24853-E FILED

TTX COMPANY
OFFICER'S CERTIFICATE

AUG 23 '04

3-50 PM

SURFACE TRANSPORTATION BOARD

I, Anthony J. Barton, Assistant Vice President - Finance of TTX Company, DO HEREBY CERTIFY that the attached documents are each a true and correct copy of the original, executed Releases, by and between TTX Company and Trinity Rail Group, LLC.

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

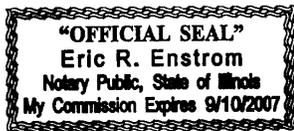
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of TTX Company the 20th day of August, 2004.


Anthony J. Barton
Assistant Vice President - Finance

(Corporate Seal)

State of Illinois,)
) SS.:
County of Cook)

On this 20th day of August, 2004, before me personally appeared Anthony J. Barton, to me personally known, who, being by me duly sworn, says that he is the Assistant Vice President - Finance of TTX COMPANY and that the seal affixed to this instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors.




Notary Public

(Notarial Seal)
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SCHEDULE A

Invoice No.	13811
Car Type:	Box Car
Quantity:	One Hundred Ninety-Two (192)
Car Marks:	TBOX
Running Numbers:	

670768 through and including 670777
671000 through and including 671019
670744 through and including 670750
670856 through and including 670868
670752 through and including 670760
670930 through and including 670933
670844 through and including 670848
670762
670764
670766
670781
670786
670937
670949
670950
670951
670954
671045
671046
671047
671050
671051
670913
670914
670922
670925
670787
670788
670789
670556
670557
670559
670582
670596
670721
670736
670742

670870 through and including 670903
671039 through and including 671043
670793 through and including 670799
671032 through and including 671037
670905 through and including 670909
670916 through and including 670919
670850 through and including 670854
671021
671022
671025
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671029
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670810
670819
670825
670826
670827
670832
670837
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