TTX

ANTHONY J. BARTON
ASSISTANT VICE PRESIDENT - FINANCE

RECORDATION NO. 24853-I FILED

SEP 22 '04 1-20 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

September 20, 2004

SEP 21 2004
RECEIVED

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 September 2, 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

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	38	TBOX	671119 671121 671125 671130 671134-671146 671148-671166 671168-671169

Enclosed is our check in the amount of $30.00 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 38 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,

Anthony J. Santos

Enclosures
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SURFACE TRANSPORTATION BOARD

RELEASE

TRINITY RAIL GROUP, LLC, the manufacturer named in the Manufacturing Agreement dated as of March 2, 2004 and Purchase Agreement T-2A03-P, dated May 29, 2003 (collectively the "Agreement") all with TTX Company, with said Manufacturing Agreement having been filed with the Surface Transportation Board on March 12, 2004, and assigned recordation number 24853, does hereby acknowledge receipt of all amounts due under the Purchase Agreement in respect of, and does hereby release all of its right, title, and interest in and to, the railroad equipment listed in Schedule A hereto, except as set forth under the Purchase Agreement.

TRINITY RAIL GROUP, LLC

By: Neil O. Shoop

Neil O. Shoop
Treasurer

Date: September 2, 2004

STATE OF TEXAS)
) SS:
COUNTY OF DALLAS)

On this 2nd day of September, 2004, before me personally appeared, Neil O. Shoop, to me personally known, who, by me being duly sworn, says that he is the Treasurer of Trinity Rail Group, LLC, that one of the seals affixed to the foregoing instrument is the corporate seal of said company, and that said instrument was signed and sealed on behalf of said company 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 company.

Karen Leigh Dixon Baird
Notary Public for the State of Texas

(Notary Seal)

My Commission Expires:

KAREN LEIGH DIXON BAIRD
Notary Public
STATE OF TEXAS
My Comm. Exp. 08-13-2005

SCHEDULE A

Invoice No.	15370
Car Type:	Box Car
Quantity:	Thirty Eight (38)
Car Marks:	TBOX
Running Numbers:	671119 671121 671125 671130 671134 through and including 671146 671148 through and including 671166 671168 671169