



ANTHONY J. BARTON
ASSISTANT VICE PRESIDENT - FINANCE

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

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

November 30, 2004

VIA FEDERAL EXPRESS

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20006

RECORDATION NO. 24597-B FILED

DEC 02 '04 11-08 AM

SURFACE TRANSPORTATION BOARD

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 February 2, 2004.
- 2) Manufacturer's Release dated as of March 2, 2004. ✓
- 3) Manufacturer's Release dated as of April 14, 2004.
- 4) Manufacturer's Release dated as of May 7, 2004.
- 5) Manufacturer's Release dated as of May 20, 2004.

These Releases are secondary documents, supplementing the Memorandum of Railcar Manufacturing Agreement dated as of June 23, 2003, and recorded on September 17, 2003, under recordation number 24597.

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.) 79	TBOX	670040-670041 670044-670049 670052-670103 670105-670109 670111-670115 670120-670121 670123-670124 670127, 670129 670200-670201 670203
		2.) 93		670104 670110 670116-670119 670122 670125-670126 670128 670130-670188 670191-670194 670199 670202 670204-670217 670219-670220 670223-670224
		3.) 178		670189-670190 670195-670198 670218 670221-670222 670225-670241 670243-670262 670268 670270-670272 670300-670412 670418 670425-670436 670441-670442

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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	4.) 72	TBOX	670264-670265 670267 670420 670281-670299 670413-670417 670422-670424 670445 670448-670449 670455-670459 670461-670466 670468-670470 670472 670474 670476-670481 670483-670497 670499
		5.) 28		670263, 670266 670269 670273-670280 670419 670421 670437-670440 670443-670444 670446-670447 670450-670453 670460 670473 670475

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Enclosed is our check in the amount of \$150.00 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 June 23, 2003, and recorded on September 17, 2003, recordation number 24597, covering 450 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,



Enclosures

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DEC 1 2004
RECEIVED

RECORDATION NO. 24597-B FILED

DEC 02 '04 11-08 AM

SURFACE TRANSPORTATION BOARD

TTX COMPANY
OFFICER'S CERTIFICATE

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 March 2, 2004.

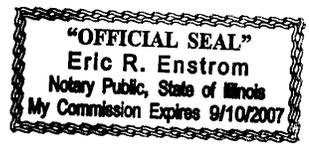
IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of TTX Company the 30th day of November, 2004.

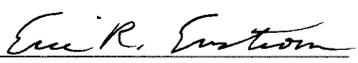

Anthony J. Barton
Assistant Vice President - Finance

(Corporate Seal)

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

On this 30th day of November, 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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RELEASE

TRINITY RAIL GROUP, LLC, the manufacturer named in the Manufacturing Agreement dated as of June 23, 2003 and Purchase Agreement T-3002-P, dated March 10, 2003 (collectively the "Agreement") all with TTX Company, with said Manufacturing Agreement having been filed with the Surface Transportation Board on September 17, 2003, and assigned recordation number 24597, 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: March 2, 2004

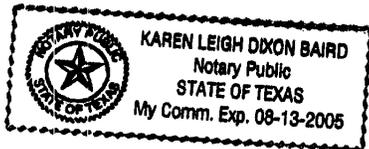
STATE OF TEXAS)
)
COUNTY OF DALLAS) SS:

On this 2nd day of March, 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.

(Notary Seal)

Karen Leigh Dixon Baird
Notary Public for the State of Texas

My Commission Expires:



SCHEDULE A

Invoice No.	10592
Car Type:	Box Car
Quantity:	Ninety Three (93)
Car Marks:	TBOX
Running Numbers:	670110 670204 through and including 670217 670116 through and including 670119 670122 670130 through and including 670188 670202 670104 670125 670126 670128 670191 670192 670193 670194 670199 670219 670220 670223 670224