



ANTHONY J. BARTON
ASSISTANT VICE PRESIDENT - FINANCE

RECORDATION NO. 24702-D FILED

DEC 03 '04

3-05 PM

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

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

SURFACE TRANSPORTATION BOARD

December 2, 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 April 13, 2004.
- 2) Manufacturer's Release dated as of May 3, 2004.

These Releases are secondary documents, supplementing the Memorandum of Railcar Manufacturing Agreement dated as of November 10, 2003, and recorded on November 19, 2003, under recordation number 24702. A Memorandum of Railcar Manufacturing Agreement Supplement dated January 12, 2004 was recorded on January 20, 2004, under recordation number 24702-C.

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



Mr. Vernon A. Williams
December 2, 2004
Page Two

The general description of the equipment is as follows:

| TYPE | AAR MECHANICAL DESIGNATION | NO. OF UNITS | MARKED | NUMBERED |
|----------------------------------|----------------------------|--------------|--------|--------------------------------|
| 73-foot, 110 ton center beam car | FBC | 1.) 103 | TTZX | 865150-865251 865259 |
| | | 2.) 97 | | 865252-865258 865260-865349 |

Enclosed is our check in the amount of \$64.00 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 November 10, 2003, and recorded on November 19, 2003, recordation number 24702, covering 200 TTZX cars.”

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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MANUFACTURER'S RELEASE

SURFACE TRANSPORTATION BOARD

NATIONAL STEEL CAR LIMITED, the manufacturer named in the Manufacturing Agreement Supp #3 dated as of January 12, 2004, with TTX Company, which has been filed and recorded with the Surface Transportation Board pursuant to Section 11301(a) of Title 49 of the United States Code on January 20, 2004, and assigned recordation number 24702-C, does hereby acknowledge receipt of all amounts due under said supplement in respect of, and does hereby release all of its right, title and interest in and to, the railroad equipment listed Schedule A hereto.

ATTEST

NATIONAL STEEL CAR LIMITED

Cecil Mosselman
Cecil Mosselman
Secretary

By: Peter Kras
Peter Kras
Vice President Manufacturing Finance

CITY OF HAMILTON)
) SS:
PROVINCE OF ONTARIO)

On this 13th day of April, 2004 before me personally appeared Cecil Mosselman, to me personally known, who, by me being duly sworn, says that he is Secretary of National Steel Car Limited, that the seal 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.

C Wollaston

Notary Public

COLOMBA ANNE WOLLASTON, Notary Public,
City of Hamilton-Wentworth, limited to the
attestation of instruments and the taking of
affidavits, for National Steel Car Limited.
Expires April 15, 2004

TTX

SCHEDULE "A" TO MANUFACTURE'S RELEASE, BILL OF SALE &
 INVOICE #36124/ T2B03N Supplement #1
 P.5225
 DELIVERY OF CENTERBEAM CARS

| <u>DATE ACCEPTED</u> | <u>TTZX SERIES:</u> | <u>TTZX SERIES:</u> | <u>TTZX SERIES:</u> | <u>TTZX SERIES:</u> | <u>QUANTITY</u> | <u>CUMULATIVE TOTAL</u> |
|--------------------------|--------------------------------------|-------------------------|-------------------------|-------------------------|-----------------|-----------------------------|
| 05-Mar-04 | 865157 | | | | 1 | 1 |
| 08-Mar-04 | 865150 865159 865152 865163 | 865153 | 865155 | 865158 | 10 | 11 |
| 09-Mar-04 | 865151 865168 865164 | 865154 | 865160 | 865166 | 8 | 19 |
| 10-Mar-04 | 865167 865169 865189 | 865173 | 865175 | 865177 | 9 | 28 |
| 11-Mar-04 | 865176 865191 865179 865190 | 865181 | 865186 | 865187 | 10 | 38 |
| 12-Mar-04 | 865180 865200 865171 865201 | 865185 | 865194 | 865196 | 11 | 49 |
| 15-Mar-04 | 865198 865204 | 865199 | 865205 | 865207 | 8 | 57 |
| 16-Mar-04 | 865174 865222 865193 865218 | 865203 | 865216 | 865220 | 10 | 67 |
| 17-Mar-04 | 865208 865221 865230 | 865212 | 865214 | 865225 | 9 | 76 |
| 18-Mar-04 | 865219 865217 865242 | 865224 | 865228 | 865231 | 9 | 85 |
| 19-Mar-04 | 865238 865245 865246 865250 | 865239 | 865240 | 865244 | 10 | 95 |
| 22-Mar-04 | 865243 865229 865236 | 865251 | 865259 | 865235 | 8 | 103 |
| | | | | | Total | <u>103</u> |