



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

RECORDATION NO. 14381-C FILED

MAR 19 '01 3-11 PM

TS
SURFACE TRANSPORTATION BOARD

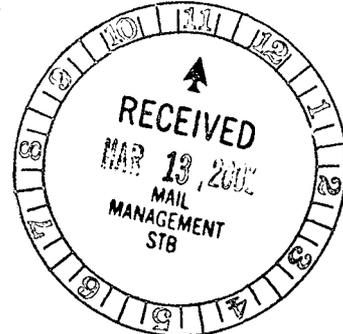
TTX COMPANY
101 NORTH WACKER DRIVE
CHICAGO, ILLINOIS 60606
(312) 853-3223

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

March 12, 2001

VIA FEDERAL EXPRESS

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001



Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11301 and the regulations promulgated thereunder are four (4) counterparts of the following fully executed document:

Memorandum of Termination of Lease dated as of February 14, 2001.

This is a secondary document, relating to the Equipment Lease (No. 26A) dated as of June 1, 1984 between TTX Company (f/k/a Trailer Train Company) and Wilmington Trust Company, as trustee, which was filed and recorded under Recordation Number 14381 on July 24, 1984.

Parties to this transaction are as follows:

TTX Company (Buyer)
101 North Wacker Drive
Chicago, Illinois 60606

Wilmington Trust Company (Seller)
1100 North Market Street
Wilmington, DE 19890

The general description of the equipment is as follows:

TYPE	AAR MECHANICAL DESIGNATION	NO. OF UNITS	MARKED	NUMBERED
Single-Platform	FC	416	TTOX	121257-121498
Frontrunner Intermodal				135000-135198
Flatcar				140000-140312
				145000-145294
				Non-inclusive (See attached Schedule)

Mr. Vernon A. Williams
Page Two
March 12, 2001

Enclosed is our check in the amount of \$27.00 to cover filing fees.

A short summary of the document to appear in the index follows:

“Memorandum of Termination of Lease dated as of February 14, 2001, a secondary document relating to Equipment Lease (No. 26A) dated as of June 1, 1984 and filed under Recordation Number 14381, covering 416 TTOX intermodal 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. Barton". The signature is written in a cursive style with a long horizontal flourish extending to the right.

Enclosures

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ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

RECORDATION NO. 14381-C FILED

MAR 19 '01 3-11 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

March 5, 2001

VIA FEDERAL EXPRESS

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001



Dear Mr. Williams:

Submitted herewith for filing and recording under 49 U.S.C. Section 11301 and the regulations promulgated thereunder are four (4) counterparts of the following fully executed document:

Memorandum of Termination of Lease dated as of February 14, 2001.

This is a secondary document, relating to the Equipment Lease (No. 26A) dated as of June 1, 1984 between TTX Company (f/k/a Trailer Train Company) and Wilmington Trust Company, as trustee, which was filed and recorded under Recordation Number 14381 on July 24, 1984.

Parties to this transaction are as follows:

TTX Company (Buyer)
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Chicago, Illinois 60606

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Single-Platform	FC	416	TTOX	121257-121498
Fronrunner Intermodal				135000-135198
Flatcar				140000-140312
				145000-145294
				Non-inclusive (See attached Schedule)

Mr. Vernon A. Williams
Page Two
March 5, 2001

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Very truly yours,

A handwritten signature in black ink, appearing to read "Anthony J. Barton". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Enclosures

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MEMORANDUM OF TERMINATION OF LEASE, by and between WILMINGTON TRUST COMPANY, not in its individual capacity but solely as trustee under Trailer Train Trust No. 84-1, and TTX COMPANY, a Delaware corporation.

The parties hereto are parties to the Equipment Lease dated as of June 1, 1984, which was filed and recorded with the Interstate Commerce Commission on July 24, 1984, and assigned recordation number 14381.

The parties hereto acknowledge that the term of the said Equipment Lease has expired.

The parties hereto further acknowledge and wish to show for the public record that Wilmington Trust Company, in its capacity as trustee as aforesaid, has sold and conveyed the units of railroad equipment described in Appendix I hereto to TTX Company, and that Wilmington Trust Company, in its capacity as trustee as aforesaid, has no further right to or interest in said units.



WILMINGTON TRUST COMPANY, not in its individual capacity but solely as trustee under Trailer Train Trust No. 84-1

by
MONICA M. HENRY
FINANCIAL SERVICES OFFICER
TTX COMPANY

by
Thomas D. Marion
Vice President
Finance & Treasurer

RECORDATION NO. **14381-C** FILED

MAR 19 '01 3:11 PM

SURFACE TRANSPORTATION BOARD

STATE OF DELAWARE)
)SS
COUNTY OF NEW CASTLE)

On this 14 day of February, 2001, before me personally appeared Monica M. Henry, to me personally known, who being by me duly sworn says that she is Financial Services Officer of WILMINGTON TRUST COMPANY, and that she executed the foregoing instrument on behalf of said trust company by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said trust company.

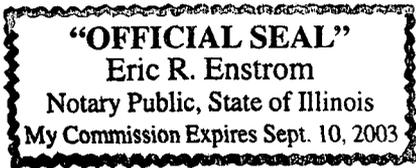
Monica M. Henry
.....
Notary Public

My commission expires:

TIRA L. HENRY
NOTARY PUBLIC-DELAWARE
My Commission Expires March 4, 2003

STATE OF ILLINOIS)
)SS
COUNTY OF COOK)

On this 13th day of February, 2001, before me personally appeared Thomas D. Marion, to me personally known, who being by me duly sworn says that he is Vice President-- Finance and Treasurer of TTX COMPANY, and that he executed the foregoing instrument 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.



Eric R. Enstrom
.....
Notary Public

My commission expires:

9/10/03

TTX Company
Lease 26A
Schedule of Remaining TTOX Equipment
As of January 1, 2001

Builder/ Car Type	Quantity		Car Numbers	Price Per Car	Total Cost
	Cars	Platforms			
<u>Pacific Car and Foundry</u>					
Single-Platform Frontrunner			All even numbers:		
Intermodal Flatcar	27	27	140000-140012	25,939.94	700,378.38
	114	114	140016	26,020.63	2,966,351.82
			140020		
			140024-140056		
			140062-140074		
			140078-140086		
			140090-140104		
			140108-140112		
			140116-140118		
			140122		
			140126-140168		
			140172-140180		
			140184-140220		
			140224-140254		
			140258-140282		
			140286-140312		
<u>Portec Railcar Division</u>					
Single-Platform Frontrunner			All even numbers:		
Intermodal Flatcar	90	90	135000-135002	25,918.19	2,332,637.10
			135006-135014		
			135020-135054		
			135058		
			135062-135092		
			135096-135114		
			135118-135134		
			135138-135156		
			135160-135180		
			135184-135198		
<u>Thrall Car Manufacturing Company</u>					
Single-Platform Frontrunner					
Intermodal Flatcar	93	93	121257 & 121261	25,886.87	2,407,478.91

TTX Company
Lease 26A
Schedule of Remaining TTOX Equipment
As of January 1, 2001

<u>Builder/ Car Type</u>	<u>Quantity</u>		<u>Car Numbers</u>	<u>Price Per Car</u>	<u>Total Cost</u>
	<u>Cars</u>	<u>Platforms</u>			
			121266 & 121270		
			121276 & 121280		
			121282 & 121284		
			121286 & 121288		
			121296 & 121298		
			121302 & 121307		
			121313 & 121316		
			121320 & 121323		
			121333 & 121337		
			121340 & 121342		
			121344 & 121348		
			121350 & 121353		
			121356		
			All even numbers:		
			121360-121438		
			121442-121444		
			121448-121452		
			121456-121472		
			121476-121498		
<u>Trinity Industries</u>					
Single-Platform Frontrunner			All even numbers:		
Intermodal Flatcar	92	92	145000-145030	25,759.00	2,369,828.00
			145034-145050		
			145054-145106		
			145110-145148		
			145152		
			145156-145172		
			145176-145188		
			145288		
			145292-145294		
	<u>416</u>	<u>416</u>			<u>\$ 10,776,674.21</u>