



ANTHONY J. BARTON
DIRECTOR EQUIPMENT FINANCING &
ASSISTANT TREASURER

RECORDATION NO. 14383-C FILED

MAR 19 '01 3-16 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. 26B) 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 14383 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	411	TTOX	121251-121499
Frontrunner Intermodal				135001-135199
Flatcar				140001-140313
				145003-145293
				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. 26B) dated as of June 1, 1984 and filed under Recordation Number 14383, covering 411 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. 14383-C FILED

MAR 19 '01 3-16 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. 26B) 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 14383 on July 24, 1984.

Parties to this transaction are as follows:

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Chicago, Illinois 60606

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1100 North Market Street
Wilmington, DE 19890

The general description of the equipment is as follows:

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Single-Platform	FC	411	TTOX	121251-121499
Frontrunner Intermodal				135001-135199
Flatcar				140001-140313
				145003-145293
				Non-inclusive (See attached Schedule)

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

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

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. Burt". 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. 84-2, 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 14383.

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. 84-2



by *[Signature]*
MONICA M. HENRY
FINANCIAL SERVICES OFFICER
TTX COMPANY

by *[Signature]*
Thomas D. Marion
Vice President
Finance & Treasurer

RECORDATION NO. 14383-C FILED

MAR 19 '01 3-16 PM

SURFACE TRANSPORTATION BOARD

STATE OF DELAWARE)
)SS
COUNTY OF NEW CASTLE)

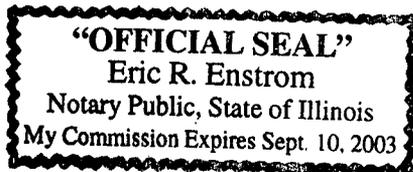
On this 14 day of February, 2001, before me personally appeared Monica M. Henry, to me personally known, who being by me duly sworn says that she is Financial Services Officer of WILMINGTON TRUST COMPANY, and that she executed the foregoing instrument on behalf of said trust company by authority of its 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
TIRAL HENRY
NOTARY PUBLIC-DELAWARE
My Commission Expires March 4, 2003

My commission expires:

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 26B
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 odd numbers:		
Intermodal Flatcar	29	29	140001-140043	25,939.94	752,258.26
	114	114	140047-140077	26,020.63	2,966,351.82
			140081-140093		
			140097		
			140101-140105		
			140109-140137		
			140141-140205		
			140209-140241		
			140245-140261		
			140265		
			140269-140277		
			140281-140293		
			140299-140307		
			140311-140313		
<u>Portec Railcar Division</u>					
Single-Platform Frontrunner			All odd numbers:		
Intermodal Flatcar	86	86	135001-135003	25,918.19	2,228,964.34
			135007-135021		135001-135003
			135025-135027		
			135031-135045		
			135049-135081		
			135085-135089		
			135093-135103		
			135107-135111		
			135115-135123		
			135127-135137		
			135141-135157		
			135161-135173		
			135177-135183		
			135187-135191		
			135195-135199		
<u>Thrall Car Manufacturing Company</u>					
Single-Platform Frontrunner					
Intermodal Flatcar	93	93	121251 & 121255	25,886.87	2,407,478.91
			121259 & 121262		

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

Appendix I

<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>			
			121268 & 121273		
			121277 & 121283		
			121285 & 121287		
			121295 & 121297		
			121301 & 121303		
			121308 & 121314		
			121317 & 121322		
			121331 & 121335		
			121339 & 121341		
			121347 & 121349		
			121352 & 131355		
			121357 & 131359		
			All odd numbers:		
			121361-121371		
			121375-121381		
			121385-121411		
			121415-121439		
			121443-121455		
			121459-121499		
<u>Trinity Industries</u>					
Single-Platform Frontrunner			All odd numbers:		
Intermodal Flatcar	89	89	145003-145049	25,759.00	2,292,551.00
			145053-145059		
			145063		
			145067-145079		
			145083-145117		
			145121-145145		
			145149-145163		
			145167-145169		
			145173-145189		
			145289-145293		
	<u>411</u>	<u>411</u>			<u>\$ 10,647,604.33</u>