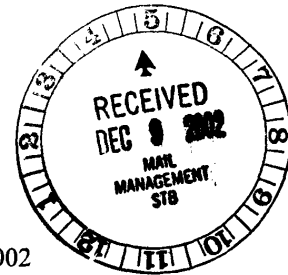


SURFACE TRANSPORTATION BOARD

Memorandum

206797



DATE: December 9, 2002

TO : Ron Douglas
Section of Facilities Management

FROM : Melvin F. Clemens, Jr., Director
Office of Compliance and Enforcement

SUBJECT : FINANCE DOCKET NO. 27590, TTX COMPANY, ET AL. --
FOR APPROVAL OF THE POOLING OF CAR SERVICE WITH RESPECT
TO FLAT CARS

This is to make available for inclusion in the above docket, the original and two copies of the Notice to the Secretaries of TTX Company Pool Participants, of Supplement No. 185 to the Form A Car Contract, which amends Supplements 179, 180, and 183. Please ensure that this notice, which was filed with this office, is committed to the public docket.

Attachments

ENTERED
Office of Proceedings

DEC 10 2002

Part of
Public Record



PATRICK B. LOFTUS
GENERAL COUNSEL & CORPORATE SECRETARY

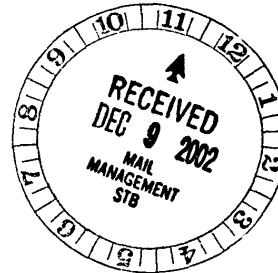
TTX COMPANY

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

DIRECT LINE (312) 984-3838
FAX (312) 984-3790

December 6, 2002

Mr. Melvin F. Clemens, Jr.
Office of Compliance and Enforcement
Surface Transportation Board
1925 K. Street, N.W.
Washington, DC 20423-0001



Re: Finance Docket No. 27590, TTX Company, et al.

Dear Mr. Clemens:

I enclose for filing in the above-captioned docket, Supplement No. 185 to the Form A Car Contract, which was approved by the TTX Company Board of Directors December 5, 2002.

Supplement No. 185, which amends Supplements 179, 180 and 183, provides for further discounts and incentives for DTTX intermodal railcars and is effective January 1, 2003 through March 31, 2003. This important new Supplement provides for additional bonus discounts to those carriers that achieve utilization of 100% of serviceable car days for DTTX cars in service per the discount tables.

An acknowledgment copy of this letter and Supplement No. 185 has been enclosed. Please stamp the copy with the filing date and return it to the messenger.

Sincerely,

PBL/jfh
Enclosure

RECEIVED
SURFACE TRANSPORTATION
BOARD
2002 DEC -9 P 2:23
OFFICE OF COMPLIANCE
AND ENFORCEMENT
DIRECTOR'S OFFICE



PATRICK B. LOFTUS
GENERAL COUNSEL & CORPORATE SECRETARY

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

DIRECT LINE (312) 984-3838
FAX (312) 984-3790

December 6, 2002

TO: Corporate Secretaries of TTX Company
Form A Car Contract Signatories

RE: SUPPLEMENT NO. 185 TO THE FORM A CAR CONTRACT

Ladies & Gentlemen:

Enclosed is a copy of Supplement No. 185 to the Form A Car Contract which was approved by the TTX Company Board of Directors on December 5, 2002.

Supplement No. 185, which amends Supplements 179, 180 and 183, provides for further discounts and incentives for DTTX intermodal railcars and is effective January 1, 2003 through March 31, 2003, including additional bonus discounts to those carriers that achieve utilization of 100% of serviceable car days for DTTX cars in service per the discount tables. Therefore, please notify your management and equipment staff of these important bonus opportunities and maintain a copy in your TTX Form A Car Contract file.

Should you have any questions about this or any other TTX matter, please call me at the direct-dial number above.

Sincerely,

Enclosure

cc: TTX Board of Directors w/Attachments

SUPPLEMENT NO. 185

TO TTX COMPANY FORM A CAR CONTRACT AMENDING SUPPLEMENTS NO. 179, 180 & 183 (Effective January 1, 2003 through March 31, 2003)

Pursuant to action taken by the TTX Board of Directors on December 5, 2002, Supplement No. 179, effective June 1, 2002, Supplement No. 180, effective July 1, 2002, and Supplement 183, effective September 1, 2002, to the Form A Car Contract are hereby amended to provide the following car hire discounts and incentives for intermodal railcars bearing the initial DTTX, including platforms Allocated to Carrier pursuant to Supplement 183.

In addition to the discounts provided by the "ACE" Incentive Program outlined in Supplement No. 179, additional discounts will be available to those carriers that achieve utilization of 100% of serviceable car days for DTTX cars in service for the periods indicated, based on the following "Discount Table."

Discount Table

December 2002/January 2003	- 10% to January 2003's DTTX car hire
January 2003/February 2003	- 5% to February 2003's DTTX car hire
February 2003/March 2003	- 5% to March 2003's DTTX car hire

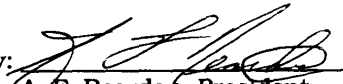
In addition to the discounts listed in the table above, the following Bonus Discount(s) will be available to those carriers that achieve utilization of 100% of serviceable car days for DTTX cars in service for three and four consecutive months, based on the following "Bonus Discount Table."

Bonus Discount Table

December '02/January & February '03	- 10% to February's DTTX car hire
December '02/January, February & March '03	- 10% to March's DTTX car hire

TTX COMPANY

By:


A. F. Reardon, President
and Chief Executive Officer

December 5, 2002