

SURFACE TRANSPORTATION BOARD

TTX COMPANY - APPLICATION FOR)
APPROVAL OF POOLING OF CAR) FINANCE DOCKET
SERVICE WITH RESPECT TO) NO. 27590 (SUB-NO. 3)
FLATCARS)

**COMMENTS OF
BOMBARDIER CAPITAL RAIL INC.**

BOMBARDIER CAPITAL RAIL INC.
12850 Gran Bay Parkway West
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Commentor

THOMAS F. McFARLAND
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DUE DATE: April 12, 2004

BEFORE THE
SURFACE TRANSPORTATION BOARD

TTX COMPANY - APPLICATION FOR	)	
APPROVAL OF POOLING OF CAR	)	FINANCE DOCKET
SERVICE WITH RESPECT TO	)	NO. 27590 (SUB-NO. 3)
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**COMMENTS OF
BOMBARDIER CAPITAL RAIL INC.**

Pursuant to the Board's notice issued on February 5, 2004, (69 F.R. 5662), BOMBARDIER CAPITAL RAIL INC. hereby submits comments on the application filed by TTX Company (TTX) on January 6, 2004 to extend its flatcar pooling authority for 15 years from October 1, 2004.

IDENTITY AND INTEREST

Bombardier Capital Rail provides railcar leasing and management services throughout North America. We began in that business in 1992 as NorRail, Inc. NorRail was acquired by Bombardier Capital Inc. in 1997. Bombardier Capital Rail is an affiliate of Bombardier Capital Inc.

Bombardier Capital Rail owns approximately 16,000 freight cars. Of those cars approximately 3,000 are flatcars. We compete with TTX in the flatcar leasing market. Pooling of TTX flatcars thus has a direct effect on Bombardier Capital Rail.

COMMENTS

The Comments being filed in behalf of First Union Rail Corporation set forth the position that Bombardier Capital Rail wants to take in this matter. In particular, we agree with First Union Rail that the TTX application does not provide justification for pooling of specialized flatcars, such as centerbeam cars. Of the 3,000 or so flatcars that we own, more than 2,100 are centerbeam cars. Based on our experience, pooling of centerbeam cars would not produce the same kind of operating efficiency produced by pooling of intermodal flatcars. That is so because our centerbeam cars move essentially on a one-way loaded basis.

We also agree with First Union Rail that if antitrust pricing immunity for establishing car-hire rates on TTX flatcars is combined with pooling of those TTX flatcars, competition in the market for the use of flatcars would be unreasonably restrained. Therefore, Bombardier Capital Rail supports First Union Rail's request that any approval of pooling of TTX flatcars be conditioned on withholding of antitrust pricing immunity in regard to those cars.

Respectfully submitted,

BOMBARDIER CAPITAL RAIL INC.
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CERTIFICATE OF SERVICE

I hereby certify that on April 12, 2004, I served the foregoing document,

Comments of Bombardier Capital Rail Inc., by electronic mail on the following:

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