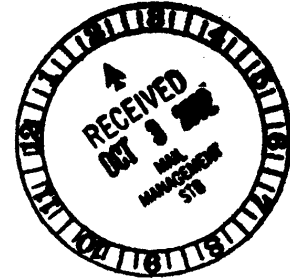


SURFACE TRANSPORTATION BOARD

Memorandum

206328

DATE: October 3, 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 Supplements No.s 182 and 183 to the Form A Car Contract. Please insure that this notice, which was filed with this office, is committed to the public docket.

Attachments

ENTERED
Office of Proceedings

OCT 4 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

October 1, 2002

Mr. Melvin Clemens
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, a copy of Supplement No. 182 and Supplement No. 183 to the Form A Car Contract.

Supplement No. 182 amends Supplement No. 175 and provides an additional method for distributing double-stack equipment. Supplement No. 183 provides for the actual allocation of specified number of double-stack equipment. Both of these Supplements are effective September 1, 2002.

A copy of this letter and Supplements have been enclosed. Please stamp the acknowledgment copy with the filing date and return it to the messenger.

Very truly yours,

PBL/jfh
Enclosures

RECEIVED
SURFACE TRANSPORTATION
BOARD
2002 OCT - 3 P 1:24
OFFICE OF COMPLIANCE
AND ENFORCEMENT
DIRECTOR'S OFFICE

SUPPLEMENT NO. 182
to
TTX COMPANY FORM A CAR CONTRACT
(Effective September 1, 2002)

Pursuant to action taken by the TTX Board of Directors on September 26, 2002, the Form A Car Contract between Carriers and TTX is supplemented and Supplement 175 is amended to provide the following terms and conditions with respect to cars bearing the prefix DTTX and allocated to Carrier for use in intermodal service on or after September 1, 2002.

I. Allocation of DTTX cars:

- (A) "Allocated Capacity" refers to a predetermined number of double-stack Platforms (as defined in Supplement 175) available for allocation among the Carriers. It is not car number specific. Allocated Capacity shall be identified in an additional Supplement.
- (B) From time to time, TTX shall notify a Carrier of the number of Platforms available for allocation to Carrier ("Notification"). TTX shall use Carrier's Utilization Calculation (as defined in Supplement 175 of the TTX Form A Car Contract, or any successor Supplement) to determine the portion of the Allocated Capacity available to each Carrier. A Carrier's Utilization Calculation shall be based on the calculation in effect during the month preceding the date Carrier receives Notification.
- (C) (1) TTX will poll all Carriers to determine the amount of Allocated Capacity that each Carrier will accept. Carrier shall have fourteen (14) days to respond to TTX's initial inquiry, advising the number of Platforms it will take in allocation.

(2) If any eligible Platforms remain unallocated after the first round of polling by TTX, the process will be repeated on the remaining Platforms until all eligible Platforms are allocated, or no Carrier desires any additional Allocated Capacity. Carrier shall have two (2) business days from the date of Notification to advise TTX if it desires any of the remaining unallocated capacity.
- (D) Any Platforms that remain unallocated will be subject to redistribution under the provisions of Supplement 175 or a successor Supplement.

II. Control of Allocated Cars:

Once each week, TTX will calculate the number of Platforms on Carrier's lines above its allocated amount. Those Platforms that exceed Carrier's allocation will be subject to redistribution pursuant to Supplement 175, or a successor Supplement.

III. Term:

The term of each allocation shall be identified in an additional Supplement and shall not exceed three (3) years.

IV. Car Hire Charges:

The rates to be paid for the Allocated Capacity will be the existing TTX rates for car hire and mileage for double-stack Platforms, subject to any special incentives specifically applicable to Allocated Capacity. Any special incentive shall be identified in additional Supplements.

V. Surplus or Stored Cars:

Carrier cannot declare Allocated Capacity surplus or stored.

VI. Effect on Supplement 175:

Supplement 175 or a successor Supplement is hereby modified to exclude DTTX Platforms subject to allocation as prescribed in this Supplement from all provisions of Supplement 175 including the "Utilization Calculation" defined in paragraph I.

ATTEST:

Date: _____

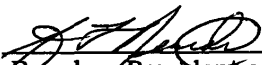
APPROVED:

(Carrier)

By: _____

Title: _____

TTX COMPANY:

By: 
A.F. Beardon (President and
Chief Executive Officer

ATTEST: 

Date: 10-1-02

SUPPLEMENT NO. 183
to
TTX COMPANY FORM A CAR CONTRACT
ALLOCATION 01
(Effective September 1, 2002)

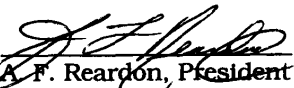
Pursuant to action taken by the TTX Board of Directors on September 26, 2002, Allocated Capacity under this Allocation 01 will be subject to the following car hire rates and terms:

Allocated Capacity: 7,608 Double-Stack Platforms

Term: September 1, 2002 – August 31, 2003

Rate: For the months of September, October, November and December 2002, a special incentive amounting to a 55% discount shall be applied to the current DTTX car hire rate on this Allocated Capacity. The special incentive for each participating Carrier will be calculated by determining the average per platform car hire rate for all double-stack Platforms on that Carrier's line for the month and then discounting the average daily car hire for Allocated Capacity by 55% for the month. If a Carrier qualifies for a "Bonus Discount" as outlined in Supplement No. 181 to the TTX Form A Car Contract, a Carrier's Allocated Capacity is eligible for the amount of that discount as well.

TTX COMPANY

By: 
A. F. Reardon, President
and Chief Executive Officer

September 26, 2002