RECORDATION NO. 6168-B Filed & Recorded

JUL 6 - 1971 -3 25 PM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS
COUNTY OF COOK } SS

C E R T I F I C A T E

The undersigned, Jean Hobbs, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 18th day of June, 1971, from Bankers Trust Company to Union Tank Car Company with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 18th day of June, 1971.

Jean Hobbs

Notary Public

My Commission Expires January 31, 1974

BILL OF SALE

BANKERS TRUST COMPANY

as Trustee under Equipment Trust Agreement

Dated as of May 1, 1971 (Series 7)

To

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that Bankers Trust Company (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of May 1, 1971 (the "Agreement"), by and between the Bank, as Trustee, and Union Tank Car Company (the "Company"), in consideration of the conveyance to the Bank, as Trustee, of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and of the compliance by the Company with the terms of the Agreement, and particularly Section 5.06 thereof, with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver unto the Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by the Company to the Bank, as Trustee aforesaid, pursuant to the Agreement, which units of Equipment are each identified with the initials UTLX or UNPX and more fully described in Schedule B hereto annexed and by reference incorporated herein, hereby warranting that such Equipment is free and clear from all liens and encumbrances of the Bank.

TO HAVE AND TO HOLD the said Equipment unto the Company and its successors and assigns forever.

IN WITNESS WHEREOF, the Bank, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this [illegible] day of June, 1971.

BANKERS TRUST COMPANY

By _____

[CORPORATE SEAL]

ATTEST:

_____

Its

STATE OF NEW YORK
COUNTY OF } SS.

On this 28th day of June, 1971, before me, a Notary Public in and for said County, personally appeared JAMES F. CONLAN and T. J. MOSKIE to me personally known, who being by me duly sworn did say that they are respectively VICE-PRESIDENT and ASSISTANT SECRETARY of Bankers Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by authority of its Board of Directors, and said JAMES F. CONLAN and T. J. MOSKIE acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

Joseph J. Holczinger
Notary Public

JOSEPH J. HOLCZINGER
Notary Public, State of New York
No. 03-6939160
Qualified in Bronx County
Certificate filed in New York County
Commission Expires March 30, 1972

My commission expires:

SCHEDULE B

SERIES 7

TRUST EQUIPMENT*

Quantity	A.A.R. Mechanical Designation Code	Capacity	Road Numbers
7	TMI	23,500 gallons	75383 75391 75392 75395 75396 75399 75406
2	TM	20,000 gallons	48234 48240
16	Gondolas (Lettered UNPX)	100 Tons	100031 100036 100103 100120 100187 100189 100194 100209 100218 100222 100240 100242 100243 100246 100249 100262
25			

* All Trust Equipment is lettered UTLX except for the gondolas, which are lettered UNPX.