

RICHMOND LEASING COMPANY
Equipment Trust, Series 8
BILL OF SALE

RECORDATION No. 8207-2 Filed & Recorded
MAR 26 1976 10 02 AM
INTERNATIONAL COMMERCIAL BANK

THIS CONTRACT, dated as of the 26th day of March, 1976, by and between Richmond Leasing Company, a corporation organized and existing under the laws of the State of Delaware (hereinafter called "Seller"), and The First National Bank of Fort Worth, a national banking association incorporated and existing under the laws of the United States, as Trustee (hereinafter called "Buyer"), pursuant to Richmond Leasing Company Equipment Trust, Series 8, dated as of January 30, 1976.

In consideration of \$10 in hand paid, receipt of which is hereby acknowledged, Seller does hereby sell and convey to the Buyer the railroad cars described in Exhibit A attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has title to the described property and that the described property is free from all liens and encumbrances (including any leasehold interest) other than the Existing Leases described in the attached Exhibit B; and Seller further agrees to forever warrant and defend the title to the described property unto Buyer, its successors and assigns, against all lawful claims.

RICHMOND LEASING COMPANY

By Glen A. Welch
President

(SEAL)

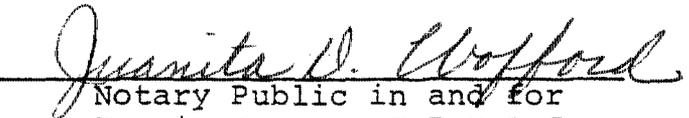
ATTEST:
[Signature]
Secretary

COUNTY OF HARRIS §

STATE OF TEXAS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared Glenn A. Welsh, President of Richmond Leasing Company, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of RICHMOND LEASING COMPANY, a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 19 day of March, 1976.


Notary Public in and for
Harris County, T E X A S

(SEAL)

EXHIBIT A

RICHMOND LEASING COMPANY

EQUIPMENT TRUST, SERIES 8

<u>Tenant</u>	<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>	<u>Maximum Cost</u>	<u>Term of Lease</u>	<u>Date of Earliest Service</u>	<u>Monthly Rental</u>
Becker Industries	4	DOT105A300W	33,500	RIMX 3446 thru 3449	\$185,492	72 mo.*	March, 1976	\$1,964
Terminal Special- ists Inter- national, Inc. as agents for Mitsui & Co. (U.S.A.), Inc.	10	DOT105A300W	33,500	RIMX 3450 thru 3459	\$462,290	72 mo.**	March, 1976	\$5,050

* Renewal Option for 1-6 year

** Renewal Option for 72 months

EXHIBIT B

EXISTING LEASES

1. Tank Car Lease and Service Contract dated October 31, 1975, between Richmond Leasing Company and Beker Industries Corporation covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
50	33,500 Gallons DOT105A300W	RTMX 3400 thru 3449

2. Tank Car Lease and Service Contract dated November 25, 1975, between Richmond Leasing Company and Terminal Specialists International, Inc., as agents for Mitsui & Co. (U.S.A.), Inc.

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
10	33,500 Gallons DOT105A300W	RTMX 3450 thru 3459