

(2)

9-089A200

MAR 31 1978

RICHMOND LEASING COMPANY  
777 SOUTH POST OAK ROAD  
HOUSTON, TEXAS 77056

RECORDATION NO. 8925-P Filed & Recorded  
March 31, 1978

MAR 31 1978 11 25 AM

INTERSTATE COMMERCE COMMISSION

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

RECORDATION NO. 89250 Filed & Recorded

MAR 31 1978 11 25 AM

INTERSTATE COMMERCE COMMISSION

RECEIVED  
MAR 31 1978  
CERTIFICATION UNIT

Gentlemen:

In accordance with the provisions of Section 20c of the Interstate Commerce Act and Rules and Regulations of the Interstate Commerce Commission ("ICC") thereunder, there is submitted herewith for filing and recordation a Bill of Sale and an Assignment of the railroad cars used or intended for use in connection with interstate commerce as follows:

1. Three (3) executed counterparts of a Bill of Sale dated as of March 31, 1978, between Richmond Leasing Company and The First National Bank of Fort Worth; and
2. Three (3) executed counterparts of an Assignment dated as of March 31, 1978, between Richmond Leasing Company and The First National Bank of Fort Worth.

The address of Richmond Leasing Company is 777 South Post Oak, Houston, Texas 77056, and the address of The First National Bank of Fort Worth is One Burnett Plaza, Fort Worth, Texas 76101.

The Bill of Sale and Assignment have been executed in connection with an Equipment Trust Agreement dated as of August 2, 1977, and filed with the Interstate Commerce Commission on August 4, 1977, and which has been assigned the following recordation number: 8925.

The equipment covered by the Bill of Sale and Assignment is described in Exhibit A hereto.

Enclosed is a check to cover the recordation fee.

*John M. Morley*

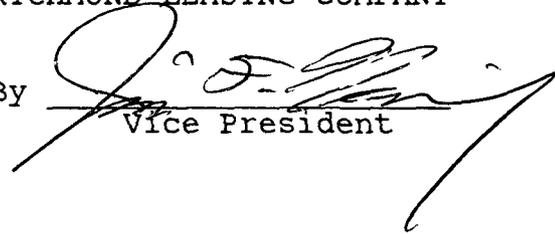
*Conrad...*

You are hereby authorized to deliver one executed copy of the Bill of Sale and Assignment with filing data noted thereon, following recordation, to the representative of Messrs. Baker & Botts, who is delivering this letter and said enclosures to you.

Very truly yours,

RICHMOND LEASING COMPANY

By



Vice President

EXHIBIT A

RICHMOND LEASING COMPANY  
EQUIPMENT TRUST, SERIES 11

<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>
35	DOT 105A300W	34,000	RTMX 4527 thru 4561

**Interstate Commerce Commission**  
Washington, D.C. 20423

3/31/78

OFFICE OF THE SECRETARY

Jim Herring  
Richmond Leasing Company  
777 South Post Oak Road  
Houston, Texas 77056

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 3/31/78 at 11:05am and assigned recordation number(s) 8925-0 & 8925-P

Sincerely yours,

  
H.G. Homme, Jr.  
Acting Secretary

Enclosure(s)

SE-30-T  
(6/77)

RECORDATION NO. 8925-0 Filed & Recorded

MAR 31 1978 • 11 25 AM

RICHMOND LEASING COMPANY  
Equipment Trust, Series 11

STATE COMMERCE COMMISSION

Bill of Sale

THIS AGREEMENT, dated as of the 31st day of March, 1978, 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 Equipment Trust Agreement dated as of August 2, 1977, as amended by the First Supplement to Equipment Trust Agreement, dated as of December 30, 1977, by and between Seller and Buyer.

In consideration of \$10.00 in hand paid and other good and valuable consideration, receipt of all 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 Lease 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 *Donald E. Jessie*  
Donald E. Jessie, President

(SEAL)

ATTEST:

*S. Ann Lusk*  
S. Ann Lusk, Secretary

THE STATE OF TEXAS §  
  §  
COUNTY OF HARRIS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared DONALD E. JESSIE, 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 29 day of March, 1978.

*Estelle Alldredge*  
Notary Public in and for  
Harris County, Texas

My Commission Expires:

*November 16, 1979*

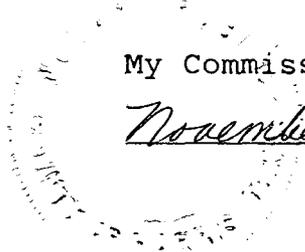


EXHIBIT A

RICHMOND LEASING COMPANY  
EQUIPMENT TRUST, SERIES 11

<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>
35	DOT 105A300W	34,000	RTMX 4527 thru 4561

EXHIBIT B

EXISTING LEASE

Tank Car Lease and Service Contract dated May 27, 1977, between Richmond Leasing Company and Northern Propane Gas Company, and containing Riders 1 and 2, both dated as of May 27, 1977, covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
35	100-Ton 34,000 Gallon DOT105A300W Non-Coiled and Insulated Tank Cars	RTMX 4527 thru 4561