

STATE OF ILLINOIS)
)
COUNTY OF LAKE)

SS.

RECORDED NO. 5781-2 Filed & Recorded
MAY 17 1976 4 45 PM
INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Priscilla I. Johnson, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 6th day of May, 1976, from United States Trust Company of New York, 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 12th day of May, 1976.



Notary Public

(My Commission Expires: 3/15/80)

BILL OF SALE

UNITED STATES TRUST COMPANY OF NEW YORK
as Trustee under Equipment Trust Agreement

Dated as of July 1, 1970 (Series 6)

to

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that United States Trust Company of New York (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of July 1, 1970 (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, 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.

This Bill of Sale releases said Equipment from the encumbrance created by the Agreement, which was filed with the Interstate Commerce Commission on July 15, 1970, and assigned recordation number 5781.

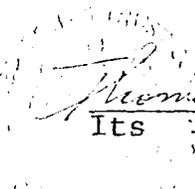
IN WITNESS WHEREOF, the Bank, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this 6 day of May, 1976.

UNITED STATES TRUST COMPANY OF NEW YORK

By *Jane R. Scocca*
ASST. VICE PRESIDENT

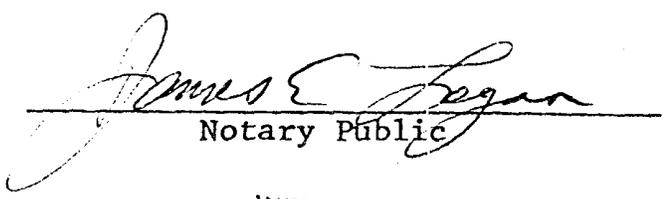
(CORPORATE SEAL)

ATTEST:


Thomas P. Zabyszki
ITS ASST. SECRETARY

STATE OF NEW YORK)
COUNTY OF NEW YORK) SS

On this 6th day of May, 1976 before me, a Notary Public in and for said County, personally appeared IRENE R. SOCOCA and THOMAS B. ZAKRZEWSKI to me personally known, who being by me duly sworn did say that they are respectively ASSISTANT VICE PRESIDENT and ASSISTANT SECRETARY of United States Trust Company of New York, 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 IRENE R. SOCOCA and THOMAS B. ZAKRZEWSKI acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.


Notary Public

My Commission Expires:
3/30/77

JAMES E. LOGAN
Notary Public, State of New York
No. 24-2393228
Qualified in Kings County
Certificate filed in New York County
Commission Expires March 30, 1977

Series 6

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

<u>Quantity</u>	<u>A.A.R. Mechanical Designation Code</u>	<u>Capacity in Gallons</u>	<u>Road Numbers</u>
1	LO	21,000 CUFT	UTCX44674
1	LO	21,000 CUFT	UTCX44676
1	LO	21,000 CUFT	UTCX44681
1	LO	21,000 CUFT	UTCX44684
1	LO	21,000 CUFT	UTCX44686
1	LO	21,000 CUFT	UTCX44688
1	LO	21,000 CUFT	UTCX44689
1	LO	21,000 CUFT	UTCX44690
1	LO	21,000 CUFT	UTCX44695
1	LO	21,000 CUFT	UTCX44701
1	LO	21,000 CUFT	UTCX44703
1	LO	21,000 CUFT	UTCX44707
1	LO	21,000 CUFT	UTCX44709
1	LO	21,000 CUFT	UTCX44713
1	LO	21,000 CUFT	UTCX44714
1	LO	21,000 CUFT	UTCX44717
1	LO	21,000 CUFT	UTCX44718
1	TM	20,000	UTLX77795
<u>18</u>			