

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 UTRN, 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 1st day of May, 1978.

UNITED STATES TRUST
COMPANY OF NEW YORK

By _____

(CORPORATE SEAL)

ATTEST:



Its

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 | Rack | Tri-Level | CP550403 |
| 1 | TM | 20,000 | UTLX542 |
| 1 | TP | 33,800 | UTLX29056 |
| 1 | TP | 33,800 | UTLX38418 |
| 1 | TP | 33,800 | UTLX38696 |
| 1 | TM | 20,400 | UTLX48663 |
| 1 | TM | 20,400 | UTLX48669 |
| 1 | TM | 20,400 | UTLX48693 |
| 1 | TMI | 10,200 | UTLX74871 |
| 1 | TMI | 20,400 | UTLX75184 |
| 1 | TMI | 13,300 | UTLX76268 |
| 1 | TMI | 13,300 | UTLX76576 |
| 1 | TMI | 13,300 | UTLX76624 |
| 1 | TMI | 13,300 | UTLX76641 |
| <u>1</u> | TMI | 22,500 | UTLX77513 |