

No. 9-08712

Date MAR 28 1979

Fee \$ 60.00

ICC Washington, D. C.

10233

RECORDATION NO. 10233 Filed 1425

MAR 29 1979 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 10233-A Filed 1425

MAR 29 1979 - 10 10 AM

MARCH 20, 1979

Secretary of Interstate Commerce Commission
Washington, D.C. 20423

By Registered Mail

Gentlemen:

In accordance with the provisions of Section 20c of the Interstate Commerce Act and Section 1116 of Title 49 of the Code of Federal Regulations, there is submitted herewith for filing and recordation a Security Agreement and a Bill of Sale of the railroad covered hopper cars used or intended for use in connection with interstate commerce as follows:

1. Three (3) executed counterparts of a Security Agreement dated MARCH 20, 1979, by and between Texas Commerce Bank National Association and Stephen D. Susman and Sidney Ravkind; and

2. Three (3) executed counterparts of a Bill of Sale dated FEB. 2, 1979, between PLM, Inc. and Stephen D. Susman and Sidney Ravkind.

Also enclosed is our check in the amount of \$60.00 for payment of the recordation fee.

The address of the debtors, Stephen D. Susman and Sidney Ravkind, is Twenty-first Floor, 806 Main Street, Houston, Texas 77002, and the address of the secured party, Texas Commerce Bank National Association, is 712 Main Street, Houston, Texas 77002. Please index these instruments under the name of each of the debtors named therein.

Please return an original counterpart of each of the enclosed instruments, with filing data noted thereon, to the undersigned officer in care of Texas Commerce Bank National Association at the above address. If you need additional information with regard to these instruments or this transaction, please contact the undersigned. Thank you kindly for your attention to this matter.

Very truly yours,

TEXAS COMMERCE BANK
NATIONAL ASSOCIATION

BY T.N. Bryan
T. N. BRYAN
Asst. Vice President

FEE OPERATION BR. I.C.C.

MAR 28 9 03 AM '79

RECEIVED

BILL OF SALE

MAR 26 1979 10 PM

INTERSTATE COMMERCE COMMISSION

PLM, INC. ("PLM") in consideration of the sum of ONE DOLLAR (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby sell, transfer and set over unto Mandell and Wright Investment Programs (hereinafter called "the Purchaser"), its successors and assigns, all of its right, title and interest in and to the following units of Railroad Equipment (hereinafter called "the Equipment") manufactured by Trinity Manufacturing, Inc.:

<u>No. Cars</u>	<u>Description</u>	<u>Cars Numbered</u>
5	4750 cu. ft. capacity, 100 ton covered hopper cars	PLMX 10920 PLMX 10915 PLMX 10920 PLMX 10921 PLMX 10922

THE EQUIPMENT SOLD HEREUNDER IS PURCHASED BY THE PURCHASER "AS IS" AND PLM DOES NOT MAKE ANY WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, AS TO THE CONDITION, MERCHANTABILITY, FITNESS FOR PARTICULAR PURPOSE OR ANY OTHER MATTER CONCERNING THE EQUIPMENT. PLM HEREBY ASSIGNS TO PURCHASER ANY AND ALL WARRANTIES IT MAY HAVE AGAINST THE MANUFACTURER OF THE EQUIPMENT.

THE EQUIPMENT IS SUBJECT TO A MANAGEMENT AGREEMENT DATED AS OF JANUARY 30, 1979, BETWEEN RMI AND THE PURCHASER.

IN WITNESS WHEREOF, PLM, INC., has caused this instrument to be duly executed in its name by its officers thereunto duly authorized and its corporate seal to be affixed this 2nd day of February, 1979.

ATTEST:

PLM, INC.

Bea Beasley

By *Charles Sciacello*
A. Beeswold 3/19/79
Kepton D. Husman 3/19/79

MANDELL & WRIGHT

ATTORNEYS AND COUNSELORS

TWENTY-FIRST FLOOR, 806 MAIN STREET

HOUSTON, TEXAS 77002

SIDNEY RAVKIND
PARTNER

TELEPHONE
(713) 228-1521

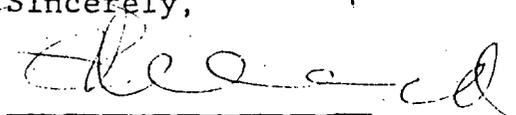
March 19, 1979

Mr. Timothy N. Bryan
Texas Commerce Bank
P. O. Box 2558
Houston, Texas 77001

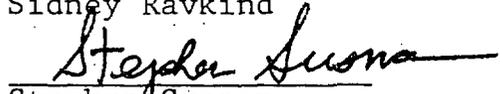
Dear Tim:

This letter is intended to inform you that Sidney Ravkind and Stephen Susman comprise Mandell & Wright Investment Programs for purposes of this loan in the amount of \$160,000.00 to us individually. The bill of sale from PLM, Inc., indicates Mandell & Wright Investment Programs but for all intents and purposes, the sale was made to Sidney Ravkind and Stephen Susman.

Sincerely,



Sidney Ravkind



Stephen Susman

SR:FN