

STATE OF ILLINOIS )  
 ) SS.  
COUNTY OF COOK )

RECORDATION NO. 6874 ✓

DEC 2 1974 - 3 25 PM

INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 27th day of November, 1974, from Union Tank Car Company to The First National Bank of Chicago 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 27th day of November, 1974.

Helen Joy Krug  
Notary Public  
My Commission Expires July 10, 1976

BILL OF SALE

Union Tank Car Company

to

The First National Bank of Chicago, as Trustee  
under Equipment Trust Agreement dated as of  
September 15, 1972

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KNOW ALL MEN BY THESE PRESENTS, that for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, Union Tank Car Company, a Delaware corporation (herein the "Company"), has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver, unto The First National Bank of Chicago, as Trustee under that certain Equipment Trust Agreement dated as of September 15, 1972 (the "Trust Agreement"), between the Company and said The First National Bank of Chicago, 598 railroad cars (herein the "cars"), each identified with the initials UTLX (unless otherwise indicated), and more fully described in Schedule A attached hereto and hereby incorporated herein and made a part hereof.

The Company hereby warrants title to the cars is free from all liens and encumbrances (including any leasehold interest therein) other than the rights of the Company under the Trust Agreement.

TO HAVE AND TO HOLD the cars unto The First National Bank of Chicago, Trustee, and its successors and assigns, forever.

IN WITNESS WHEREOF, Union Tank Car Company has caused this instrument to be duly executed by its proper corporate officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested this 27th day of November, 1974.

UNION TANK CAR COMPANY

By H. B. Browder  
Vice President

(CORPORATE SEAL)

ATTEST:

W. B. Moore  
Assistant Secretary

STATE OF ILLINOIS) )  
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On this 27th day of November, 1974, before me a Notary Public in and for said County, personally appeared W. B. Browder and W. B. Moore, to me personally known, who being by me duly sworn did say that they are a Vice President and an Assistant Secretary, respectively, of Union Tank Car Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and said W. B. Browder and W. B. Moore acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Helen Jay Krug*  
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Notary Public

My Commission Expires July 10, 1976

SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
50	TA	13,700	12955-12972, 14206, 14221-14239 14837-14839, 14841 14866, 14872, 14875-14876 14879-14880, 14898-14899
7	TA	14,000	14508-14513, 14515
96	TM	16,000	17017, 25345-25365, 71583-71630 76957, 76959, 76963 76966-76968, 76975 76994, 76996, 77000 77005, 77014, 77020 77024-77025, 77028 77032, 77039-77040 77043-77046, 77053 77056-77057
25	TM	17,400	76011, 76019, 76028, 76030 76039, 76043, 76051 76066, 76108, 76850 76859, 76863, 76885 76887-76888, 76891 76904, 76907, 76911 76921, 76932, 76937 76941-76942, 76948
74	TM	20,000	948-954, 1122-1124, 46637-46654 46656-46657, 57963-57967 57975-57989, 58220-58236 72722-72723, 72726, 72742 72744, 72746-72747
47	TM	23,500	72779-72792, 72854-72855 72857-72872, 72874-72875 72877-72881, 72883-72884 74920, 74929, 74931 74937-74938, 74941
30	TM	26,000	58237-58266
62	TM	30,000	46684-46701, 46742-46785
87	TP	17,300	28016-28018, 28020, 28022 28028, 28085, 28088 28090, 28101, 28108

SCHEDULE A

DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
			28114, 28124, 28126 28133, 28146, 28156 28240, 28280, 28294 28303, 28311, 28336 28338-28343, 28345-28376 28378-28384, 28386-28397 28675-28676, 28678 28680-28681, 28683-28684
2	TM	20,000	46451-46452
26	TM	29,200	40803-40804, 40806, 40828-40842 40859-40864, 40937-40938
59	TMI	22,800	73536, 73539-73540, 73542 73546, 73553, 73557 73560, 73563, 73565 73569, 73576, 73584 73594, 73597, 73605 73607, 73611, 73614 73617, 73619-73621 73628, 73632, 73636 73642, 73648-73649 73653, 73678, 73764-73778 73785-73787, 73789 73810-73811, 73814 73816-73821
33	TP	33,800	29027, 29338, 29342, 29356-29358 29385, 29392, 29444 29497, 29713-29721 29723-29732, 29734-29735 29737-29738
598	TOTAL		