

RECORDATION NO. 7138-5 Form 1425

OCT 25 1979-9 50 AM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS     )  
                                  ) SS  
COUNTY OF LAKE        )

C E R T I F I C A T E

The undersigned, Juda M. Reuter, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 5th day of October, 1979, from Morgan Guaranty 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 11th day of October, 1979.

Juda M. Reuter  
Notary Public



BILL OF SALE

Morgan Guaranty Trust Company of New York  
as Trustee under Equipment Trust Agreement

Dated as of December 15, 1974 (Series 11)

to

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that Morgan Guaranty Trust Company of New York (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of December 15, 1974 (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 described in Schedule B

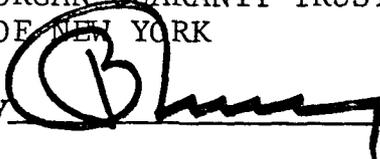
hereto annexed and by reference incorporated herein, hereby warranting that such Equipment is free and clear from all liens and encumbrances of the Bank. —

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 December 11, 1974, and assigned recordation number 7738. —

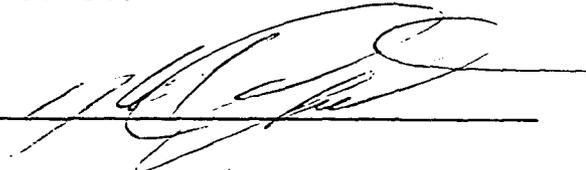
IN WITNESS WHEREOF, the Bank, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this 5<sup>th</sup> day of October, 1979.

MORGAN GUARANTY TRUST COMPANY  
OF NEW YORK

By  \_\_\_\_\_

(CORPORATE SEAL)

ATTEST:

 \_\_\_\_\_

STATE OF NEW YORK )  
 ) SS.  
COUNTY OF NEW YORK )

On this 5<sup>th</sup> day of October, 1979, before me, a  
Notary Public in and for said County, personally appeared  
P. F. Crocks and Henry J. Christy  
to me personally known, who being by me duly sworn did say  
that they are respectively Trust Officer and  
ASSISTANT SECRETARY of Morgan Guaranty 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 P. F. Crocks and  
Henry J. Christy acknowledged that the execution  
of the foregoing instrument was the free act and deed of said  
Bank.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:  
\_\_\_\_\_

SUE SCALIGONE  
NOTARY PUBLIC, State of New York  
No. 21-4648645  
Qualified in New York County  
Commission Expires March 30, 1981

## 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	COVERED HOPPER	4750CUFT	UTCX 45842
2	LO	4750CUFT	UTLX 44300,44355
1	TM	26000	UTLX 58266
3	TM	16000	UTLX 71592,71593,71619
1	TM	13300	UTLX 72999
5	TM	23500	UTLX 74318,74378,74388 UTLX 74393,74395
1	TM	17000	UTLX 74543
27	TP	26000	UTLX 37359,38918,38921 UTLX 38923,38927,38929 UTLX 38932,38934,38944 UTLX 38953,38958,38967 UTLX 38968,38971-38973 UTLX 38976,38978-38981 UTLX 38984-38986,38988 UTLX 38990,38994