

RICHMOND LEASING COMPANY  
777 SOUTH POST OAK ROAD  
HOUSTON, TEXAS 77056

8-053A063

FEB 28 1978  
Date  
Fee \$ 10

ICC Washington, D.

February 28, 1978

RECORDATION NO. 8925-N Filed & Recorded

FEB 28 1978 - 10 25 AM

RECEIVED  
FEB 23 10 25 AM '78  
CERTIFICATION UNIT

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423  
INTERSTATE COMMERCE COMMISSION

Gentlemen:

In accordance with the provisions of Section 20c of the Interstate Commerce Act and Rules and Regulations of the Interstate Commerce Commission ("ICC") thereunder, there is submitted herewith for filing and recordation a Bill of Sale of the railroad cars used or intended for use in connection with interstate commerce as follows:

1. Three (3) executed counterparts of a Bill of Sale dated as of February 28, 1978, between Richmond Leasing Company and The First National Bank of Fort Worth.

The address of Richmond Leasing Company is 777 South Post Oak, Houston, Texas 77056, the address of The First National Bank of Fort Worth is One Burnett Plaza, Fort Worth, Texas 76101, and the address of The Prudential Insurance Company of America is 6500 West Loop South, Bellaire, Texas.

The Bill of Sale has been executed in connection with an Equipment Trust Agreement dated as of August 2, 1977, and filed with the Interstate Commerce Commission on August 4, 1977, and which has been assigned the following recordation number: 8925.

The equipment covered by the Bill of Sale is described in Exhibit A hereto.

Enclosed is a check to cover the recordation fee.

You are hereby authorized to deliver one executed copy of the Bill of Sale with filing data noted thereon,

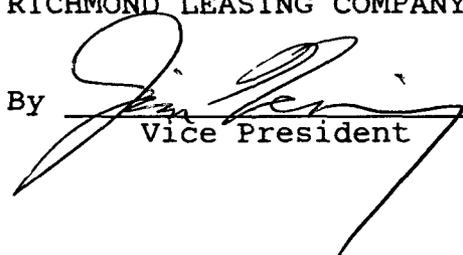
*3 Counterparts John M. Morley*

following recordation, to the representative of Messrs.  
Baker & Botts, who is delivering this letter and said  
enclosures to you.

Very truly yours,

RICHMOND LEASING COMPANY

By

A handwritten signature in cursive script, appearing to read "J. J. Pen", is written over a horizontal line. The signature is positioned to the right of the word "By" and above the text "Vice President".

Vice President

EXHIBIT A

RICHMOND LEASING COMPANY  
EQUIPMENT TRUST, SERIES 11

<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>
17	DOT111A100W1	23,500	RTMX 3183 thru 3199

**Interstate Commerce Commission**  
Washington, D.C. 20423

2/28/78

OFFICE OF THE SECRETARY

Richmond Leasing Company  
777 South Post Oak Road  
Houston, Texas 77056

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on 2/28/78 at 10:25am, and assigned recordation number(s) 8925-N.

Sincerely yours,

  
H.G. Homme, Jr.  
Acting Secretary

Enclosure(s)

RECORDATION NO. *8925-N* Filed & Recorded

RICHMOND LEASING COMPANY FEB 28 1978 - 10 25 AM  
Equipment Trust, Series 11  
INTERSTATE COMMERCE COMMISSION

Bill of Sale

THIS AGREEMENT, dated as of the 28th day of February, 1978, by and between Richmond Leasing Company, a corporation organized and existing under the laws of the State of Delaware (hereinafter called "Seller"), and The First National Bank of Fort Worth, a national banking association incorporated and existing under the laws of the United States, as Trustee (hereinafter called "Buyer"), pursuant to Equipment Trust Agreement dated as of August 2, 1977, as amended by the First Supplement to Equipment Trust Agreement, dated as of December 30, 1977, by and between Seller and Buyer.

In consideration of \$10.00 in hand paid and other good and valuable consideration, receipt of all of which is hereby acknowledged, Seller does hereby sell and convey to the Buyer the railroad cars described in Exhibit A attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has title to the described property and that the described property is free from all liens and encumbrances (including any leasehold interest) other than the Existing Lease described in the attached Exhibit B; and Seller further agrees to forever



EXHIBIT A

RICHMOND LEASING COMPANY  
EQUIPMENT TRUST, SERIES 11

<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>
17	DOT111A100W1	23,500	RTMX 3183 thru 3199

EXHIBIT B

EXISTING LEASE

Tank Car Lease and Service Contract dated October 5, 1976, between Richmond Leasing Company and Oxirane Chemical Company, and containing Riders 3 and 4, both dated as of August 4, 1977, covering the following described railroad tank cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
17	100-Ton 23,500 Gallon DOT111A100W1 Non-Coiled and Non- Insulated Tank Cars	RTMX 3183 thru 3199