



City National Bank
of Plano

Independence at West 15th Street (Hwy. 544), P.O. Box 1840, Plano, Texas 75074, 214/596-6000

Earl S. Holland, Jr.
President

February 1, 1979

RECORDATION NO. 10077 Filed 1425

FEB 5 1979 - 2 00 PM

INTERSTATE COMMERCE COMMISSION

9-037A013
FEB 06 1979
Date
Fee \$ 50.00
Washington, D. C.

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

Re: Stephen H. Hochschuler, M. D, 14159 Valley Creek, Dallas, Tx.
Railway Cars. TRAX, 127, 128, 126

Gentlemen:

Enclosed are documents for recording our lien against
the above referenced railway cars:

1. Two certified copies of the Bill of Sale from RailTex, Inc. to Dr. Stephen Hochschuler.
2. Two certified copies of the note executed by Dr. Hochschuler to City National Bank of Plano.
3. Two copies of the Security Agreement securing the railway cars as collateral.

Included in the property covered by the aforesaid mortgage or deed of trust are 3-Railway Cars, Ser. Nos. TRAX-127, TRAX-126, TRAX-128 used or intended for use in connection with interstate commerce, or interests therein owned by Stephen H. Hochschuler, M. D. at the date of said mortgage or thereafter acquired by it or its successors as owners of the railway covered by said mortgage.

Should we need to file any additional documents please call us collect 214/596-6000.

Sincerely,

Earl S. Holland, Jr.
President

FEE OPERATION BR.
I.C.C.

FEB 6 1 50 PM '79

ESH/dm

Enclosure

10077 - A
RECORDATION NO. Filed 1425

FEB 6 1979 - 2 00 PM ATTACHMENT B
INTERSTATE COMMERCE COMMISSION

BILL OF SALE

THIS AGREEMENT dated this 29 day of December,
1978, is by and between RailTex, Inc., a corporation organized
and existing under the laws of the State of Texas (hereinafter
called "Seller"), and Dr. Stephen Hochschuler
(hereinafter called "Buyer").

In consideration of \$3,000.00 per Car in hand paid and
other good and valuable consideration, the receipt of all of
which is hereby acknowledged, Seller does hereby sell and
convey to 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, and Seller further agrees to forever
warrant and defend the title to the described property unto
Buyer, its successors and assigns, against all lawful claims.

RAILTEX, INC.

By *Ernest M. Alch*
President

(Seal)

ATTEST:

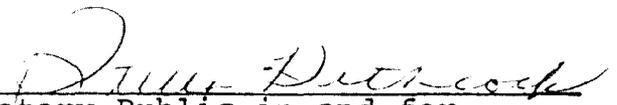
Sauet Lennie Flohr
Secretary

STATE OF TEXAS §

COUNTY OF BEXAR §

BEFORE ME, the undersigned, a notary public in and for said county and state, on this day personally appeared Bruce M. Flohr, President of RailTex, Inc., known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of RailTex, Inc., a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN under my hand and seal of office this 24th day of October, 1974.


Notary Public in and for
Bexar County, Texas

STELLA WETMORE
Notary Public, Bexar County, Texas

EXHIBIT "A"

TO

BILL OF SALE

DECEMBER 29, 1978

SELLER: RAILTEX, INCORPORATED

BUYER: DR. STEPHEN HOCHSCHULER

Listed below are the numbers of the railroad cars covered by this "Bill of Sale":

TRAX 126
TRAX 127
TRAX 128

This Exhibit covers a total of 3 cars.



President
RailTex, Inc.

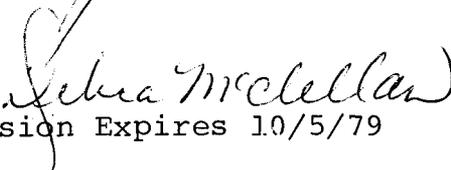
STATE OF TEXAS
COUNTY OF COLLIN

On this 29th day of December, 1978, before me personally appeared Stephen H. Hochschuler, M.D., to me known to be the person described in and who executed the foregoing instrument and he acknowledged that he executed the same as his free act and deed.

CITY NATIONAL BANK OF PLANO



NOTARY


Commission Expires 10/5/79