

RECORDATION NO. 9605-5 Filed 1984

LAW OFFICES OF

DECHERT PRICE & RHODS

AUG 2 1984 - 3 22 PM

3400 CENTRE SQUARE WEST  
1500 MARKET STREET  
PHILADELPHIA, PA 19102  
(215) 972-3400

1130 PENNSYLVANIA AVENUE, N.W.  
WASHINGTON, D.C. 20006

INTERSTATE COMMERCE COMMISSION  
WASHINGTON, D.C. 20423  
(202) 308-4400

38 SQUARE DE MEEUS, BTE  
1040 BRUSSELS, BELGIUM  
(02) 511 80 40

AUG 2 1984 - 3 22 PM (202) 783-0200

4-215A078

800 NORTH THIRD STREET  
HARRISBURG, PA 17102  
(717) 233-7947

52 BEDFORD SQUARE  
LONDON WC1B 3EX, ENGLAND  
01. 631. 3383

INTERSTATE COMMERCE COMMISSION August 2, 1984

No. \_\_\_\_\_  
Date AUG 2 1984  
Fee \$ 30.00  
ICC Washington, D.C.

RECORDATION NO. 9605-T Filed 1984

AUG 2 1984 - 3 22 PM

James H. Bayne, Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Secretary Bayne:

Pursuant to 49 U.S.C. § 11303 and the rules and regulations, I enclose for filing and recordation the following documents:

- (1) Partial Loan Termination Agreement dated July 27, 1984 by and among First National Bank and Trust Company, First Peoples Bank of New Jersey, First State Bank (formerly West Side Bank), Hazelton National Bank and Girard Leasing Corporation;
- (2) Unconditional Release dated August 1, 1984 by and among First National Bank and Trust Company, First Peoples Bank of New Jersey, First State Bank (formerly West Side Bank), Hazelton National Bank and Girard Leasing Corporation; and
- (3) Bill of Sale dated August 1, 1984 between Girard Leasing Corporation and Helm Financial Corporation.

These documents relate to boxcars subject to a Loan Modification and Moratorium Agreement among First National Bank and Trust Company, First Peoples Bank of New Jersey, First State Bank (formerly West Side Bank), Hazelton National Bank (Lenders) and Girard Leasing Company (Debtor) dated November 18, 1980, filed with the Commission on November 21, 1980, and assigned Recordation Number 9605-J and subsequent amendments.

The names and addresses of the parties to the aforementioned documents to be filed are:

- (1) Partial Loan Termination and Unconditional Release

*Enclosure for 3 -  
Lorraine E. Wilhelm*

ICC OFFICE OF THE SECRETARY  
AUG 2 3 12 PM '84  
MOTOR OPERATING UNIT

James H. Bayne, Secretary  
August 2, 1984  
Page Two

(a) Lenders:

First National Bank and Trust Company  
P.O. Box 391  
Waynesboro, Pennsylvania 17268

First Peoples Bank of New Jersey  
Cuthbert and MacArthur Drive  
Haddon Township, New Jersey 08108

First State Bank  
(formerly West Side Bank)  
101 North Main Street  
Scranton, Pennsylvania 18504

Hazleton National Bank  
Broad and Laurel Streets  
Hazleton, Pennsylvania 18201

(b) Debtor:

Girard Leasing Corporation  
3 Girard Plaza  
Philadelphia, Pennsylvania 19101

(2) Bill of Sale

(a) Vendor:

Girard Leasing Corporation  
3 Girard Plaza  
Philadelphia, Pennsylvania 19101

(b) Purchaser:

Helm Financial Corporation  
One Embarcadero Center  
Suite 3320  
San Francisco, California 94111

The documents relate to the following boxcars:

Thirty-eight (38) 50'6" 70-ton  
XM rated boxcars bearing the Road  
Numbers listed on Attachment A

James H. Bayne, Secretary  
August 2, 1984  
Page Three

Please file the Partial Loan Termination Agreement, Unconditional Release, and Bill of Sale, cross-indexing them under the names of the Lenders/Debtor and Vendor/Purchaser. A check is enclosed for \$30.00 as prescribed pursuant to 49 C.F.R. § 1177.3(c).

Please stamp all of the originals and copies of the documents and the attached copies of the transmittal letter with your official recording stamp. You will wish to retain one original and one copy of each document and the original of the transmittal letter for your file. Please return the remaining originals and copies to the bearer of this letter.

Sincerely,



Robert M. Clark

SMB:dcj  
Enclosures

RECORDATION NO. 9605-T  
Filed 1425

AUG 2 1984 - 3 22 PM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

GIRARD LEASING CORPORATION, a Pennsylvania corporation ("Transferor"), for One Dollar (\$1.00) and other good and valuable consideration, receipt of which is hereby acknowledged, hereby sells, transfers and assigns to HELM FINANCIAL CORPORATION, a California corporation ("Transferee"), all of its right, title and interest in and to the property described on Schedule A attached hereto, "AS IS, WHERE IS".

Transferor hereby warrants to Transferee that it has good and legal title to the property identified above and that it has the right to sell the same.

GIRARD LEASING CORPORATION

By: Salvo J. Warner

Title: V.P.

Dated: 8/1/84

Schedule "A" to Bill of Sale

<u>QUANTITY</u>	<u>PROPERTY DESCRIPTION</u>	<u>SERIAL NUMBER</u>
38	50'6" 70-ton railroad boxcars (Type XM)	SFLC 900000, 900001, 900002, 900003, 900005, 900006, 900007, 900008, 900009, 900010, 900011, 900013, 900015, 900016, 900017, 900018, 900020, 900021, 900022, 900024, 900025, 900029, 900031, 900032, 900033, 900035, 900036, 900037, 900038, 900039, 900041, 900042, 900044, 900045, 900046, 900048, 900049, 900050

