

9801

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

38 SQUARE DE MEEUS, BTE 1  
1040 BRUSSELS, BELGIUM  
(02) 511 80 40

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

LAW OFFICES OF  
**DECHERT PRICE & RHOADS**

888 17th STREET, N. W.  
WASHINGTON, D. C. 20006  
TELEX 84 5324 • BARDEP  
(202) 872-8600

April 28, 1982

RECORDATION NO. 9801-E  
FILED 1425  
APR 28 1982 3 05 PM  
INTERSTATE COMMERCE COMMISSION

ELEVEN BROADWAY  
NEW YORK, N. Y. 10004  
(212) 425-3510

ONE DENVER PLACE  
SUITE 1601  
999 18TH STREET  
DENVER, CO. 80202  
(303) 623-1777

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

Agatha L. Mergenovich, Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

RECORDATION NO. 9801-F  
FILED 1425  
APR 28 1982 3 05 PM  
INTERSTATE COMMERCE COMMISSION

Dear Secretary Mergenovich:

Pursuant to 49 U.S.C. § 11303 and the Commission's Rules and Regulations, enclosed for filing and recordation are five originals of the following documents:

Two Quitclaim Bills of Sale by S&R Boxcar Company dated April 27, 1982, transferring title of ninety-nine boxcars from S&R Boxcar to Girard Leasing Corporation.

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

(a) Vendor:

S & R Boxcar Company  
Girard Plaza  
Philadelphia, PA 19101

(b) Purchaser:

Girard Leasing Corporation  
3 Girard Plaza  
Philadelphia, PA 19101

The Quitclaim Bills of Sale relate to the following boxcars:

Ninety-nine (99) 50'6" 70-ton XM rated boxcars bearing Road Numbers MNJ 120517 through MNJ 120617 inclusive (boxcars MNJ 120539 and MNJ 120600 having been destroyed).

*Counterspart - Kristine E. Wilhelm*

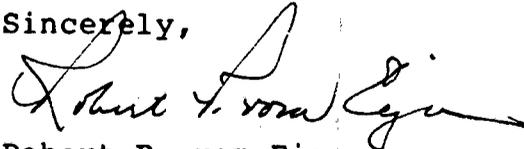
Agatha L. Mergenovich, Secretary  
April 28, 1982  
Page Two

*release*

Please file the Quitclaim Bills of Sale, cross-indexing them under the names of the Vendor and Purchaser. A check is enclosed for \$100.00 as prescribed pursuant to 49 C.F.R. § 1116.3(d).

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

Sincerely,



Robert P. vom Eigen

RPvE:slk  
Enclosures

9801

REGISTRATION NO. 9801-F FILED 1425

*W. L. ...*

APR 28 1982 - 3 05 PM

INTERSTATE COMMERCE COMMISSION

QUITCLAIM BILL OF SALE

S&R BOXCAR CO., a limited partnership with offices at Girard Plaza, Philadelphia, PA 19101 ("SR"), for good and valuable consideration, receipt of which is hereby acknowledged, and intending to be legally bound, hereby sells, conveys, assigns, releases and otherwise transfers to GIRARD LEASING CORPORATION, a Pennsylvania business corporation with offices at Girard Plaza, Philadelphia, PA 19101 ("GLC"), all of the right, title and interest of SR in and to:

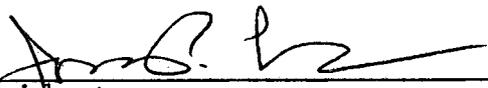
- (a) three (3) Type XM rated 50'6", 70-ton general purposes boxcars bearing road numbers MNJ 120548, MNJ 120553 and MNJ 120581, heretofore leased by SR to National Railway Utilization Corporation and Pickens Railway Company, as lessees, pursuant to a certain Equipment Lease dated September 29, 1978 and amended as of October 23, 1978 (collectively the "Lease"), which Lease was subsequently modified by a certain Equipment Lease Termination Agreement dated March 9, 1981 (the "Termination Agreement"); and
- (b) the proceeds, earnings, rentals and profits from any of the foregoing.

IN WITNESS WHEREOF, S&R BOXCAR CO., the grantor herein, has

caused the due execution of this Quitclaim Bill of Sale, under its seal, on the date set forth below.

S&R BOXCAR CO., a limited partnership  
By Girard Leasing Corporation,  
General Partner

Date: 4/27/82

By:   
Vice President

