



NORTHWESTERN OKLAHOMA RAILROAD

ONE FOXFIELD SQUARE, SUITE 200, ST. CHARLES, IL 60174
(312) 377-8866 FAX: (312) 377-9934

RECORDATION NO. 1 5868
FILING DATE

September 30, 1988

OCT 11 1988 12 05 PM

INTERSTATE COMMERCE COMMISSION

No. 8-285A063

Date OCT 11 1988

Fee \$ 13.00

ICC Washington, D.C.

100 OFFICE OF THE STAFF MOTOR OPERATING UNIT OCT 11 11 59 AM '88

Ms. Mildred Lee
Interstate Commerce Commission
Recordation Department, Room 2303
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Mrs. Lee:

I have enclosed an original and one copy/counterpart of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

These documents are bills of sale for railcars purchased by Northwestern Oklahoma Railroad Co.

The names and addresses of the parties to the document are as follows:

SELLER: REX RAILWAYS, INC.
616 Palisade Avenue
Englewood Cliffs, NJ

BUYER: NORTHWESTERN OKLAHOMA RAILROAD CO.
One Foxfield Square, Suite 200
St. Charles, IL 60174

A description of the equipment covered by the document follows:

50' 70 Ton all steel boxcars marked:

NOKL 88152 thru 88166 inclusive, 88176 thru 88183 thru 88219 inclusive.

A fee of \$13.00 is enclosed. Please file and record one set of the bills of sale and return the original showing the recording numbers and filing dates thereon.

A short summary of the document to appear in the index follows: Bills of sale covering the purchase of 59 railcars from Rex Railway purchased by Northwestern Oklahoma Railroad Co.

Very truly yours,

Daniel M. Dolan Laughlin
Executive Vice President

DMDL
enclosure

Interstate Commerce Commission
Washington, D.C. 20423

10/12/88

OFFICE OF THE SECRETARY

Daniel M. Dolan Laughlin
Executive Vice President
Northwestern Oklahoma Railroad
One Foxfield Square, Suite 200
St. Charles, Illinois 60174

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/11/88 at 12:05pm, and assigned recordation number(s). 15863

Sincerely yours,

Nesta R. McGee

Secretary

Enclosure(s)

31 BOXCARS @ \$23,250 EACH
5868
REGISTRATION NO. 5868

BILL OF SALE

OCT 11 1988 12 05 PM

INTERSTATE COMMERCE COMMISSION

REX RAILWAYS, INC. (REX) in consideration of the sum of Seven Hundred Twenty Thousand Seven Hundred Fifty Dollars (\$720,750) and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby deliver this Bill of Sale as evidence that on this date REX did grant, bargain, sell, transfer and set over unto THE NORTHWESTERN OKLAHOMA RAILROAD COMPANY, AN OKLAHOMA CORPORATION (hereinafter called "OWNER") and OWNER'S successors and assigns, all right, title and interest of REX in and to the following described units of railroad equipment (hereinafter called "Equipment"): Thirty-One Boxcars as identified on the Schedule attached thereto.

To have and to hold the same unto OWNER, its executors, administrators, and assigns forever: and REX covenants and agrees for itself, its executors, administrators and assigns, warrants and represents good title to the Equipment hereby sold unto OWNER, its executors, administrators, and assigns, against all and every person and persons whosoever.

REX hereby agrees to hold OWNER harmless and defend at its expense any cause of action instituted against OWNER respecting ownership of said Boxcars. REX certifies that the equipment referred herein is in Interchange condition and suitable for Class "A" commodity loads.

REX for itself in its name, warrants and represents to OWNER that the title conveyed is good, its transfer is rightful, and the goods are, have been or shall be delivered from any security interest or encumbrance and hereby indemnifies the OWNER accordingly against any attack on title relative to the aforementioned Boxcars.

IN WITNESS WHEREOF, REX has caused this instrument to be duly executed in its name on this 31st day of March, 1988.

REX RAILWAYS, INC.

By: Mark A. Salitan
Mark A. Salitan
President

Sworn to before me this
31st day of March, 1988.

Janet Maguire
Notary Public

JANET MAGUIRE
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Oct. 23, 1991

*I verify that this is a
copy of the original Bill
of Sale.*
Geraldine De Bartolo

" OFFICIAL SEAL "
GERALDINE DE BARTOLO
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 8/6/91

SCHEDULE I

CNW 640029
CNW 640028
CNW 640027
CNW 640024
CNW 640022
CNW 640167
CNW 640164
CNW 640162
CNW 640161
CNW 640139
CNW 640141
CNW 640138

ICG 531549
ICG 531544
ICG 531576
ICG 531534
ICG 531957
ICG 531608
ICG 531606
ICG 531557
ICG 531583
ICG 531584
ICG 531587
ICG 531525-
ICG 531438-
ICG 531594
ICG 531689
ICG 531760
ICG 531633
ICG 531744
CHTT 5358

BILL OF SALE

REX RAILWAYS, INC. (REX) in consideration of the sum of Six Hundred Fifty-one Thousand Dollars (\$651,000) and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby deliver this Bill of Sale as evidence that on this date REX did grant, bargain, sell, transfer and set over unto THE NORTHWESTERN OKLAHOMA RAILROAD COMPANY, AN OKLAHOMA CORPORATION (hereinafter called "Owner") and Owner's successors and assigns, all right, title and interest of REX in and to the following described units of railroad equipment (hereinafter called "Equipment"): Twenty-eight Boxcars as identified on the Schedule attached hereto.

To have and to hold the same unto Owner, its executors, administrators, and assigns forever: and REX covenants and agrees for itself, its executors, administrators and assigns, warrants and represents good title to the Equipment hereby sold unto Owner, its executors, administrators, and assigns, against all and every person and persons whosoever.

REX hereby agrees to hold Owner harmless and defend at its expense any cause of action instituted against Owner respecting ownership of said Boxcars. REX certifies that the equipment referred herein is in Interchange condition and suitable for Class "A" commodity loads.

REX for itself in its name, warrants and represents to Owner that the title conveyed is good, its transfer is rightful, and the goods are, have been or shall be delivered from any security interest or encumbrance and hereby indemnifies the Owner accordingly against any attack on title relative to the aforementioned Boxcars.

IN WITNESS WHEREOF, REX has caused this instrument to be duly executed in its name on this 8th day of April, 1988.

REX RAILWAYS, INC.

BY Mark A. Salitan
Mark A. Salitan
President

Sworn to before me this 8th day of April, 1988.

I verify that this is a copy of the original Bill of Sale.

Janet Maguire
Notary Public

Geraldine De Bartolo

JANET MAGUIRE
NOTARY PUBLIC OF NEW JERSEY
My Commission Expires Oct. 23, 1991

" OFFICIAL SEAL "
GERALDINE DE BARTOLO
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 8/6/91

TWENTY-EIGHT CARS

CNW 640000	CHTT 5348	ICG 531456
CNW 640002	CHTT 5355	ICG 531533
CNW 640003	CHTT 5351	ICG 531562
CNW 640004	CHTT 7042	ICG 531586
CNW 640006	CHTT 7044	ICG 531593
CNW 640010	CHTT 7070	ICG 531614
CNW 640011	CHTT 13073	ICG 531965
CNW 640015	CHTT 7105	ICG 531972
CNW 640014		ICG 531556
CNW 640021		
CNW 640067		