

REGISTRATION NO. 12538  
DEC 5 - 1980 - 2 45 PM

12537  
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INTERSTATE COMMERCE COMMISSION  
NORTH WESTERN LEASING COMPANY  
400 WEST MADISON STREET, CHICAGO 60606

December 4, 1980

File No.: A-11264

No. 340A089

Date DEC 5 1980

Fee \$ 400.00

ICC Washington, D. C.

Ms. Agatha L. Mergenovich, Secretary  
Interstate Commerce Commission  
12th & Constitution Ave., N.W.  
Washington, D.C. 20423

Dear Ms. Mergenovich:

Pursuant to Section 11303, (formerly Section 20c) of the Interstate Commerce Act, attached hereto for recordation are certified copies of originals and conformed duplicate originals of title documents covering various EMD GP-7 Type locomotive units presented by Precision National Corporation ("PNC") to this Company as evidence of PNC's ownership of the locomotive units listed on such documents.

The names of the parties and dates of the documents and the numbers of the subject locomotives are as follows:

- 1. Bill of Sale dated January 21, 1980 by St. Louis-San Francisco Railway Company (Vendor) to Precision National Corporation (Vendee) covering 20 EMD GP-7 locomotives bearing Frisco Nos. 500, 510, 516, 517, 528, 542, 561, 569, 572, 574, 582, 590, 594, 597, 598, 620, 627, 629, 630, and 632;
- 2. Bill of Sale dated December 8, 1976 by St. Louis-San Francisco Railway Company (Vendor) to Precision National Corporation (Vendee) covering 10 EMD GP-7 locomotives bearing Frisco Nos. 531, 537, 539, 545, 562, 570, 576, 599, 610, and 621;
- 3. Bill of Sale dated September 4, 1973 by St. Louis-San Francisco Railway Company (Vendor) to Precision National Corporation (Vendee) covering 5 EMD GP-7 locomotives bearing Frisco Nos. 538, 558, 571, 596, and 631;
- 4. Bill of Sale dated October 31, 1979 by Desa V. Wakeman as Trustee under Trust Agreement dated August 11, 1967 with Wells Fargo Bank (Seller) to Precision National Corporation (Buyer) covering 20

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DUCKET FILES  
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EMD GP-7 locomotives bearing ConRail Nos. 5601, 5649, 5651, 5659, 5661, 5657, 5686, 5701, 5707, 5743, 5753, 5754, 5762, 5772, 5781, 5783, 5803, 5805, 5811, and 5819;

12540  
5. Bill of Sale dated August 29, 1979 by Chicago, Rock Island, and Pacific Railroad Company (Seller) to Precision National Leasing Corporation (Buyer) covering 80 EMD GP-7 locomotives bearing Rock Island Nos. (See Exhibit 1);

12541  
6. Purchase Contract dated June 14, 1973 by Luntz Iron and Metal (Seller) to Precision National Corporation (Buyer) covering 30 GP-7 and GP-9 locomotives bearing C. & O.B. & O. Nos. (see Exhibit 2);

12542  
7. Purchase Contract dated October 29, 1974 by Florida East Coast Railway Company (Seller) to Precision National Corporation (Buyer) covering 3 EMD GP-7 locomotives bearing FEC Nos. 607, 613, and 616;

12543  
8. Declaration of Sale dated October 12, 1972 by White Store Steamship Co. Ltd. (Seller) to Precision National Corporation (Buyer) covering 20 GP-7R and GP-9R locomotives bearing WSS Nos. (see Exhibit 3);

Enclosed is our check for \$400.<sup>00</sup> to cover the recording fee. Keep the original and return the other duplicate originals showing the recordation data.

Very truly yours,



J. S. Edwards  
Assistant Secretary

L/T/7 91-92

**ORIGINAL**

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BILL OF SALE

INTERSTATE COMMERCE COMMISSION

For Valuable Consideration, DESA V. WAKEMAN, not in her individual or personal capacity, but solely as a Trustee under a Trust Agreement dated as of August 11, 1967 with Wells Fargo Bank, as sole trustor and beneficiary, hereinafter called Seller, does hereby sell to

PRECISION NATIONAL CORPORATION

hereinafter called Buyer, all of Seller's right, title and interest in and to the following described personal property -

SEE EXHIBIT "A" ATTACHED HERETO

Said property is sold as-is, where-is, without any covenant or warranty expressed or implied, of any nature whatsoever except, however, that Seller covenants and warrants that said property is free of all liens and encumbrances created by Seller. By acceptance of said property transferred hereunder, Buyer agrees to pay all sales and use taxes payable in connection with this sale.

Dated: October 31, 1979

  
Trustee as aforesaid

I, J. S. EDWARDS, HEREBY CERTIFY that I am a duly elected Assistant Secretary of NORTH WESTERN LEASING COMPANY and custodian of the records, files, and corporate seal of said Company.

I FURTHER CERTIFY that the annexed and foregoing is a full, true, and correct copy of a document by Desa V. Wakeman as Trustee under Trust Agreement dated August 11, 1967 with Wells Fargo Bank to Precision National Corporation ("PNC") presented by PNC to this Company as evidence of PNC's ownership of the locomotive units listed on such document.

WITNESS my signature and the corporate seal of said North Western Leasing Company this 4<sup>th</sup> day of DECEMBER, A.D., 1980.

A handwritten signature in dark ink, appearing to read 'J. S. Edwards', is written over a horizontal line.

(Corporate Seal)

L/T/7 93

EXHIBIT A

Twenty (20) reconstructed model GP-7 diesel -  
electric locomotives bearing identification  
numbers:

9500 to and including 9519

The above road numbers were subsequently changed to:

5601,	5649,	5651,	5659,	5661,
5657,	5686,	5701,	5707,	5743,
5753,	5754,	5762,	5772,	5781,
5783,	5803,	5805,	5811,	5819.