

KUNKEL TRANSPORTATION SERVICES,

1331 Pennsylvania Avenue, N.W.

Suite 1211 North

Washington, D.C. 20004

(202) 783-3698

REGISTRATION NO. 14640-A
FORM 1425

JAN 29 1986 - 10 30 PM

Statutory Agency Service
Transportation Information
INTERSTATE COMMERCE COMMISSION

Charles E. Rhoads
President

Steven P. Rusch
Manager

Gregory C. Rhoads
Vice President

No. 6-029A032

Date ... JAN 29 1986

Fee \$ 10.00

January 29, 1986

ICC Washington, D. C.

Mr. James H. Bayne
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

Dear Mr. Bayne:

Pursuant to Section 11303 (formerly Section 20c) of the Interstate Commerce Act as amended, attached for recordation as a subfiling under ICC recordation No. 14640, is a counterpart of one (1) Bill of Sale.

- 1. Bill of Sale covering one (1) Reconstructed Presentation Passenger Railroad Car CNW 422, dated November 12, 1985, acquired from Milwaukee Rail Car Corporation.

Enclosed is one (1) \$10.00 check to cover your recording fees. Please assign a sequential recordation number, retain one counterpart for your files, and return the remaining counterpart see each showing recordation data.

Sincerely,

Gregory C. Rhoads
Gregory C. Rhoads
Acting as Agent
for the C & NW

Handwritten signature: Steven P. Rusch

ICC OFFICE OF
TOLSON
JAN 29 10 30 AM '86
MOTION PICTURE UNIT

Interstate Commerce Commission

Washington, D.C. 20423

1/29/86

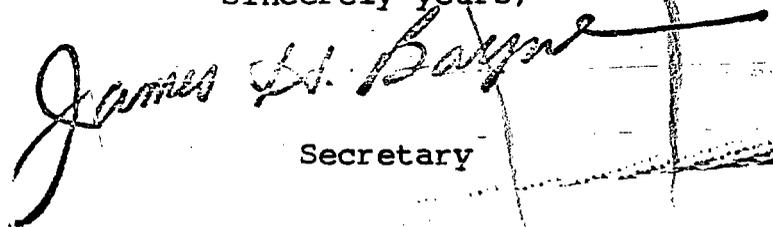
OFFICE OF THE SECRETARY

Gregory C. Rhoads
Vice President
Kunkel Transportation Services
1331 Pennsylvania Avenue, N.W.
Suite 1211 North
Washington, D.C. 20004

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 1/29/86 at 10:40am and assigned re-
recording number(s). 14640-A, 14779-A, 14779-B & 14888

Sincerely yours,


Secretary

Enclosure(s)

JAN 29 1986 7:30 PM

BILL OF SALE INTERSTATE COMMERCE COMMISSION

MILWAUKEE RAIL CAR CORPORATION, a Wisconsin Corporation (hereinafter called the "Seller") in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations the receipt of all of which by it is hereby acknowledged, has bargained, sold, conveyed, transferred and delivered, and by these presents does hereby bargain, sell, grant, convey, transfer and deliver unto NORTH WESTERN LEASING COMPANY, a Delaware Corporation, (hereinafter called the "Buyer"), the following unit(s) of equipment (hereinafter referred to as "the Equipment"):

Reconstructed Presentation Passenger Railroad Car CNW 422

TO HAVE AND TO HOLD the same unto the said Buyer, its successors or assigns forever;

THE MANUFACTURER HEREBY WARRANTS to the Buyer, its successors and assigns, that upon the sale hereunder of each unit of the Equipment to the Buyer, as aforesaid, the Seller had legal title thereto, and good and lawful right to sell the same, and that title to said unit was then free of all claims, liens, encumbrances and security interests of any nature, and the Seller covenants that it will warrant and defend such title against all claims and demands whatsoever;

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed in its name by its President, thereunto duly authorized, and its corporate seal to be hereunto affixed and to be attested by its Secretary, this 12th day of November, 1985.

MILWAUKEE RAIL CAR CORPORATION

By Robert F. Bauman
(Signature)

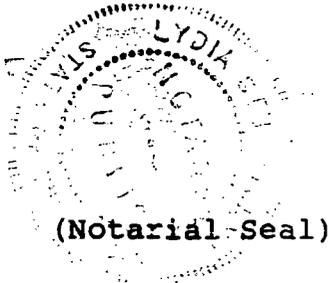
Robert J. Bauman
(Name of Officer)

Robert F. Bauman
President

Barbara Sgoroski
Secretary

STATE OF)
WISCONSIN) SS
COUNTY OF)
MILWAUKEE

On this 10th day of December, 1985, before me personally appeared Robert BAUMAN, to me personally known, who, being by me duly sworn, says that he/she is (Title) PRESIDENT of (Name of Company) MILWAUKEE RAIL CAR CORP. that one of the seals affixed to the foregoing instrument is the corporate seal of said Corporation, and that said instrument was signed and sealed on behalf of said Corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.



(Notarial Seal)

Lydia Stupmich
Notary Public

JAN 29 1986 - 10 40 PM

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MILWAUKEE RAIL CAR CORPORATION

By Robert J. Bauman
(Signature)

Robert J. Bauman
(Name of Officer)

Robert J. Bauman
President

Barbara Sycowski
Secretary

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Lydia Stupmich
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