

REYNOLDS, ALLEN & COOK

INCORPORATED

ATTORNEYS

3300 ALLIED BANK PLAZA

HOUSTON, TEXAS 77002

713-651-1300

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AUSTIN OFFICE

404 UNITED BANK BUILDING
AUSTIN, TEXAS 78701
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WASHINGTON OFFICE

1667 K STREET, N.W.
WASHINGTON, D.C. 20006
(202) 293-7777

March 13, 1986

BASS C. WALLACE, JR.

12793/A
RECORDED & INDEXED FILED 1425

MAR 18 1986 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission
12th Street & Constitution Ave., N.W.
Washington, D.C. 20423

Attn: Ms. Mildred Lee, Room 2303

Re: Documents for Recordation

3/16/86
10:00

Dear Ms. Lee:

CC Washington, D.C.

I have enclosed an original and one copy of the documents described below in order that they may be recorded pursuant to Section 11303 of Title 49 of the U.S. Code. This document is an Assignment of Promissory Note and Security Agreement, a secondary document, dated February 3, 1986. The primary document to which this is connected is recorded under Recordation No. 12793.

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

Primary Document

Lender/Secured Party:

First City National Bank
of Houston
1001 Main Street
Houston, Texas 77002

Borrower/Debtor:

Gary L. Forbes
30 South Cheska Lane
Houston, Texas 77024

Secondary Document

Assignor:

First City National Bank
of Houston
1001 Main Street
Houston, Texas 77002

Assignee:

Allied Bank of Texas
P. O. Box 3326
1000 Louisiana
Houston, Texas 77002

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A description of the equipment covered by the documents is as follows:

Two (2) used 23,500 gallon railroad tank cars, DOT111A100W3, having Serial Nos. GLNX 23253 and GLNX 23254.

A fee of \$10.00 is enclosed. Please return the original and any extra copies not needed to Bass C. Wallace, Jr., 3300 Allied Bank Plaza, Houston, Texas 77002.

A short summary of the document to appear in the index follows:

Assignment between First City National Bank of Houston, 1001 Main Street, Houston, Texas 77002, and Allied Bank of Texas, P. O. Box 3326, 1000 Louisiana, Houston, Texas 77002, dated February 3, 1986, and covering two (2) used 23,500 gallon tank railroad cars, DOT111A100W3, having Serial Nos. GLNX 23253 and GLNX 23254, and connected to the Security Agreement between First City National Bank of Houston, 1001 Main Street, Houston, Texas 77002, and Gary L. Forbes, 30 South Cheska Lane Houston, Texas 77024, dated December 31, 1980 with Recordation No. 12793.

If you have any questions or comments regarding this filing please do not hesitate to call me at (713) 651-1300.

Yours very truly,



Bass C. Wallace, Jr.

BCW:lc

Enclosure

12793-A
FILED 1425

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INTERSTATE COMMERCE COMMISSION

ASSIGNMENT OF PROMISSORY NOTE AND SECURITY AGREEMENT

THAT, FIRST CITY NATIONAL BANK OF HOUSTON, a Texas banking corporation (herein the "Assignor"), for and in consideration of the sum of TEN DOLLARS (\$10.00) and other good and valuable consideration to Assignor in hand paid by ALLIED BANK OF TEXAS, a Texas banking corporation (herein the "Assignee"), the receipt and sufficiency of which is hereby acknowledged, has GRANTED, TRANSFERRED, AND ASSIGNED, and does by these presents GRANT, TRANSFER, AND ASSIGN, unto said Assignee, without recourse or warranty either express or implied on Assignor except as set forth herein, the following:

1. That certain Promissory Note dated December 31, 1980, in the original principal amount of ONE HUNDRED AND EIGHT THOUSAND DOLLARS (\$108,000.00), bearing interest as provided therein, executed by Gary L. Forbes, as Maker, and payable to the order of Assignor, as Payee, in installments as provided therein (herein the "Note").

2. That certain Security Agreement dated December 31, 1980, by Gary L. Forbes, as Borrower, and Assignor, as Bank, wherein a security interest is granted in the property therein described, and all proceeds thereof, which security interest was granted to secure the indebtedness represented by the Note and the performance of all obligations of Debtor under said Security Agreement; and the security interests granted under said Security Agreement, as filed with the Interstate Commerce Commission on January 22, 1981, Recordation No. 12793.

TO HAVE AND TO HOLD said Note and Security Agreement, together and along with all rights, titles, interest, liens, security interests, privileges, claims, demands, and equities now or hereafter had by Assignor in connection therewith or as security therefor unto Assignee, its successors and assigns forever.

Assignor hereby covenants and warrants that Assignor is the owner and holder of said Note, and the indebtedness evidenced thereby, and that Assignor has not assigned, mortgaged, or hypothecated said Note, the indebtedness evidenced thereby, or any of the liens or security interest in connection therewith to any other party; that \$71,213.60 principal amount is still owing and unpaid on said Note; that said Note is not overdue and that Assignor has the full right and authority to transfer and convey said Note, indebtedness, liens, and securities. Assignor additionally hereby covenants and warrants that Assignor is the "Bank" named in said Security Agreement, and that Assignor has not assigned, mortgaged, or hypothecated its interest in said

Security Agreement to any other party, and that Assignor has the full right and authority to transfer and convey said Security Agreement, and to execute this instrument.

Assignor agrees to execute such other documents and perform such other acts as may be reasonable and necessary to perfect Assignee's security interest in and to the Collateral, as defined in said Security Agreement.

IN TESTIMONY WHEREOF, Assignor has caused this instrument to be executed by its duly authorized officer and its corporate seal to be affixed hereto, this 3rd day of February, 1986.

FIRST CITY NATIONAL BANK OF HOUSTON

By Jay Dietz

THE STATE OF TEXAS §

COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Jay Dietz, Commercial Banking Officer of First City National Bank of Houston, a Texas banking corporation, known to be to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, as the act and deed of said corporation, and in the capacity therein set forth.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 3rd day of February, 1986.

Bruent Hopkins
Notary Public in and for the
State of T E X A S

C E R T I F I C A T E

I, Bass C. Wallace, Jr., do hereby certify that I have examined the copy of the Assignment of Promissory Note and Commercial Security Agreement, dated February 3, 1986, to which this Certificate is attached, with the fully executed and acknowledged original of said Assignment and have found the copy to be complete and identical in all respects to the original document.

Dated this 11th day of February, 1986.



Bass C. Wallace, Jr.

Notary Public in and for
the State of T E X A S
BASS C. WALLACE, JR.
Notary Public, State of Texas
My Commission Expires 12/12/86