

LAW OFFICES

JACKSON & CAMPBELL, P.C.

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TIMOTHY R. DINGILIAN+

ONE LAFAYETTE CENTRE  
SUITE 300 SOUTH  
1120 20TH STREET, N.W.

WASHINGTON, D.C. 20038

INT'L TELEX: 64794  
TELECOPIER (202) 457-1678  
(202) 457-1600

MARYLAND OFFICE  
200 A MONROE STREET  
ROCKVILLE, MARYLAND 20850  
(301) 340-0450

VIRGINIA OFFICE  
1008 NORTH RANDOLPH STREET  
SUITE 104  
ARLINGTON, VIRGINIA 22201  
(703) 522-1330

September 12, 1985

HAND-DELIVERED

DIRECT DIAL NUMBER  
457-1634

REGISTRATION NO. 14786-B  
Filed 1423

SEP 12 1985 - 1 05 PM

INTERSTATE COMMERCE COMMISSION

\* ALSO ADMITTED IN MARYLAND  
\* ALSO ADMITTED IN VIRGINIA

Mr. James H. Bayne  
Office of the Secretary  
Recordation Office  
Interstate Commerce Commission  
12th Street and Constitution  
Avenue, N.W.  
Washington, D.C. 20423

No. 5-253A990  
Date SEP 12 1985  
Fee \$ 10.00  
ICC Washington, D.C.

100 OFFICE OF THE SECRETARY  
SEP 12 1 00 PM 1985  
MOTOR OPERATING UNIT

Re: First Interstate Leasing, Inc.; Alaska Railroad Corporation; and Citicorp Industrial Credit, Inc.; Recordation File No. 14786

Dear Mr. Bayne:

In accordance with the provisions of § 11303 of the Revised Interstate Commerce Act, 49 U.S.C. § 11303, and Part 1177 of Title 49 of the Code of Federal Regulations, we request, as special counsel for First Interstate Leasing, Inc., that the enclosed document be recorded and filed with the Interstate Commerce Commission.

You will find enclosed herewith the original and (3) copies of the following document:

Bill of Sale, dated September 9, 1985, by and between Pacific Car and Foundry Company, as Seller, and First Interstate Leasing, Inc.

The Bill of Sale, dated September 9, 1985, is intended to memorialize the sale by Pacific Car and Foundry Company, a division of PACCAR Inc, as Seller, to First Interstate Leasing, Inc., of fifteen (15) 70-ton articulated intermodal flat cars more specifically described therein.

*Q Overlapped Inverse End*

Mr. James H. Bayne  
September 12, 1985  
Page Two

The only party executing this Bill of Sale is:

Pacific Car and Foundry Company  
Division of PACCAR Inc  
c/o Kenneth R. Brownstein  
Law Department  
P.O. Box 1518  
Bellevue, Washington 98009

You will also find enclosed herewith a check made payable to the Interstate Commerce Commission in the amount of Ten Dollars (\$10.00), which sum is intended as full and final payment for the filing fees to be incurred in connection herewith.

This document should be stamped and filed as Recordation No. 14786-B.

Would you please stamp, as noted above, the enclosed original and copies and return the enclosed original and two (2) copies, as stamped, to our office at your earliest possible convenience?

Thank you for your assistance in this matter.

Sincerely yours,

JACKSON & CAMPBELL, P.C.

By: David H. Cox  
David H. Cox

DHC/lg

Enclosures As Stated



**PACCAR** Inc

Law Department  
P.O. Box 1518  
Bellevue, Washington 98009  
Telephone (206) 455- 7356

September 09, 1985

Mr. Lynn Bartsch  
Vice President  
FIRST INTERSTATE LEASING INC.  
245 South Los Robles Avenue  
Pasadena, California 91109

Dear Mr. Bartsch:

Enclosed please find two (2) original Bills of Sale for fifteen (15) 70 ton articulated intermodel flat cars, numbers AAR 19130 through 19144.

Please be advised that Pacific Car and Foundry's invoices for these cars, number 86016 and 86163 have been paid in full.

Very truly yours,



Kenneth R. Brownstein  
Counsel

KRB:pag



# Pacific Car and Foundry Company

1400 NORTH 4th ST. RENTON, WASHINGTON 98055  
RAILROAD CARS AND EQUIPMENT, INDUSTRIAL PRODUCTS

CUSTOMER ORDER NO.

85-C-90075

TERR. 102	TAX 20	DOCUMENT TYPE 1	CUST. CODE R62A030	DATE INVOICED 6/28/85	TERMS: FUNDS TO BE WIRE TRANSFERRED NO LATER THAN 7/19/85	SALES 62	OUR ORDER NO. 68056	INVOICE NO. 86016
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SHIPPED TO INVOICE TO

INVOICE TO SAME AS SHIPPED TO UNLESS OTHERWISE NOTED C.C. #P0883  
 ALASKA RAILROAD CORPORATION  
 ALASKA HYDROTRAIN  
 WHITTIER, ALASKA

If this invoice is not paid when due, Buyer shall pay a late charge of one and one half percent (1 1/2%) per month on any past due payment (to the maximum allowable interest rate under applicable law if less than 1 1/2% per month).

~~INTEREST ON PAYMENT OVER 30 DAYS~~

ALASKA RAILROAD CORPORATION  
 ATTN: MR. BRUCE CARR - FINANCE DEPT.  
 P O BOX 7-2111 RAR-17  
 ANCHORAGE AK 99510-7069

CONTRACT NUMBER
BILL OF LADING NUMBER 009384
SHIPPING POINT RENTON WA
F.O.B. RENTON WA

COLLECT <input checked="" type="checkbox"/>	PREPAY <input type="checkbox"/>	P.P. & ADD. <input type="checkbox"/>	ROUTE: BN TO SEATTLE- ALASKA HYDROTRAIN-ALASKA RAILROAD	DATE SHIPPED 6/27/85	DATE OF ORDER 6/5/85	REFERENCE NO. 17436
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ITEM	QUANTITY	DESCRIPTION	UNIT PRICE	NET
1	6	70 TON ARTICULATED INTERMODAL FLAT CARS COMPLETE WITH BUILT-UP WELDED CENTER SILLS, 15" END-OF-CAR HYDRAULIC CUSHION UNITS, TWO ABDW AIR BRAKE SYSTEMS, ONE WEAR HEAT TREATED WHEELS, AND STUCKI HS-10 HYDRAULIC SNUBBERS.	83,142.00	\$498,852.00

# INVOICE

ENDORSED *B.E. Carr*  
 B.E. CARR  
 APPROVED *M.M. Yetter*  
 M.M. YETTER

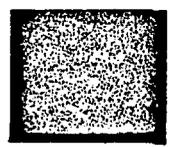
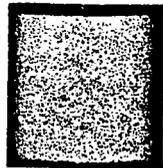
*F.G. Turpin*  
 F.G. Turpin

**PLEASE MAIL REMITTANCE TO  
 PACIFIC CAR AND FOUNDRY CO.  
 P.O. Box 44638  
 SAN FRANCISCO, CA 94144**

PLEASE DO NOT RETURN ANY MERCHANDISE WITHOUT OUR PERMISSION  
 ALL MATERIAL ACCEPTED FOR RETURN IS SUBJECT TO A HANDLING CHARGE

PCF-RN-8-R2 REV. 11/76  
 PRINTED IN U.S.A.  
 CAT. NO. 1590

ORIGINAL





# Pacific Car and Foundry Company

1400 NORTH 4th ST. RENTON, WASHINGTON 98055  
RAILROAD CARS AND EQUIPMENT, INDUSTRIAL PRODUCTS

CUSTOMER ORDER NO.

A DIVISION OF  
**PACOR**

85-C-90075

TERR.	TAX	DOCUMENT TYPE	CUST. CODE	DATE INVOICED	TERMS:	SALES	OUR ORDER NO.	INVOICE NO.
102	20	1	R62A030	7/22/85	FROM DATE OF INVOICE <b>CASH RECEIVED</b>	62	68056	86163

INVOICE TO SAME AS SHIPPED TO UNLESS OTHERWISE NOTED **C.C. #P0883**

If this invoice is not paid when due, Buyer shall pay a late charge of one and one half percent (1.5%) per month on any past due payment, or up to the maximum allowable interest rate under applicable law if less than 1 1/2% per month.

~~INTEREST ON PAST DUE ACCOUNTS~~

SHIPPED TO INVOICE TO

• **BN UP - SEATTLE**

ALASKA RAILROAD CORPORATION  
• ATTN: MR. BRUCE CARR - FINANCE DEPT.  
P O BOX 7-2111 RAR-17  
ANCHORAGE AK 99510-7069

CONTRACT NUMBER
BILL OF LADING NUMBER <b>009674</b>
SHIPPING POINT <b>RENTON WA</b>
F.O.B. <b>RENTON WA</b>
DATE SHIPPED <b>7/18/85</b>
DATE OF ORDER <b>6/5/85</b>
REFERENCE NO. <b>17717</b>

COLLECT <input checked="" type="checkbox"/>	PREPAY <input type="checkbox"/>	P.P. & ADD. <input type="checkbox"/>	ROUTE: <b>BN UP - SEATTLE</b>
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ITEM	QUANTITY	DESCRIPTION	UNIT PRICE	NET
1	9	70 TON ARTICULATED INTERMODAL FLAT CARS COMPLETE WITH BUILT-UP WELDED CENTER SILLS, 15" END-OF-CAR HYDRAULIC CUSHION UNITS, TWO ABDW AIR BRAKE SYSTEMS, ONE WEAR HEAT TREATED WHEELS, AND STUCKI HS-10 HYDRAULIC SNUBBERS.  AAR 19130, 19132 THRU 19136, 19142 THRU 19144.	83,142.00	\$748,278.00

# INVOICE

ENDORSED *B.E. Carr*  
B.E. CARR

APPROVED *[Signature]*  
W.J. FETTER

*[Signature]*  
F.G. Turpin

**PLEASE MAIL REMITTANCE TO  
PACIFIC CAR AND FOUNDRY CO.  
P.O. Box 44638  
SAN FRANCISCO, CA 94144**

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