

Counter - Photo - C.T. Koppelman



RECORDATION NO. **6749-G** Filed 1986

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6749-6

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LAW OFFICES

ALVORD AND ALVORD
INTERSTATE COMMERCE COMMISSION

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*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN OHIO
*ALSO ADMITTED IN MARYLAND

August 27, 1986

6 239A042

Series 1

No.

Date **AUG 27 1986**

Fee \$ **10.00**

ICC Washington, D. C.

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303 are the original and one copy of a Bill of Sale dated as of June 5, 1986, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to an Equipment Trust Agreement dated as of September 15, 1972 between Morgan Guaranty Trust Company of New York, Trustee (now Manufacturers Hanover Trust Company, as Trustee) and Illinois Central Gulf Railroad Company, which was duly filed and recorded on September 26, 1972 and assigned Recordation Number 6749.

The railroad equipment covered by the enclosed document is set forth in Schedule A attached hereto and made a part hereof.

The name and address of the party executing the enclosed document is:

Manufacturers Hanover Trust Company
600 Fifth Avenue
New York, New York 10020

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the copy of the enclosed Bill of Sale to

ICC OFFICE OF
THE SECRETARY
AUG 27 12 06 PM '86
MOTOR OPERATING UNIT

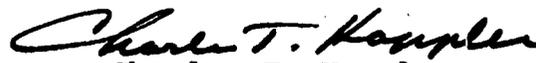
Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
August 27, 1986
Page Two

Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth
Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to
appear in the Commission's Index is:

Bill of Sale dated as of June 5, 1986 executed
by Manufacturers Hanover Trust Company, as Trustee
covering SW-13 and GP-10 locomotives,

Very truly yours,


Charles T. Kappler

Enclosures

ILLINOIS CENTRAL GULF RAILROAD COMPANY

EQUIPMENT TRUST, SERIES 1

SCHEDULE A TO BILL OF SALE DATED AS OF JUNE 5, 1986

DESCRIPTION OF EQUIPMENT

<u>Type</u>	<u>Locomotive Number</u>
SW-13 Locomotive	IC 1302
SW-13 Locomotive	ICG 1303
SW-13 Locomotive	ICG 1304
SW-13 Locomotive	ICG 1305
GP-10 Locomotive	IC 8162
GP-10 Locomotive	IC 8183
GP-10 Locomotive	ICG 8189
GP-10 Locomotive	ICG 8229
GP-10 Locomotive	IC 8271
GP-10 Locomotive	IC 8277
GP-10 Locomotive	IC 8278
GP-10 Locomotive	ICG 8279
GP-10 Locomotive	ICG 8351
GP-10 Locomotive	IC 8357
GP-10 Locomotive	IC 8390

BILL OF SALE
Dated as of June 5, 1986

RECORDATION FILED 1425
67496

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INTERNAL COMMERCE COMMISSION

WHEREAS, Manufacturers Hanover Trust Company, as Trustee under an Equipment Trust Agreement dated as of September 15, 1972, constituting Illinois Central Gulf Railroad Equipment Trust, Series 1, is the owner of certain units of Equipment described in said Agreement and supplements thereto, and

WHEREAS, some of said units of Equipment, identified on Schedule A attached hereto, have become unsuitable for the use of the Railroad and the fair value of said units has been paid to said Trustee:

NOW THEREFORE, Manufacturers Hanover Trust Company, as Trustee aforesaid, in consideration of One Dollar (\$1.00) to it in hand paid and other good and valuable consideration, does hereby grant, bargain, sell, assign, transfer and set over unto Illinois Central Gulf Railroad Company, a corporation, its successors and assigns, to have and to hold the same forever, the said units of Equipment shown on said Schedule A attached hereto.

And said Manufacturers Hanover Trust Company, as Trustee aforesaid, does hereby remise, release and discharge said units of Equipment from any lien thereon or interest therein arising from said Equipment Trust Agreement and supplements thereto.

IN TESTIMONY WHEREOF, said Manufacturers Hanover Trust Company, as Trustee aforesaid, has caused its corporate name to be hereunto signed and its corporate seal to be hereunto affixed and attested by its officers thereunto duly authorized, as of the day and year set forth above.

MANUFACTURERS HANOVER TRUST COMPANY,
as Trustee aforesaid

By *John Generale*
Vice President

ATTEST:

James E. Behrman
Assistant Secretary

State of New York)
County of New York)

On this 23rd day of June, 1986, before me personally appeared JOHN GENERALE to me personally known, who, being by me duly sworn, says that he is a Vice President of Manufacturers Hanover Trust Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kathy A. Murphy
Notary Public

(SEAL)
My Commission expires:

KATHY A. MURPHY
Notary Public, State of New York
No. 60-4825140
Qualified in Westchester County
Certificate filed in New York County
Commission Expires July 31, 1988

ILLINOIS CENTRAL GULF RAILROAD COMPANY

EQUIPMENT TRUST, SERIES 1

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