

POPE BALLARD & LOOS

700 BRAUNER BUILDING

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WASHINGTON, D. C. 20006

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May 18, 1981

MARYLAND OFFICE  
22 W. JEFFERSON STREET, SUITE 303  
ROCKVILLE, MARYLAND 20850  
(301) 424-4210

RECORDATION NO. 13110 FILED 1425

MAY 19 1981 - 2 15 PM

INTERSTATE COMMERCE COMMISSION

1-4109407  
MAY 19 1981  
FEE \$ 50.00  
100 Washington, D.C.

RECEIVED  
MAY 19 2 07 PM '81  
FED. OPERATIONS BR.

HAND-DELIVERED

Ms. Mildred R. Lee  
Recordation Unit, Room 2303  
Interstate Commerce Commission  
Washington, D. C. 20423

Re: Recordation of Bill of Sale of 107 Rock Island  
Rail Cars by the Trustee of the Chicago Rock  
Island and Pacific Railroad Company to the  
Fordyce and Princeton Railroad Company

Dear Ms. Lee:

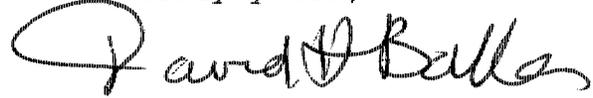
Enclosed please find for filing and recordation an  
executed original and two copies of the Bill of Sale for  
107 Rock Island pulpwood rack rail cars. These cars were sold  
by William M. Gibbons, trustee of the property of the Chicago  
Rock Island and Pacific Railroad Company, 332 S. Michigan  
Avenue, Chicago, Illinois, 60604 to the Fordyce and Princeton  
Railroad Company, P. O. Box 757, Crossett, Arkansas, 71635 for  
the consideration of \$725,000. I would appreciate it if you  
would file this Bill of Sale with the Commission's records.

Also enclosed is a check for \$50.00 to cover the  
recordation filing fee.

*David H. Baker*  
*David H. Baker*

If any questions arise as to this filing, I would appreciate it if you would contact me directly.

Sincerely yours,

A handwritten signature in cursive script that reads "David H. Baker". The signature is written in dark ink and is positioned above the typed name and title.

David H. Baker  
Attorney for the Fordyce  
and Princeton Railroad  
Company

DHB/dlt

Enclosures

CC: Mr. S. R. Tedder  
Mr. Calvin R. Shaw  
Mr. James T. Curtis  
J. K. Bridgeforth, Esquire  
L. Philip McClendon, Esquire  
William E. Kelly, Esquire

13110

REGISTRATION NO. .... Filed 1425

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MAY 19 1981 -2 15 PM  
INTERSTATE COMMERCE COMMISSION

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INTERSTATE COMMERCE COMMISSION

BILL OF SALE

This Bill of Sale made this 14th day of May, 1981, by WILLIAM M. GIBBONS, Trustee of the Property of the Chicago, Rock Island and Pacific Railroad Company (Trustee").

WHEREAS, Trustee has entered into a Railcar Purchase Agreement (the "Purchase Agreement") dated as of December 9, 1980 with Fordyce and Princeton Railroad Company ("F&P"); and

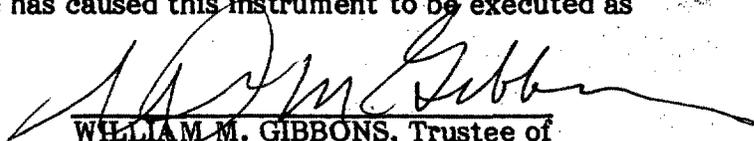
WHEREAS, pursuant to the Purchase Agreement, Trustee has sold to the F&P the Railcars described on Exhibit B hereto (the "Railcars");

NOW, THEREFORE, in consideration of the premises, the payment of \$725,000.00, as provided in the Purchase Agreement, the receipt and sufficiency of which is hereby acknowledged, and pursuant to Order No. 328 of the United States District Court for the Northern District of Illinois, Eastern Division, dated March 10, 1981, in No. 75 B 2697, Trustee does hereby grant, bargain, sell, assign, transfer and set over to F&P, its successors and assigns, the Railcars.

TRUSTEE MAKES NO WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE, AND THE FOREGOING IS EXPRESSLY IN LIEU OF ALL WARRANTIES, EXPRESSED OR IMPLIED.

This Bill of Sale is delivered pursuant to the terms and conditions of the aforesaid Purchase Agreement, which terms and conditions shall survive the delivery hereof and shall not merge into this Bill of Sale.

IN WITNESS WHEREOF, Trustee has caused this instrument to be executed as of the date first above written.



WILLIAM M. GIBBONS, Trustee of  
the Property of the Chicago, Rock  
Island and Pacific Railroad Company

EXHIBIT B

RI	94200	RI	94240	RI	94274	ROCK	594210
"	94201	"	94241	"	94275	"	594280
"	94202	"	94242	"	94276	"	594281
"	94203	"	94243	"	94279		
"	94204	"	94244	"	94280	RI	94301
"	94205	"	94245	"	94281	"	94311
"	94206	"	94246	"	94284	"	94312
"	94207	"	94247	"	94286	"	94313
"	94208	"	94248	"	94287	"	94322
"	94210	"	94249	"	94288	"	94346
"	94211	"	94250	"	94289	"	94356
"	94213	"	94252	"	94290	"	94368
"	94214	"	94253	"	94291	"	94369
"	94218	"	94255	"	94292	"	94384
"	94219	"	94256	"	94293	"	94395
"	94221	"	94257	"	94294	"	94397
"	94222	"	94258	"	94295	"	94654
"	94223	"	94260	"	94296	"	94655
"	94224	"	94262	"	94297	"	94668
"	94225	"	94263	"	94299		
"	94226	"	94264				
"	94228	"	94265	ROCK	594200		
"	94229	"	94266	"	594201		
"	94231	"	94267	"	594202		
"	94232	"	94268	"	594203		
"	94233	"	94269	"	594204		
"	94234	"	94270	"	594205		
"	94236	"	94271	"	594206		
"	94237	"	94272	"	594207		
"	94239			"	594208		
				"	594209		

STATE OF ILLINOIS        )  
                                  ) SS:  
COUNTY OF COOK         )

On this 14<sup>th</sup> day of May, A.D., 1981, before me, the undersigned, a Notary Public in and for said County, in said State, personally appeared William M. Gibbons, the Trustee aforesaid, to me known to be the identical person named in and who executed the foregoing instrument and acknowledged he executed same as his voluntary act and deed, and in the capacity therein stated.

Richard Allen Weise

My Commission Expires:

December 2, 1982