

LIDDELL, SAPP, ZIVLEY & LABOON

ATTORNEYS
TEXAS COMMERCE TOWER
HOUSTON, TEXAS 77002

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702 COLORADO STREET
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OCT 24 1985 -3 20 PM

INTERSTATE COMMERCE COMMISSION

The Secretary
Interstate Commerce Commission
12 Constitutional Avenue, N.W.
Washington, D.C. 20423

Attention: Ms. Mildred Lee, Room 2303

Re: Documents for recording

Dear Ms. Lee:

I have enclosed an original and one copy of each of the 3 Bills of Sale and two originals of the Security Agreement described below to be recorded pursuant to §11303 of Title 49 of the US code. The documents (three (3) Bills of Sale and the Security Agreement), pursuant to the above reference section, are Primary Documents.

The three (3) Bills of Sale are as follows:

1. Bill of Sale concerning Tank Car No. GLNX 83027:

Seller:

Houston J-M Corporation
2323 Augusta Drive, #37
Houston, Texas 77057

Buyer:

Terence J. Raymond
17207 Windypine Drive
Spring, Texas 77373

2. Bill of Sale covering Tank Car No. GLNX 23252:

Seller:

Houston J-M Corporation
2323 Augusta Drive, #37
Houston, Texas 77057

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INTERSTATE COMMERCE COMMISSION

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INTERSTATE COMMERCE COMMISSION

DALLAS OFFICE
1500 SAN JACINTO TOWER
DALLAS, TEXAS 75201
(214) 880-0100
TELECOPIER (214) 880-0025

Buyer:

Terence J. Raymond
17207 Windypine Drive
Spring, Texas 77379

3. Bill of Sale concerning Tank Car No. TCSX 252-
GLNX 34158:

Seller:

Houston J-M Corporation
2323 Augusta Drive, #37
Houston, Texas 77057

Buyer:

Terry (Terence) J. Raymond
17207 Windypine Drive
Spring, Texas 77379

Also presented for recordation as a Primary Document
is the following Security Agreement - Assignment of Equipment:

Security Agreement-Equipment covering two (2) 23,500 gallon
nominal capacity tank cars, more particularly described as DOT
111A100W3, roller bearing trucks bearing numbers GLNX 23252 and
GLNX 83027 and covering one (1) 33,000 gallon nominal capacity
tank cars or more particularly described as type DOT112J340W
Roller Bearing Truck bearing number GLNX 34158. The parties
thereto covering are as follows:

DEBTOR:

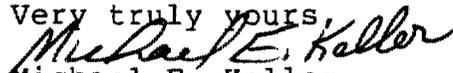
Terence J. Raymond
17207 Windypine Drive
Spring, Texas 77379

The Secretary
October 23, 1985
Page 3

SECURITY PARTY:

TEXAS COMMERCE BANK-INWOOD, National Association
6510 Little York Road
Houston, Texas 77238

A check for Forty Dollars (\$40.00), to cover filing fees, is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to Liddell, Sapp, Zivley and LaBoon, 3400 Texas Commerce Tower, Houston, Texas 77002. Attention: Michael E. Keller.

Very truly yours,

Michael E. Keller
For the Firm

Enclosure

MEK:Sl

COPY

BILL OF SALE OCT 24 1985 - 3 20 PM

INTERSTATE COMMERCE COMMISSION

THIS AGREEMENT dated this 3rd day of May, 1985 is by and between Houston J-M Corporation, a corporation organized and existing under the laws of the State of Texas (hereinafter called "Seller"), and Terence J. Raymond, (hereinafter called "Buyer").

In consideration of \$10.00 in hand paid and other good and valuable consideration, the receipt of all of which is hereby acknowledged, Seller does hereby sell and convey to Buyer the railroad car(s) described below, which car(s) were manufactured by Richmond Tank Car Company.

Quantity	Type	Car Number
1	23,500 Gallon Exterior Coiled Insulated, Tank Car, 100 Ton Capacity, Built in Oct. 1980.	GLNX 23252

Seller hereby warrants that it has title to the described property and the described property is free from all items and encumbrances, and Seller further agrees to forever warrant and defend the title to the described property unto Buyer, its successors and assigns, against all lawful claims.

Houston J-M Corporation

(SEAL)

By J. Graves
President

ATTEST:

Mary Ann Graves
Secretary

THE STATE OF TEXAS
COUNTY OF HARRIS

BEFORE ME, the undersigned, a Notary Public in and for said State, on this day personally appeared James C. Graves of Houston J-M Corporation, known to me to be the person and officer whose name is subscribed for the foregoing instrument, and acknowledged to me that the same was the act of Houston J-M Corporation, a corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE This 3rd day of May, 1985.

Linda Bartoll exp. 2/11/89
Notary Public in and for
STATE OF TEXAS

(SEAL)