

3400 CENTRE SQUARE WEST
1500 MARKET STREET
PHILADELPHIA, PA. 19102
(215) 972-3400

38 SQUARE DE MEEUS, BTE 1
1040 BRUSSELS, BELGIUM
(02) 511 80 40

52 BEDFORD SQUARE
LONDON WC1B 3EX, ENGLAND
01. 631. 3383

LAW OFFICES OF
DECHERT PRICE & RHODES
888 17th STREET, N. W.
WASHINGTON, D. C. 20006
TELEX 84 5324 • BARDEP

(202) 872-8600

RECORDATION NO. 13433
JAN 18 1982 -12 45 PM
INTERSTATE COMMERCE COMMISSION

SEVEN BROADWAY
NEW YORK, N. Y. 10004
(212) 425-3510

ONE DENVER PLACE
SUITE 1601
999 18TH STREET
DENVER, CO. 80202
(303) 623-1777

800 NORTH THIRD STREET
HARRISBURG, PA. 17102
(717) 233-7947

January 18, 1982

2-018A093

Agatha L. Merganovich, Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

No. JAN 18 1982
Date
Fee \$ 50.00
ICC Washington, D. C.

Dear Secretary Merganovich:

Pursuant to 49 U.S.C. § 11303 and the Commission's rules and regulations, I enclose for filing and recordation two originals and two copies of the following document:

Bill of Sale dated January 18, 1982,
by and between Girard Bank and Evans
Railcar Leasing Company

The names and addresses of the parties to the
aforementioned document to be filed are:

(a) Purchaser:

Evans Railcar Leasing Company
The East Tower
2550 Golf Road
Rolling Meadows, IL 60008

(b) Vendor:

Girard Bank
One Girard Plaza
Philadelphia, PA 19101

Court Report - Kristine E. Wilhelm

JAN 18 12 31 PM '82

Agatha L. Merganovich, Secretary
January 18, 1982
Page Two

The Bill of Sale relates to the ninety-nine
(99) 50'6" 70-Ton XM Boxcars which are listed below:

Road Numbers

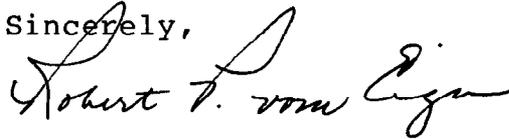
NSL 151644
MISS 151546
NSL 151547
NSL 151551 through NSL 151556
NSL 151558
NSL 151606 through NSL 151608
MISS 151609
NSL 151610 through NSL 151612
MISS 151613
NSL 151614
MISS 151615
NSL 151544
NSL 151549 through NSL 151550
NSL 151557
NSL 151559 through NSL 151560
MISS 151591 through MISS 151593
NSL 151594 through NSL 151605
NSL 151616 through NSL 151620
PT 206040
PT 206043 through PT 206048
PT 206056 through PT 206066
NSL 151485 through NSL 151487
MISS 151488
NSL 151489 through NSL 151490
MISS 151491 through MISS 151492
NSL 151493 through NSL 151494
MISS 151495
NSL 151496 through NSL 151498
MISS 151499
NSL 151500
NSL 151502
MISS 151503
NSL 151504 through NSL 151507
MISS 151508
NSL 151509
NSL 151514 through NSL 151518
NSL 151521
MISS 151522
NSL 151524
NSL 151625
MISS 151626 through MISS 151627

Agatha L. Merganovich, Secretary
January 18, 1982
Page Three

Please file the Bill of Sale, cross-indexing it under the names of the Purchaser and Vendor. A check is enclosed for \$50.00 as prescribed pursuant to 49 C.F.R. § 1116.3(d).

Please stamp all copies of the Bill of Sale and the attached copies of the transmittal letter with your official recording stamp. You will wish to retain one original and one copy of each document and the original of the transmittal letter for your file. Please return the duplicate original and the remaining copies of the Bill of Sale and the transmittal letter to the bearer of this letter.

Sincerely,



Robert P. vom Eigen

RPvE:slk
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

January 13, 1982

Robert P. vom Eigen
Law Offices
Dechert Price & Rhoads
888 17th St. N. W.
Washington, D. C.

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/13/82 at 12:45PM, and assigned recordation number(s). 13433

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

RECORDATION NO. 13400

JAN 18 1982 -12 45 PM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

January 18, 1982

KNOW ALL MEN BY THESE PRESENTS:

In consideration of the sum of \$1.00 and other good and valuable consideration, receipt of which is hereby acknowledged, GIRARD BANK, a Pennsylvania banking corporation ("Girard") does hereby sell, transfer and assign to EVANS RAILCAR LEASING COMPANY, an Illinois corporation ("Evans"), its successors and assigns, all its right, title and interest in and to the railroad boxcars (the "Boxcars") described on the Schedule attached hereto as Exhibit "A".

Girard hereby warrants to Evans, its successors and assigns, that, as of the date hereof, Girard has good and lawful title to the Boxcars, free and clear of all claims, liens and encumbrances.

IN WITNESS WHEREOF, GIRARD BANK has executed this Bill of Sale on the date first above written.

GIRARD BANK

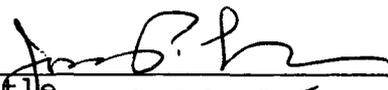
By 
Title VICE PRESIDENT

EXHIBIT "A"

<u>Class Size and Type</u>	<u>Manufacturer</u>	<u>No. of Cars</u>	<u>Road Numbers</u>
50'6" 70 Ton XM Boxcars	NRUC Car Shops	1	NSL 151644
		1	MISS 151546
		1	NSL 151547
		6	NSL 151551 through NSL 151556
		1	NSL 151558
		3	NSL 151606 through NSL 151608
		1	MISS 151609
		3	NSL 151610 through NSL 151612
		1	MISS 151613
		1	NSL 151614
		1	MISS 151615
		1	NSL 151544
		2	NSL 151549 through NSL 151550
		1	NSL 151557
		2	NSL 151559 through NSL 151560
		3	MISS 151591 through MISS 151593
		12	NSL 151594 through NSL 151605
		5	NSL 151616 through NSL 151620
		1	PT 206040
		6	PT 206043 through PT 206048
		11	PT 206056 through PT 206066
		3	NSL 151485 through NSL 151487
		1	MISS 151488
		2	NSL 151489 through NSL 151490
		2	MISS 151491 through MISS 151492
		2	NSL 151493 through NSL 151494
		1	MISS 151495
		3	NSL 151496 through NSL 151498
		1	MISS 151499
		1	NSL 151500
		1	NSL 151502
		1	MISS 151503
		4	NSL 151504 through NSL 151507
1	MISS 151508		
1	NSL 151509		
5	NSL 151514 through NSL 151518		
1	NSL 151521		
1	MISS 151522		
1	NSL 151524		
1	NSL 151625		
2	MISS 151626 through MISS 151627		
	<u>TOTAL</u>	<u>99</u>	

STATE OF PENNSYLVANIA :

COUNTY OF PHILADELPHIA:

On this *14th* day of *January* 1982, before me personally appeared Joseph P. Leska, who being by me duly sworn, says that he is Vice President of GIRARD BANK, that the seal affixed to the foregoing instrument is the corporate seal of said banking corporation; that said instrument was signed and sealed on behalf of said banking 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 banking corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and Notarial Seal.

Theodore C. Porter

Notary Public

My commission expires:

THEODORE C. PORTER
Notary Public, Phila., Phila. Co.
My Commission Expires August 29, 1983

AFFIDAVIT

Commonwealth of Pennsylvania :
County of Philadelphia : SS.

The undersigned, a Notary Public in and for the aforesaid State and County, hereby certifies that the foregoing Bill of Sale has been compared with the original and is a true and correct copy.

Barbara L. Jarman

Notary Public

My commission expires:

Dated: 1/15/82

[Notarial Seal]

BARBARA L. JARMAN
Notary Public, Phila., Phila. Co.
My Commission Expires June 18, 1984