

RECORDATION NO. 13444-D  
Filed 1425

RECORDATION NO. 13444-C  
Filed 1425

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JUL 9 1982 10 PM

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INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION

RICHMOND LEASING COMPANY  
1700 West Loop South  
Suite 1500  
Houston, Texas 77027

2-190A017

RECORDATION NO. 13444-E  
Filed 1425

JUL 9 1982 10 PM

July 9, 1982

No.   
JUL 9 1982  
Date.....  
Fee \$ 70.00

INTERSTATE COMMERCE COMMISSION

RECORDATION NO. 13444-F  
Filed 1425  
Washington, D. C.

Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

JUL 9 1982 10 PM

Gentlemen:

INTERSTATE COMMERCE COMMISSION

In accordance with the provisions of 49 U.S.C. §11303 and Rules and Regulations of the Interstate Commerce Commission ("ICC") thereunder, there is submitted herewith for filing and recordation a First Supplement to Equipment Trust Agreement, a Release of Equipment from Equipment Trust Agreement and Termination of Assignment, an Assignment and a Bill of Sale relating to railroad cars used or intended for use in connection with interstate commerce as follows:

JUL 9 12 01 PM '82

1. Three (3) executed counterparts of a First Supplement to Equipment Trust Agreement dated as of July 1, 1982 by and between Mercantile National Bank at Dallas, Trustee, and Richmond Leasing Company;

2. Three (3) executed counterparts of a Release of Equipment from Equipment Trust Agreement and Termination of Assignment dated as of July 1, 1982 between Mercantile National Bank of Dallas, Trustee, and Richmond Leasing Company;

3. Three (3) executed counterparts of an Assignment dated as of July 6, 1982, by and between Richmond Leasing Company and Mercantile National Bank at Dallas; and

4. Three (3) executed counterparts of a Bill of Sale dated as of July 9, 1982 between Richmond Leasing Company and Mercantile National Bank at Dallas.

The address of Richmond Leasing Company is 1700 West Loop South, Houston, Texas 77027, and the address of Mercantile National Bank at Dallas is 1704 Main Street, Dallas, Texas 75201.

*Clara A. Eckert*

The equipment covered by the First Supplement to Equipment Trust Agreement is described in Exhibit A hereto. The equipment covered by the Release of Equipment from Equipment Trust Agreement and Termination of Assignment is described in Exhibit B attached hereto. The equipment covered by the Assignment and the Bill of Sale is described in Exhibit C hereto.

The First Supplement, the Release, the Assignment and the Bill of Sale have been executed in connection with an Equipment Trust Agreement dated as of January 1, 1982 and filed with the Interstate Commerce Commission on January 22, 1982 and which has been assigned the following recordation number: 13444.

Enclosed is a check to cover the recordation fee.

You are hereby authorized to deliver one executed copy of the First Supplement, the Release, the Assignment, and the Bill of Sale, with filing data noted thereon, following recordation, to the representative of Messrs. Dewey, Ballantine, Bushby, Palmer & Wood, who is delivering this letter and said enclosures to you.

Very truly yours,

RICHMOND LEASING COMPANY

By   
Vice-President

ECN 11/0/ds

RECORDATION NO. 13944-F Filed 1425

JUL 9 1982 10 PM

RICHMOND LEASING COMPANY  
Equipment Trust, Series 17

INTERSTATE COMMERCE COMMISSION

Bill of Sale

THIS AGREEMENT, dated the 9th day of July, 1982, by and between Richmond Leasing Company, a corporation organized and existing under the laws of the State of Delaware (hereinafter called "Seller"), and Mercantile National Bank at Dallas, a national banking association incorporated and existing under the laws of the United States, as Trustee (hereinafter called "Buyer"), pursuant to Equipment Trust Agreement dated as of January 1, 1982, by and between Seller and Buyer, as amended by the First Supplement to Equipment Trust Agreement dated as of July 1, 1982 and the Release of Equipment from Equipment Trust Agreement and Termination of Assignment dated as of July 1, 1982.

In consideration of \$10.00 in hand paid and other good and valuable consideration, receipt of which is hereby acknowledged, Seller does hereby sell and convey to the Buyer the railroad cars described in Exhibit A attached hereto and made a part hereof for all purposes.

Seller hereby warrants that it has title to the described property and that the described property is free from all liens and encumbrances (including any leasehold interest) other than the Existing Leases described in the

attached Exhibit B; 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.

RICHMOND LEASING COMPANY

By: *Dale A Brubaker*  
Dale A Brubaker,  
Vice President

(SEAL)

ATTEST:

*Sara C Lankford*  
Sara Lankford, Secretary

THE STATE OF TEXAS §

COUNTY OF HARRIS §

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this day personally appeared DALE A. BRUBAKER, Vice President of Richmond Leasing Company, known to me to be the person and officer whose name is subscribed to the foregoing instrument, and acknowledged to me that the same was the act of Richmond Leasing Company, a corporation, and that he executed the same as the act of such corporation for the purposes and consideration therein expressed, and in the capacity therein stated.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 9th day of July, 1982.

*Marie Lusk*  
Notary Public In and For  
Harris County, T E X A S

11-30-84

ECN 11/T/ds

EXHIBIT A

<u>Quantity and Type</u>	<u>Class</u>	<u>Capacity</u>	<u>Initialed Car Numbers</u>
25 tank cars	111A100W1	23,500 gal.	RTMX 12000 to 12020; 12971 to 12974
25 tank cars	111A100W1	23,500 gal.	RTMX 12975 to 12999
5 tank cars	111A100W1	13,500 gal.	RTMX 1685 to 1689

EXHIBIT B

1.

Amendment 1 dated August 21, 1981 and Rider 17 dated August 18, 1981 to Tank Car Lease and Service Contract dated May 5, 1977 between Richmond Leasing Company and Union Carbide Corporation, covering the following described railroad cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
25	23,500 Gallon DOT111A100W1 Tank Cars	RTMX 12000 - 12020 RTMX 12971 - 12974

2.

Amendment 1 dated August 21, 1981 and Rider 18 dated August 18, 1981 to Tank Car Lease and Service Contract dated May 5, 1977 between Richmond Leasing Company and Union Carbide Corporation, covering the following described railroad cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
25	23,500 Gallon DOT111A100W1 Tank Cars	RTMX 12975 - 12999

3.

Rider 1 dated September 4, 1981 to Tank Car Lease and Service Contract dated September 4, 1981 between Richmond Leasing Company and H. J. Baker and Brothers, Inc., covering the following described railroad cars:

<u>Number of Cars</u>	<u>Type</u>	<u>Car Numbers</u>
5	13,500 Gallon DOT11A100W1 Tank Cars	RTMX 1685 - 1689