

14121-A
\$ 10

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD
ALBERT H. GREENE
CARL C. DAVIS*
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JOHN H. DOYLE
MILTON C. GRACE*
GEORGE JOHN KETO**
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* NOT A MEMBER OF D.C. BAR
** ALSO A MEMBER OF OHIO BAR

LAW OFFICES
ALVORD AND ALVORD

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WASHINGTON, D.C.

20006-2973

August 22, 1983

3-234A032

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Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C.

No. AUG 22 1983

Fee \$ 10.00

Dear Ms. Mergenovich:

ICC Washington, D.C.

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303 and the Rules for the Recordation of Documents (as revised) are the original and three counterparts of an Acknowledgment of Foreclosure dated August 4, 1983 executed by Refco Transport Equipment, Inc., a "secondary document" as that term is defined in 49 C.F.R. §1177.1(b).

The enclosed document relates to a Bill of Sale dated May 4, 1983 between Girard Bank, as Agent, Seller, and Girard Bank, as Agent, Buyer, which was duly filed and recorded at 2:25 p.m. on August 12, 1983 and assigned Recordation Number 14121.

A general description of 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:

Refco Transport Equipment, Inc.
Suite 999
225 West Adams Street
Chicago, Illinois 60606

Kindly return the stamped copies of the enclosed document not needed for your files to the undersigned.

Also enclosed is a check in the amount of \$10 covering the required recordation fee.

Very truly yours,

Charles T. Kappler
Charles T. Kappler

C. Dudley [Signature]
W. F. Kappler

RECORDED
1983 AUG 22 10 00 AM
FEDERAL BUREAU OF INVESTIGATION

SCHEDULE A

SCHEDULE TO ACKNOWLEDGMENT

(Refco Transport Equipment, Inc.)

The Equipment consists of one hundred (100) gondolas identified below (the "Railcars") together with all accessories, equipment, parts, and appurtenances pertaining or attached to any of the Railcars, all substitutions, renewals, replacements of and additions, improvements, accessions and accumulations to any of the Railcars, and all proceeds, including insurance proceeds of any of the foregoing.

DESCRIPTION:

100 - ton 52' 6" gondola cars
Mechanical designation - GB100-52-255
Delivery - 1980

ORIGINAL LESSEE ROAD NUMBERS:

UMP 2000-UMP 2099

MOST RECENT LESSEE ROAD NUMBERS:

UMP 2000-UMP-2013, UMP 2015-UMP 2017, UMP 2019-UMP 2028,
UMP 2030-UMP 2049, UMP 2051-UMP 2053, UMP 2055-UMP 2058,
UMP 2060-UMP 2069, UMP 2071, UMP 2072, UMP 2075-UMP 2078,
UMP 2080-UMP 2091, UMP 2096-UMP 2098.

WRWK 20047-WRWK 20061.

ACKNOWLEDGMENT OF FORECLOSURE AUG 22 1983 11 40 PM
(100 Gondola Cars)

INTERSTATE COMMERCE COMMISSION

Refco Transport Equipment, Inc., a Delaware corporation ("Refco") hereby acknowledges to Girard Bank as agent for The Avco Corporation Retirement Income Trust, The Paul Revere Protective Life Insurance Company, and The Paul Revere Variable Annuity Account No. 1 (the "Avco Creditors") that Girard Bank as agent for the Avco Creditors has obtained pursuant to foreclosure sale held on May 4, 1983, all of Refco's right, title and interest in and to the railroad cars and related interests and rights described on the Schedule attached hereto (the "Equipment"). Refco specifically acknowledges (i) the validity of said foreclosure sale, (ii) the right of the Girard Bank as agent for the Avco Creditors to obtain title to the Equipment pursuant to said foreclosure sale, (iii) the right of the Girard Bank as agent for the Avco Creditors to the use, disposition, and proceeds of the Equipment, and (iv) that Refco has no interest in the Equipment or its proceeds.

THIS ACKNOWLEDGMENT IS WITHOUT WARRANTIES OR REPRESENTATIONS OF ANY KIND OR NATURE, EXPRESS OR IMPLIED, CONCERNING THE EQUIPMENT, ITS TITLE, ITS CONDITION, ITS FITNESS FOR A PARTICULAR PURPOSE, ITS MERCHANTABILITY OR WITH RESPECT TO PATENT INFRINGEMENT OR THE LIKE. GIRARD BANK AS AGENT TAKES THE EQUIPMENT "AS IS, WHERE IS" AND WITHOUT RECOURSE OF ANY KIND TO REFCO FOR EXPENSES OF FORECLOSURE. REFCO SHALL, IN NO EVENT, BE LIABLE TO GIRARD BANK AS AGENT FOR ANY INDIRECT, SPECIAL OR CONSEQUENTIAL DAMAGES CAUSED, DIRECTLY OR INDIRECTLY, BY THE EQUIPMENT OR ANY INADEQUACY THEREOF FOR ANY PURPOSE, OR ANY DEFICIENCY OR DEFECT THEREIN, OR THE USE OR MAINTENANCE THEREOF, OR ANY REPAIRS, SERVICING OR ADJUSTMENTS THERETO.

Refco, for itself and its successors and assigns, further covenants and agrees to do, execute and deliver, or to cause to be done, executed and delivered, all such further acts, transfers and assurances, for the better assuring, conveying and confirming unto Girard Bank as agent and its successors and assigns, all and singular, the rights and interests of Refco in the Equipment, as Girard Bank as agent and its successors and assigns shall request.

This Acknowledgment shall inure to the benefit of Girard Bank as agent and its successors and assigns, and shall be binding upon Refco and its successors, assigns and transferees.

IN WITNESS WHEREOF, Refco has caused this Acknowledgment to be executed on this 4th day of August, 1983.

REFCO TRANSPORT EQUIPMENT, INC.

By: 
Its: President

ATTEST:


Its: _____
[SEAL]

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On this 4th day of August, 1983,
before me personally appeared W. F. [Signature], to
me personally known, who being by me duly sworn, says that
he is the President of REFCO TRANSPORT EQUIPMENT,
INC., a Delaware corporation, that the seal 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.

[Signature]
Notary Public

[SEAL]

COMMISSION EXPIRES
JULY 28, 1986

My commission expires: _____

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