



NRUC  
CORPORATION

100 NORTH TWENTIETH STREET  
SECOND FLOOR  
PHILADELPHIA, PA 19103  
215 • 569 • 2220  
Telecopier - 215 • 569 • 2314

1 6156  
RECORDATION NO. FILE NO.

JAN 9 1989 - 1 35 PM

INTERSTATE COMMERCE COMMISSION

January 3, 1989

Date 1/9/89  
Fee \$ 13  
ICC Washington, D. C.

Interstate Commerce Commission  
12th & Constitution Avenue, N. W.  
Washington, D. C. 20423

Attention: Ms. Lee - Room 2303

Dear Ms. Lee:

Enclosed herewith is the original and three copies of the document described below to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

This document is a Bill of Sale between Track One Company and Pickens Railroad.

A fee of \$13.00 is enclosed. Please return the original and two fully executed documents to Mr. John A. Mariscotti, NRUC Corporation 100 N. 20th Street, 2nd Floor, Philadelphia, Pa. 19103, with the recording certificate data stamped thereon.

Very truly yours,

*John A. Mariscotti*  
John A. Mariscotti  
President

JAM/bar

enclosure

*Florence Mickens*  
*Courtesy*

JAN 9 1989 - 1 02 PM

BILL OF SALE

**INTERSTATE COMMERCE COMMISSION**

IN CONSIDERATION of Partnership liquidation and the receipt of the sum of One Dollar (\$1.00), in hand paid, and for other good and valuable consideration, Track One Company, a Limited Partnership under the Laws of the State of South Carolina, with an address at Suite 202, Hammond Square, 233 North Main Street, Greenville, South Carolina 29601 (Post Office Box 17526, Greenville, SC 29606) ("Seller"), does hereby sell, assign, transfer and convey absolutely to Pickens Railroad Company, a South Carolina corporation with an address at Post Office Box 216, Pickens, South Carolina 29671, ("Buyer"), all right, title, and interest in and to the railway rolling stock more specifically described in the Schedule attached hereto and made a part hereof (the "Equipment"), and all appurtenant rights relating thereto, subject to all debt associated therewith. Seller is the lawful owner of the Equipment and title to the Equipment is transferred to Buyer free and clear of all liens and encumbrances. The Equipment is sold "As Is" without any warranty as to quality or condition, and SELLER EXPRESSLY DISCLAIMS ANY WARRANTY OF MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE.

Dated this 19th day of December, 1988.

TRACK ONE COMPANY

By: STERLING CAPITAL, LTD.,  
General Partner

By: *J. M. Steff*  
Its President

STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

On this 19th day of December, 1988, before me personally appeared John M. Sterling, Sr., to me personally known, who being duly sworn, deposes and says that he is the President of Sterling Capital, Ltd., the general partner in TRACK ONE COMPANY, and that the foregoing Bill of Sale was signed on behalf of said corporation by authority of its Board of Directors, and such person acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

*Call Call*

Notary Public

State of South Carolina

My Commission Expires: 12/5/89

December 19, 1988

SCHEDULE  
TO BILL OF SALE OF  
TRACK ONE COMPANY TO  
PICKENS RAILROAD COMPANY

64 Fifty foot-six inch 70 Ton boxcars bearing the following road numbers:

PAL	701100	-	PAL 701106
PAL	701130		
PAL	701140		
PAL	701141		
PAL	701146		
PAL	701201		
PAL	701206		
PAL	701210	-	PAL 701230
PAL	701233		
PAL	701235		
PAL	701236		
PAL	701240		
PAL	701241		
PAL	701250	-	PAL 701252
PAL	701254		
PAL	701260	-	PAL 701262
PAL	701268		
MISS	90043		
MISS	55069		
MISS	90078		
MISS	55091		
NSL	55038		
NSL	55039		
NSL	55044		
NSL	55046		
NSL	55047		
NSL	55053		
NSL	55054		
NSL	55064		
NSL	55066		
NSL	55094		
NSL	55095		
NSL	55102		
NSL	55106		