

LAW OFFICES

ROSS & HARDIES

A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

150 NORTH MICHIGAN AVENUE

CHICAGO, ILLINOIS 60601-7567

TWX NUMBER
910-221-1154

TELECOPIER
312-750-8600

RECORDATION NO **16393** FILED 1425 312-558-1000

JUN 20 1989 -11 05 PM

June 16, 1989

SUSAN G. LICHTENFELD INTERSTATE COMMERCE COMMISSION

529 FIFTH AVENUE
NEW YORK, NEW YORK 10017-4608
212-949-7075

580 HOWARD AVENUE
SOMERSET, NEW JERSEY 08875-6739
201-563-2700

888 16TH STREET, N.W.
WASHINGTON, D.C. 20006-4103
202-296-8600

FEDERAL EXPRESS

9-171A091

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Ave., N.W.
Washington, D.C. 20423

Dear Ms. McGee:

Enclosed for filing and recordation pursuant to the provisions of 49 U.S.C. Section 113034(a) are on original executed copy and three photostatic copies of a Bill of Sale, dated as of June 1, 1989, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The name and address of the parties to the enclosed documents are:

Seller: The Connecticut Bank and Trust
Company
One Constitution Plaza
Hartford, CT 06115-1600

Purchaser: The Pittsburgh and Lake Erie
Railroad Company
Commerce Court
4 Station Square
Pittsburgh, PA 15219

A description of the railroad equipment covered by the enclosed document is set forth therein.

Also enclosed is a check in the amount of \$13.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the stamped original and two stamped photostatic copies of the enclosed document and the stamped photostatic copy of this letter to Susan Lichtenfeld, Ross & Hardies, 150 N. Michigan Avenue, Chicago, Illinois 60601.

Noreta R. McGee
June 16, 1989
Page 2

Following is a short summary of the enclosed document:

Document to be Recorded

Bill of Sale dated as of June 1, 1989 from The Connecticut Bank and Trust Company, Seller to The Pittsburgh and Lake Erie Railroad Company, Purchaser, covering the railcars listed therein.

Very truly yours,


Susan G. Lichtenfeld

SGL:tk
Enclosure

cc: Gordon E. Neuenschwander
G. Edward Yurcon
C. R. Holley
J. E. Lenart
Robert W. Kleinman
Michael M. Hopkins
David Lidstone

APPENDIX A

PLE 50000
PLE 50001
PLE 50002
PLE 50004
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PLE 50014
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PLE 50297

Interstate Commerce Commission
Washington, D.C. 20423

6/22/89

OFFICE OF THE SECRETARY

Susan G Lichtenfeld
Ross & Hardies
150 North Michigan Avenue
Chicago, Illinois 60601-7567

Dear Ms Lichtenfeld

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/20/89 at 11:05am, and assigned recordation number(s). 16393

Sincerely yours,

Narta L. McLee
Secretary

Enclosure(s)

BILL OF SALE

JUN 20 1989 -11 05 PM

(WITHOUT WARRANTY)

INTERSTATE COMMERCE COMMISSION

For and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, THE CONNECTICUT BANK AND TRUST COMPANY, N.A., not in its individual capacity but solely as trustee (the "Trustee") under a Trust Agreement dated as of May 15, 1980 with General Electric Credit Corporation, does hereby sell, assign, transfer and quit claim unto THE PITTSBURGH AND LAKE ERIE RAILROAD COMPANY and its successors and assigns, all of its right, title and interest in and to the units of railroad rolling stock described in Appendix A hereto (the "Equipment").

The Equipment is conveyed "as is" and "where is" and the description of the Equipment set forth in Appendix A hereto is for the sole purpose of identification and is not part of the basis of the bargain. The Trustee makes no representations or warranties with respect to the Equipment whatsoever, including, but not limited to, any representation or warranty as to title, merchantability, fitness, design or condition of the Equipment.

IN WITNESS WHEREOF, the undersigned has executed this Bill of Sale as of the 1st day of June, 1989.

THE CONNECTICUT BANK AND TRUST
COMPANY, N.A. as Trustee

By: 
Its: 

APPENDIX A

PLE 50000	PLE 50099	PLE 50190
PLE 50001	PLE 50104	PLE 50192
PLE 50002	PLE 50105	PLE 50193
PLE 50004	PLE 50110	PLE 50194
PLE 50010	PLE 50113	PLE 50197
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