



CSX DISTRIBUTION SERVICES & CSX EQUIPMENT

Robert F. Hochwarth
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Baltimore, MD 21201
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RECORDATION NO 9662-K FILED 1423

March 14, 1989

MAR 15 1989 - 2 55 PM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
Attention: Recordation Unit
12th Street & Constitution Avenue, N.W.
Washington, DC 20423

9-074A016

DATE
FEE \$

Gentlemen:

On behalf of CSX Transportation, Inc., enclosed for filing and recording under 49 U.S.C. §11303(a) and the regulations promulgated thereunder, are two executed counterparts of a secondary document, not previously recorded, entitled Bill of Sale dated September 15, 1986.

The parties to the enclosed release are:

Liberty National Leasing Company (Lessor)
416 West Jefferson Street
Louisville, KY 40202

CSX Transportation, Inc.
Successor by merger to Louisville and Nashville
Railroad Company (L&N) (Lessee)
100 North Charles Street
Baltimore, MD 21201

The enclosed document, among other things, terminates that certain Lease of Railroad Equipment dated as of July 15, 1978, between L&N and Lessor and recorded with the Interstate Commerce Commission on August 29, 1978 and assigned Recordation No. 9662-B. Said document also releases all of the equipment under said Lease and related Amendments.

The units of equipment covered by the enclosed document are all units identified in said Lease and related Amendments. A short summary of the document to appear in the ICC Index is as follows:

"Full and Complete Release."

Enclosed is a check in the amount of \$13 in payment of the filing fee.

Once the filing has been made, please return to the undersigned stamped copies of the Release not needed for your files, together with the fee receipt, a copy of the letter from the ICC acknowledging the filing, and an extra copy of this letter of transmittal.

Very truly yours,

D. J. Harwood

RFH/mm
Enclosures

BILL OF SALE

MAR 15 1989 -2 55 PM

INTERSTATE COMMERCE COMMISSION

This Bill of Sale dated the 15th day of September, 1986,
from Liberty National Leasing Company, a Kentucky corporation,
hereinafter called "Seller" to CSX Transprotation, Inc., 500 Water Street,
Jacksonville, FL 32202, hereinafter called "Purchaser";

WITNESSETH:

In consideration of the receipt of \$1,662,645.00, the receipt
of which is hereby acknowledged, Seller does hereby sell, assign,
transfer and convey to Purchaser the following equipment:

See Attached Schedule "A"

Seller covenants and warrants that:

- A. It is the owner of, and has title to the above described equipment free and clear of all claims, liens and encumbrances.
- B. It has not made any prior sale, assignment or transfer of said equipment to any person, firm or corporation.
- C. It has the right, power and authority to sell, assign and transfer said equipment to Purchaser.
- D. All acts, proceedings and things necessary and required by law and the articles of incorporation and by-laws of Seller to make this Bill of Sale a valid, binding and legal obligation of Seller have been done, taken and have happened; and the execution and delivery hereof have in all respects been duly authorized in accordance with law, and said articles of incorporation and by-laws.

IN WITNESS WHEREOF the undersigned Seller has caused this instrument to be executed on the day and year above appearing, by and through an officer thereunto, duly authorized.

THE LIBERTY NATIONAL LEASING COMPANY

BY: Richard Melhorn
V.P.



COMMONWEALTH OF KENTUCKY
COUNTY OF JEFFERSON

The foregoing instrument was acknowledged before me this 15th day of SEPTEMBER, 1986, by RICHARD MELHORN, authorized officer of THE LIBERTY NATIONAL LEASING COMPANY, a Kentucky corporation, on behalf of the corporation.

Notary Public, State at Large, KY
My commission expires June 26, 1987

Robert W. Anderson
NOTARY PUBLIC, JEFFERSON COUNTY, KENTUCKY

Quantity
671
Equipment Type
70-Ton Open Top Hopper
Cars

LAN Road Numbers

154701-154708, ✓
154715-154717, ✓
154719-154727, ✓
154729-154731, ✓
154735, 154737, 154739, ✓
154740, 154742, ✓
154745-154748, ✓
154750-154755, 154757, ✓
154758, 154763-154765, ✓
154768, 154770, 154772, ✓
154774, 154775, 154777, ✓
154778, 154782, 154783, ✓
154785-154792
~~154785-154792~~
154801-154806, 154808, ✓
154811-154814, 154816, ✓
154818, 154820, 154821, ✓
154823-154826, ✓
154828-154832, ✓
154834-154838, 154840, ✓
154843-154845, ✓
154849, 154850, ✓
154852-154855, 154858 ✓
154860, 154862-154865, ✓
154869, 154871-154876, ✓
154878, 154881, ✓
154883-154885, ✓
154887-154890, 154892, ✓
154894-154897, 154900, ✓
154904, 154905, 154910, ✓
154912-154914, ✓
154918-154923, 154925, ✓
154928, 154931, ✓
154933-154936, 154939, ✓
154941-154944, 154947, ✓
154949, 154950, ✓
154956-154958, 154960, ✓
154962-154967, 154970, ✓
154971, 154974, 154975, ✓
154977-154983, ✓
154986-154991, 154994, ✓
154996-154998, ✓

Quantity

Equipment Type

L&M Road Numbers

70-Ton Open Top Hopper
Cars

155000, 155001, 155004, ✓
155005, 155008, 155010, ✓
155011, 155014, ✓
155016-155020, ✓
155022-155029, 155034, ✓
155036-155047, ✓
155049-155053, 155055, ✓
155056, 155058-155060, ✓
155062, 155063, 155065, ✓
155066, 155068-155070, ✓
155072-155074, ✓
155076-155078, ✓
155082-155085, 155087, ✓
155091-155100, 155102, ✓
155106-155108, ✓
155111-155113, 155116, ✓
155118, 155119, 155121, ✓
155124, 155125, ✓
155129-155131, ✓
155134-155136, 155138, ✓
155141-155145, ✓
155148-155150, ✓
155152-155159, 155161, ✓
155162, 155164-155177, ✓
155181, 155182, 155184, ✓
155188-155200, ✓
155202-155204, ✓
155208-155210, 155218, ✓
155220-155224, 155226, ✓
155227, 155229, 155230, ✓
155232-155237, ✓
155239-155242, 155244, ✓
155248, 155250, ✓
155252-155262, 155267, ✓
155269, 155271-155273, ✓
155275-155277, ✓
155280-155285, 155287, ✓
155289-155291, ✓
155294, 155295, 155298, ✓
155302-155309, 155312, ✓

Quantity

Equipment Type

L&M Road Numbers

70-Ton Open Top Hopper Cars

- 155314-155318, 155322, ✓
- 155325-155329, 155334, ✓
- 155335, 155337-155339, ✓
- 155341, 155343, 155345, ✓
- 155347, 155348, 155350, ✓
- 155353, 155354, ✓
- 155356-155359, 155361, ✓
- 155364, 155368, ✓
- 155370-155372, ✓
- 155375, 155377, 155379, ✓
- 155381-155383, 155387, ✓
- 155388, 155390, ✓
- 155392-155395, ✓
- 155397, 155398, 155400, ✓
- 155401, 155406-155410, ✓
- 155413-155415, 155419, ✓
- 155421-155426, 155429, ✓
- 155432, 155433, 155435, ✓
- 155437, 155438, 155440, ✓
- 155441, 155444, 155446, ✓
- 155449-155451, ✓
- 155453-155458, 155460, ✓
- 155461, 155463, 155464, ✓
- 155466-155475, 155477, ✓
- 155480, 155483-155496, ✓
- 155499, 155504-155510, ✓
- 155515-155517, 155519, ✓
- 155522, 155523, 155525, ✓
- 155527-155530, 155533, ✓
- 155534, 155536, 155537, ✓
- 155539, 155543, 155544, ✓
- 155546-155548, 155550, ✓
- 155551, 155553-155555, ✓
- 155557, 155559-155561, ✓
- 155564, 155567-155569, ✓
- 155571-155580, ✓
- 155582-155585, 155589 ✓
- 155591-155593, 155595, ✓
- 155597-155599, ✓

Quantity

Equipment Type

L&N Road Numbers

155611-155617, ✓
155620-155624, ✓
155626-155630, ✓
155633-155639, ✓
155644-155646, 155648, ✓
155650-155657, 155661, ✓
155664, 155665, ✓
155667-155670, ✓
155672-155674, 155676, ✓
155677, 155679, 155681, ✓
155683, 155685-155687, ✓
155689-155693, ✓
155696-155700, ✓
155705-155707, ✓
155710, 155711, ✓
155713-155715, 155717, ✓
155718, 155720, 155721, ✓
155723, 155724, ✓
155726-155729, ✓
155732-155734, 155736, ✓
155737, 155739-155743, ✓
155746-155748, 155750, ✓
155752, ✓