RECORDATION NO. 10775-A Filed 1425

OCT 16 1980-2 42 PM

INTERSTATE COMMERCE COMMISSION

CRAVATH, SWAINE & MOORE

ONE CHASE MANHATTAN PLAZA

NEW YORK, N. Y. 10005

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RCA 233663
WUD 125547
WUI 620976

CABLE ADDRESSES
CRAVATH, N. Y.
CRAVATH, PARIS
CRAVATH, LONDON E. C. 2

No. 10775-A

Date.....

Fee $.....

ICC Washington, D. C.

RALPH L. McAFEE
HENRY W. deKOSMIAN
ALLEN F. MAULSBY
STEWARD R. BROSS, JR.
HENRY P. RIORDAN
JOHN R. HUPPER
SAMUEL C. BUTLER
WILLIAM J. SCHRENK, JR.
BENJAMIN F. CRANE
FRANCIS F. RANDOLPH, JR.
JOHN F. HUNT
GEORGE J. GILLESPIE, III
RICHARD S. SIMMONS
WAYNE E. CHAPMAN
THOMAS D. BARR
MELVIN L. BEDRICK
GEORGE T. LOWY
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JAMES H. DUFFY
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JOHN E. YOUNG
JAMES M. EDWARDS
DAVID G. ORMSBY
DAVID L. SCHWARTZ
RICHARD J. HIEGEL

FREDERICK A. O. SCHWARZ, JR.
CHRISTINE BESHAR
ROBERT S. RIFKIND
DAVID BOIES
DAVID O. BROWNWOOD
PAUL M. DODYK
RICHARD M. ALLEN
THOMAS R. BROME
ROBERT D. JOFFE
ROBERT F. MULLEN
ALLEN FINKELSON
RONALD S. ROLFE
JOSEPH R. SAHID
PAUL C. SAUNDERS
MARTIN L. SENZEL
DOUGLAS D. BROADWATER
ALAN C. STEPHENSON
RICHARD L. HOFFMAN
JOSEPH A. MULLINS
MAX R. SHULMAN
WILLIAM P. DICKEY
STUART W. GOLD
JOHN W. WHITE
JOHN E. BEERBOWER

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4, PLACE DE LA CONCORDE
75008 PARIS, FRANCE
TELEPHONE: 265-81-54
TELEX: 290530

33 THROGMORTON STREET
LONDON, EC2N 2BR, ENGLAND
TELEPHONE 1-606-1421
TELEX: 8814901

October 15, 1980

The Pittsburgh and Lake Erie Railroad Company

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. § 11303(a) and the Commission's rules and regulations thereunder, enclosed for filing and recordation on behalf of The Pittsburgh and Lake Erie Railroad Company are copies of a partial release (in the form of a Bill of Sale) of a portion of the equipment covered under an Equipment Lease dated as of August 30, 1979, between FFC Boston Leasing Corporation and The Pittsburgh and Lake Erie Railroad Company, filed under Recordation No. 10775 on August 30, 1979.

The names and addresses of the parties to the aforementioned Bill of Sale are as follows:

(1) Agent:

FFC Boston Leasing Corporation
100 Federal Street
Boston, Massachusetts 02110

(2) Vendee:

The Pittsburgh and Lake Erie Railroad Company
P&LE Terminal Building
Smithfield & Carson Streets
Pittsburgh, Pennsylvania 15219

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Jacqueline B. Goodyear
Cravath, Swaine & Moore
One Chase Manhattan Plaza
New York, N. Y. 10005

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/16/80 at 2:40PM , and assigned recordation number(s). 10775-A

Sincerely yours,

Agatha L. Mergenovich

Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

BILL OF SALE

FFC BOSTON LEASING CORPORATION, a Massachusetts corporation, not in its individual capacity, but solely as agent (hereinafter called the Agent) for The First National Bank of Boston, Continental Illinois National Bank and Trust Company of Chicago, Manufacturers Hanover Trust Company, Pittsburgh National Bank and Equibank (collectively, the Banks) under a Participation and Agency Agreement dated as of May 15, 1979 among the Agent, The Pittsburgh and Lake Erie Railroad Company, Pittsburgh and Lake Erie Company and the Banks, in consideration of the sum of One Dollar ($1) and other good and valuable consideration paid by The Pittsburgh and Lake Erie Railroad Company (hereinafter called the Vendee), does hereby, without warranty of any kind whatsoever, grant, bargain, sell, transfer and set over unto the Vendee, its successors and assigns, all of its right, title and interest in and to those certain items of railroad rolling stock (the "Equipment") as more particularly described in Schedule I attached hereto, said Equipment being a portion of the equipment covered under that certain Equipment Lease dated August 30, 1979 between the Agent and Vendee and recorded with the Interstate Commerce Commission on August 30, 1979 under Recordation No. 10775.

IN WITNESS WHEREOF, the Agent has caused this instrument to be executed in its name by a duly authorized officer and its corporate seal to be duly attested, this 14 day of October, 1980, as of three o'clock, P.M. EST.

FFC Boston Leasing Corporation
not in its individual capacity,
but solely as Agent under the
aforesaid ~~Participation and~~
Agency Agreement

By _____
Title: Treasurer

ATTEST:

_____
Title: Assistant Treasurer

RECORDATION NO. 10775-A Filed 1425

OCT 16 1980-2 22 PM

INTERSTATE COMMERCE COMMISSION

(SEAL)

Commonwealth of Massachusetts)
)
County of Suffolk)

On this 14 day of October, 1980, before me personally appeared Gerald G. Cooney, to me personally known, who, being by me duly sworn, says that he is an authorized officer of FFC Boston Leasing 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.

_____
Notary Public

(Seal)

My Commission expires: 3/19/82

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
000750					
000751					
000752					
000753					
000754					
000755					
000756					
000757					
000758					
000759					
000760					
000761					
000762					
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000775					
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000778					
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000780					
000781					
000782					
000783					
000784					
000785					
000786					
000787					
000788					
000789					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
000790					
000791					
000792					
000793					
000794					
000795					
000798					
000799					
000750-000799					48
017000					
017001					
017002					
017003					
017004					
017005					
017006					
017007					
017008					
017009					
017010					
017011					
017012					
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017018					
017019					
017020					
017021					
017022					
017023					
017024					
017025					
017026					
017027					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017023					
017029					
017030					
017031					
017032					
017033					
017034					
017035					
017036					
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017051					
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017059					
017060					
017061					
017062					
017063					
017064					
017065					
017066					
017067					
017068					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017069					
017070					
017071					
017072					
017073					
017074					
017075					
017076					
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017100					
017101					
017102					
017103					
017104					
017105					
017106					
017107					
017108					
017109					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017150					
017151					
017152					
017153					
017154					
017155					
017156					
017157					
017158					
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017186					
017187					
017188					
017189					
017190					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017191					
017192					
017193					
017194					
017195					
017196					
017197					
017198					
017199					
017200					
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017202					
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017220					
017222					
017223					
017224					
017225					
017226					
017227					
017228					
017229					
017230					
017231					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017232					
017233					
017234					
017235					
017236					
017237					
017238					
017239					
017240					
017241					
017242					
017243					
017244					
017245					
017246					
017247					
017248					
017249					
017000-017249					246
017500					
017501					
017502					
017503					
017504					
017505					
017506					
017507					
017508					
017509					
017510					
017512					
017513					
017514					
017515					
017516					
017517					
017518					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017519					
017520					
017521					
017522					
017523					
017524					
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017559					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
017560					
017561					
017562					
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017597					
017598					
017599					
017500-017599					97
019000					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
019001					
019002					
019003					
019004					
019005					
019006					
019007					
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019039					
019040					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
019121					
019122					
019123					
019124					
019125					
019126					
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019159					
019160					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
019161					
019162					
019163					
019164					
019166					
019167					
019000-019167					167
062000					
062001					
062002					
062003					
062004					
062005					
062006					
062007					
062008					
062009					
062010					
062011					
062012					
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062027					
062028					
062029					
062030					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062031					
062032					
062033					
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062035					
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CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062072					
062073					
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062100					
062101					
062102					
062103					
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062105					
062106					
062107					
062108					
062109					
062110					
062111					
062112					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062113					
062114					
062115					
062116					
062117					
062118					
062119					
062120					
062121					
062122					
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062124					
062125					
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062150					
062151					
062152					
062153					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062154					
062155					
062157					
062158					
062159					
062160					
062161					
062162					
062163					
062164					
062165					
062166					
062167					
062168					
062169					
062170					
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062195					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062196					
062197					
062198					
062199					
062200					
062201					
062202					
062203					
062204					
062205					
062206					
062207					
062208					
062209					
062210					
062211					
062212					
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062233					
062234					
062235					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062236					
062237					
062238					
062239					
062240					
062241					
062242					
062243					
062244					
062245					
062246					
062247					
062248					
062249					
062250					
062251					
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062253					
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062255					
062256					
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CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062277					
062278					
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CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062318					
062319					
062320					
062321					
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CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062358					
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CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062401					
062402					
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CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062441					
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062481					

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
062432					
062483					
062484					
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062486					
062487					
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062490					
062491					
062492					
062493					
062494					
062495					
062496					
062497					
062498					
062499					
062000-062499					488

CAR SERIES	ICC ORIG. COST	ICC DEPRECIATED LEDGER VALUE	IRS ORIG. COST	IRS DEPRECIATED LEDGER VALUE	NO. UNITS
000750-000799					48
017000-017249					246
017500-017599					97
019000-019167					167
062000-062499					488
FINAL TOTAL					1,046