

7486-J

LAW OFFICES

ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20008-8973

REGISTRATION NO. 1425

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

ROBERT W. ALVORD*
CARL C. DAVIS*
CHARLES T. KAPPLER
JOHN H. DOYLE*
GEORGE JOHN KETO*
MILTON C. GRACE*
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*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
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TELEX
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AUG 27 1986 : 12 15 PM

INTERSTATE COMMERCE COMMISSION

August 27, 1986

6 239A042

No.

Date AUG 27 1986

Fee \$ 10.00

ICC Washington, D. C.

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. §11303 are the original and one copy of a Bill of Sale dated as of August 21, 1986, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to an Equipment Trust Agreement dated as of April 15, 1974 between Morgan Guaranty Trust Company of New York, Trustee (now, Manufacturers Hanover Trust Company, as Trustee) and Illinois Central Gulf Railroad Company which was duly filed and recorded on April 23, 1974 and assigned Recordation Number 7486.

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 :

Manufacturers Hanover Trust Company, as Trustee
600 Fifth Avenue
New York, New York 10020

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return the copy of the enclosed Bill of Sale to

100 CHIEF OF THE STORE
AUG 27 12 06 PM '86
NOTICE OPERATING UNIT

Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
August 27, 1986
Page Two

Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth
Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed secondary document to
appear in the Commission's Index is:

Bill of Sale dated as of August 21, 1986 executed
by Manufacturers Hanover Trust Company, as Trustee
covering GP-10 locomotives.

Very truly yours,


Charles T. Kappler

Enclosures

ILLINOIS CENTRAL GULF RAILROAD COMPANY

EQUIPMENT TRUST, SERIES 8

SCHEDULE A TO BILL OF SALE DATED AS OF August 21, 1986

DESCRIPTION OF EQUIPMENT

<u>Type</u>	<u>Locomotive Number</u>
GP-10 Locomotive	ICG 8008

Interstate Commerce Commission
Washington, D.C. 20423

8/27/86

OFFICE OF THE SECRETARY

Mr. Charles T. Kappler., Esq.
Alvord and Alvord
918 Sixteenth Street, N. W.
Washington, D. C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/27/86 at 12:15 P. M. , and assigned recordation number(s). 6749-G, 6749-H, 7140-K, 7486-I and 7486-J

Sincerely yours,

Norata R. McGehee
Secretary

Enclosure(s)

SE-30
(7/79)

BILL OF SALE
Dated as of August 21, 1986

7486-5
REGISTRATION NO. Filed 1426

AUG 27 1986 12 15 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, Manufacturers Hanover Trust Company, as Trustee under an Equipment Trust Agreement dated as of April 15, 1974, constituting Illinois Central Gulf Railroad Equipment Trust, Series 8, is the owner of certain units of Equipment described in said Agreement and supplements thereto, and

WHEREAS, some of said units of Equipment, identified on Schedule A attached hereto, have become unsuitable for the use of the Railroad and the fair value of said units has been paid to said Trustee:

NOW THEREFORE, Manufacturers Hanover Trust Company, as Trustee aforesaid, in consideration of One Dollar (\$1.00) to it in hand paid and other good and valuable consideration, does hereby grant, bargain, sell, assign, transfer and set over unto Illinois Central Gulf Railroad Company, a corporation, its successors and assigns, to have and to hold the same forever, the said units of Equipment shown on said Schedule A attached hereto.

And said Manufacturers Hanover Trust Company, as Trustee aforesaid, does hereby remise, release and discharge said units of Equipment from any lien thereon or interest therein arising from said Equipment Trust Agreement and supplements thereto.

IN TESTIMONY WHEREOF, said Manufacturers Hanover Trust Company, as Trustee aforesaid, has caused its corporate name to be hereunto signed and its corporate seal to be hereunto affixed and attested by its officers thereunto duly authorized, as of the day and year set forth above.

MANUFACTURERS HANOVER TRUST COMPANY,
as Trustee aforesaid

By *[Signature]*
Vice President

ATTEST:

Jesse E. Behrman
Assistant Secretary

State of New York)
County of New York)

On this 22nd day of August, 1986, before me personally appeared E. J. Grippo to me personally known, who, being by me duly sworn, says that he is a ~~Trust~~ ^{Vice President} officer of Manufacturers Hanover Trust Company, that one of the seals 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.

Kathy A. Murphy
Notary Public

(SEAL)
My Commission expires:

KATHY A. MURPHY
Notary Public, State of New York
No. 60-4825140
Qualified in Westchester County
Certificate filed in New York County
Commission Expires July 31, 1988

ILLINOIS CENTRAL GULF RAILROAD COMPANY

EQUIPMENT TRUST, SERIES 8

SCHEDULE A TO BILL OF SALE DATED AS OF August 21, 1986

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