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12413
RECORDATION NO. ..... Filed 1425
NOV 17 1980 - 1:55 PM
INTERSTATE COMMERCE COMMISSION

November 17, 1980

Ms. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue, N.W.
Washington, D.C. 20423

Re: Recordation of Documents: Equipment Lease Agreement, Certificate of Inspection and Acceptance, and Bills of Sale

NOV 17 1 50 PM '80
Fee-BRANCH
0-322A041
No.
Date NOV 17 1980
Fee $ 60.00
ICC Washington, D. C.

Dear Ms. Mergenovich:

Please find enclosed for recordation pursuant to 49 U.S.C. 11303 an original and two certified true copies of the following documents:

(1) EQUIPMENT LEASE AGREEMENT, dated as of October 24, 1980, with Exhibits A through E, inclusive, and Rider No. 1 and Exhibit A to Rider No. 1 attached, between Greyhound Leasing & Financial Corporation ("Lessor") and Good Hope Refineries, Inc. ("Lessee");

(2) CERTIFICATE OF INSPECTION AND ACCEPTANCE, dated November 7, 1980, from the Lessee to the Lessor; and

(3) three BILLS OF SALE, dated November 3, 6, and 11, 1980, respectively, from Trinity Industries, Inc., ("Vendor") to Greyhound Leasing & Financial Corporation ("Vendee") with respect to the equipment having the reporting marks and numbers listed below.

The names and addresses of the parties to this transaction are as follows:

Lessor

Greyhound Leasing & Financial Corporation
Greyhound Tower
Phoenix, Arizona 85077

Lessee

Good Hope Refineries, Inc.
P.O. Drawer 537
Good Hope, Louisiana 70079

Vendor

Trinity Industries, Inc.
P.O. Box 10587
4000 Irving Boulevard
Dallas, Texas 75207

Vendee

Greyhound Leasing & Financial Corporation
Greyhound Tower
Phoenix, Arizona 85077

The equipment that is the subject of this transaction is described as follows:

eighty-six (86) new (built in October, 1980) 33,885 gallon pressurized rail tank cars (mech. desig. T, spec. no. DOT112J400W), to be listed in the Official Railway Equipment Register with the reporting mark GHRX and the following car numbers:

Car No.	Car No.	Car No.	Car No.	Car No.
144	164	189	213	258
145	165	190	215	259
146	166	192	220	261
147	167	193	244	262
148	168	195	245	263
149	169	196	246	264
150	171	198	247	265
151	172	199	248	266
152	173	200	249	267
153	175	202	250	268
154	176	203	251	269
155	177	204	252	270
156	178	205	253	271
157	179	206	254	272
159	182	207	255	273
160	183	209	256	
162	186	210	257	
163	188	212		

Pursuant to 49 C.F.R. Part 1116, please stamp the original and two certified true copies of each document described above with the date and hour of recordation, a recordation number and a notation to the effect that it has been filed pursuant to the provisions of section 11303 of Title 49 of the United States Code. After performing these tasks, please retain the certified true copies of these documents in the Commission's files and return the originals of these documents to the delivering agent of:

Witkowski, Weiner, McCaffrey and Brodsky, P.C.
1575 Eye Street NW, Suite 350
Washington, DC 20005

Enclosed is a check drawn to the order of the Interstate Commerce Commission for recordation fees.

Your cooperation is appreciated.

Greyhound Leasing & Financial Corporation

By its Special Counsel,

R. L. McCaffrey, Jr.

R. Lawrence McCaffrey, Jr.
Witkowski, Weiner, McCaffrey
and Brodsky, P.C.
Suite 350
1575 Eye Street, N.W.
Washington, DC 20005

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INTERSTATE COMMERCE COMMISSION

BILL OF SALE

Trinity Industries, Inc., a corporation of the State of Texas (the "Manufacturer"), in consideration of the sum of ($1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, does hereby grant, bargain, sell, transfer, convey and set over unto Greyhound Leasing & Financial Corporation (the "Owner"), the new railroad equipment described in Exhibit A attached hereto and made a part hereof which equipment has been delivered by the Manufacturer to Good Hope Industries, Inc. (the "Company").

The Manufacturer hereby warrants to the Owner, its successors and assigns, that, when the equipment was delivered as aforesaid, the Manufacturer had legal title thereto and good and lawful right to sell the equipment and that title to the equipment was free from all liens and encumbrances of any nature whatsoever (including any leasehold interest therein).

IN WITNESS WHEREOF, the Manufacturer has caused this instrument to be duly executed as of the 6th day of November, 1980.

TRINITY INDUSTRIES, INC.

BY [signature]

TITLE Vice President

ATTEST:

BY [signature]

Assistant Secretary

SCHEDULE A

Type Car: 33,885 pressure cars - Dot112J400W

Quantity: 27

Car numbers (inclusive)

179
182
186
188
190
195
198
202-205
250
252
254
255-256
259
261-263
265
267
269-273

JF

County of Arlington)
Commonwealth of Virginia) ss:

I hereby certify that the attached document consisting of 2 pages with text on the front only is a true and complete copy of a Bill of Sale between Trinity Industries, Inc. and Greyhound Leasing & Financial Corporation dated the 6th day of November, 1980 document presented before me this 17th day of November, 1980, in the County of Arlington, Commonwealth of Virginia.

Jack I. Frankel

Jack I. Frankel, Notary Public

My Commission expires: 12/17/80