

TAFT, STETTINIUS & HOLLISTER

1800 FIRST NATIONAL BANK CENTER

CINCINNATI, OHIO 45202

513 381-2838

CABLE: TAFTHOL TWX: 810-461-2623

TELECOPIERS:
513-381-0205
513-381-3363
513-381-4865

COLUMBUS, OHIO OFFICE
SUITE 1000-33 NORTH HIGH STREET
COLUMBUS, OHIO 43215
614-221-2838

WASHINGTON, D. C. OFFICE
SUITE 800-1620 EYE STREET, N. W.
WASHINGTON, D. C. 20006
202-785-1620

COVINGTON, KENTUCKY OFFICE
SUITE 340-1717 DIXIE HIGHWAY
COVINGTON, KENTUCKY 41011
606-331-2838
513-381-2838

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

October 28, 1988

8-309A02

REGISTRATION NO. 6009
NOV 4 1988
Date
NOV 4 1988 3 25 PM
Fee \$ 117.00

Ms. Noreta R. McGee
Interstate Commerce Commission
12th St. & Constitution Ave., NW
Washington, D. C. 20423

INTERSTATE COMMERCE COMMISSION
Washington, D. C.

Dear Ms. McGee:

I have enclosed herewith an original and one copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U. S. Code.

This document is a Bill of Sale, a primary document, dated September 12, 1988. We request that this document be cross-indexed to documents recorded under recordation numbers 14696 and 12128.

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

Buyer: The David J. Joseph Company
300 Pike Street
Cincinnati, Ohio 45202

Seller: The Pittsburgh & Lake Erie Railroad Company
Commerce Center
4 Station Square
Pittsburgh, Pennsylvania 15219

100 OFFICE OF THE SECRETARY
NOV 4 9 16 PM '88
NOT RECORDED

A description of the equipment covered by the document follows:

13 gondola railroad cars being part of the series PLE 15000 and containing the numbers: 15038, 15047, 15087, 15116, 15118, 15132, 15140, 15146, 15164, 15188, 15191, 15219, and 15241.

A fee of \$13.00 is enclosed. Please return the stamped original executed copy of the enclosed document to:

Interstate Commerce Commission
October 28, 1988
Page Two

Philip F. Schultz, Esq.
Taft, Stettinius & Hollister
1800 Star Bank Center
Cincinnati, Ohio 45202

A short summary of the document to appear in the index follows:

Bill of Sale from the Pittsburgh & Lake Erie Railroad Company, Commerce Center, 4 Station Square, Pittsburgh, Pennsylvania 15219 to The David J. Joseph Company, 300 Pike Street, Cincinnati, Ohio 45202 dated September 12, 1988 and covering thirteen gondolas.

Please call me if you should have any questions.

Yours truly,

A handwritten signature in cursive script that reads "Philip F. Schultz". The signature is written in dark ink and is positioned above the typed name.

Philip F. Schultz
Attorney for
The David J. Joseph Company

PFS/ch
Enclosures

1
REGISTRATION NO. 6009

NOV 4 1988-3 25 PM
INTERSTATE COMMERCE COMMISSION

CERTIFICATE OF NOTARY PUBLIC

The undersigned, Margaret M. Grossman, a Notary Public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the Bill of Sale dated September 12, 1988 attached hereto has been carefully compared with the original and is complete and identical in all respects to the original document.

Margaret M. Grossman
Notary Public

MARGARET M. GROSSMAN
Notary Public, State of Ohio
My Commission Expires June 28, 1993

REGISTRATION NO. 1 6000
NOV 4 1988 3 25 PM
INTERSTATE COMMERCE COMMISSION

BILL OF SALE

For and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, THE PITTSBURGH AND LAKE ERIE RAILROAD COMPANY (the "Company") does hereby sell, assign and transfer unto THE DAVID J. JOSEPH COMPANY ("Buyer"), and its successors and assigns, all of the Company's right, title, and interest in and to the units of railroad rolling stock described in Appendix A hereto (the "Equipment").

The Company hereby warrants to Buyer, and Buyer's successors and assigns, as follows:

1. That the Company is the lawful owner of the Equipment and has good, valid and marketable title thereto, free and clear of any charge, lien, encumbrance or other claim or interest of any nature whatsoever;
2. That the Company has full power and authority to sell and convey the Equipment; and
3. That the Company has not executed any other Bill of Sale or other instrument which by its terms purports to transfer title to the Equipment, or any interest therein, to any other person or entity.

The Company further agrees to forever warrant and defend the title to the Equipment unto Buyer, its successors and assigns, against all lawful claims.

THE FOREGOING WARRANTIES ARE EXCLUSIVE AND IN LIEU OF ALL OTHER REPRESENTATIONS AND WARRANTIES OF THE COMPANY, WHETHER WRITTEN, ORAL OR IMPLIED, AND THE COMPANY SHALL NOT, BY VIRTUE OF HAVING SOLD THE EQUIPMENT HERewith, BE DEEMED TO HAVE MADE ANY REPRESENTATION OR WARRANTY AS TO THE MERCHANTABILITY, FITNESS, OPERABILITY, DESIGN OR CONDITION OF, OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, THE EQUIPMENT, EXCEPT AS SPECIFICALLY SET FORTH HEREIN.

IN WITNESS WHEREOF, the undersigned has executed this Bill of Sale as of the 12th day of September, 1988.

WITNESS:

J. V. Hallouay
Ausan Litterfield

THE PITTSBURGH AND LAKE ERIE
RAILROAD COMPANY

By: Gordon E. Neuenschwander
Gordon E. Neuenschwander
Its President

APPENDIX A

13 GONDOLAS

PLE 15038
PLE 15047
PLE 15087
PLE 15116
PLE 15118
PLE 15132
PLE 15140
PLE 15146
PLE 15164
PLE 15188
PLE 15191
PLE 15219
PLE 15241