

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

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

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

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

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

1 6010  
RECORDATION NO. \_\_\_\_\_ FILE NO. \_\_\_\_\_

NOV 4 1988 2:25 PM

Date 11/4/88  
Fee \$ 13

INTERSTATE COMMERCE COMMISSION

IOE 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 October 14, 1988. We request that this document be cross-indexed to documents recorded under recordation numbers 14696, 14697 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

A description of the equipment covered by the document follows:

15 gondola railroad cars containing the following reporting marks: PLE 15004, PLE 15006, PLE 15010, PLE 15023, PLE 15129, PLE 15137, PLE 15141, PLE 15159, PLE 15163, PLE 15179, PLE 15189, PLE 15230, PLE 15244, PLE 46545, and PLE 46558.

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

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

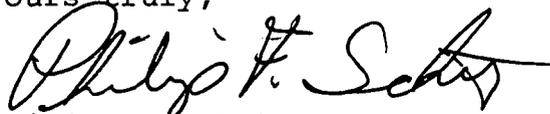
Interstate Commerce Commission  
October 28, 1988  
Page Two

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 October 14, 1988 and covering fifteen gondola railroad cars.

Please call me if you should have any questions.

Yours truly,



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

PFS/ch  
Enclosures

1 6010  
REGISTRATION NO. \_\_\_\_\_ FINE 2000

CERTIFICATE OF NOTARY PUBLIC

NOV 4 1988-8 25 PM

INTERSTATE COMMERCE COMMISSION

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 October 14, 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

1 6010

REGISTRATION NO. \_\_\_\_\_ FILE NO. \_\_\_\_\_

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 14th day of October, 1988.

THE PITTSBURGH AND LAKE ERIE  
RAILROAD COMPANY

WITNESS:

Ausan Lichtenfeld  
Shirley Peterson

By:

Gordon E. Neuenschwander  
Gordon E. Neuenschwander  
Its President

*Pennsylvania*  
STATE OF ILLINOIS )  
*Allegheny* )  
COUNTY OF ~~COOK~~ ) SS.

On this 14th day of October, 1988, before me, the subscriber, Donna L. Woshner, a Notary Public, duly commissioned, qualified and acting, within and for said County and State, appeared in person the within named Gordon E. Neuenschwander to me personally known, who stated and acknowledged that he is the President of The Pittsburgh and Lake Erie Railroad Company, a Delaware corporation, and duly authorized by authority of the board of directors or by-laws of said corporation in his capacity as such officer to execute and acknowledge the foregoing instrument for and in the name and on behalf of said corporation and further stated and acknowledged that he has so signed, executed and delivered the foregoing instrument as the free and voluntary act and deed of said corporation, for the consideration, uses and purposes therein mentioned and set forth and desired that the same might be recorded as such.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 14th day of October, 1988.

*Donna L. Woshner*  
Notary Public

My commission expires:

**DONNA L. WOSHNER, NOTARY PUBLIC**  
**PITTSBURGH, ALLEGHENY COUNTY**  
**MY COMMISSION EXPIRES OCT. 26, 1991**  
Member, Pennsylvania Association of Notaries

APPENDIX A

15 GONDOLAS

PLE	15004
PLE	15006
PLE	15010
PLE	15023
PLE	15129
PLE	15137
PLE	15141
PLE	15159
PLE	15163
PLE	15179
PLE	15189
PLE	15230
PLE	15244
PLE	46545
PLE	46558