



THE MARMON GROUP, INC.

225 West Washington Street, Chicago, Illinois 60606-3418, Tel. (312) 372-9500, Fax (312) 845-5305

RECORDATION NO. 14994-C & D FILED 1425

JUL 1 1996 3 10 PM

June 25, 1996

INTERSTATE COMMERCE COMMISSION

RECEIVED
SURFACE TRANSPORTATION
BOARD
JUL 1 3 05 PM '96

Surface Transportation Board
12th Street & Constitution Avenue, N.W.
Washington, DC 20423

Attn: Ms. Janice M. Fort
Room 2311

Re: Equipment Trust Agreement (Series P-5 CAN)
Recordation No. 14994

Dear Ms. Fort:

Enclosed are the original and two certified copies of the Termination of Trust Agreement dated as of May 1, 1996, between Procor Limited and The Royal Trust Company, as Trustee. Also enclosed are the original and two certified copies of a Bill of Sale from the Trustee to Procor Limited.

Please file both of these documents as supplements to the filing referred to above. Enclosed is our check in the amount of \$42 for the filing fee.

Please return the certified copies of each of the documents, stamped to show the filing, to me.

If you have any questions, please call me at (312) 845-5457.

Thank you.

Sincerely,

Jean Fowler
Legal Assistant

/jff

encls

UTC4066

BILL OF SALE

14994-D
JUL 1 1996 3 10 PM

THE ROYAL TRUST COMPANY, as Trustee under Equipment Trust Agreement dated May 15, 1986 (Series P-5 CAN), to PROCOR LIMITED, a corporation of Canada.

Know all men by these presents, that The Royal Trust Company ("Trustee"), as Trustee under that certain Equipment Trust Agreement ("Agreement") dated May 15, 1986, between Trustee and Procor Limited ("Company"), and pursuant to Section 4.05 of the Agreement, and upon payment by Company of all amounts due under the Agreement, does hereby sell, assign, transfer, set over and deliver unto Company, as of May 1, 1996, all of its right, title and interest in and to all of those units of Equipment which have previously been assigned to Trustee pursuant to the Agreement and have not been transferred back to Company under the terms of the Agreement, including all that Equipment listed on Schedule A hereto. Trustee does hereby warrant that all such Equipment is free and clear from all liens and encumbrances of Trustee.

This Bill of Sale releases all Equipment presently covered by the lien of the Agreement, which lien was recorded with the Surface Transportation Board and the Registrar General of Canada, from such lien, including without limitation all that Equipment listed on Schedule A.

In Witness Whereof, Trustee has caused this instrument to be duly executed by a proper corporate officers hereunto duly authorized, and its corporate seal to be hereunto affixed and attested, on this 18th day of May, 1996.

THE ROYAL TRUST COMPANY

By: 

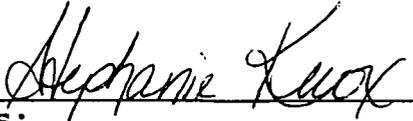
Title: _____

(CORPORATE SEAL)

By: 

MAHOMED LIMBADA
AUTHORIZED SIGNATORY

Attest:


Its: _____

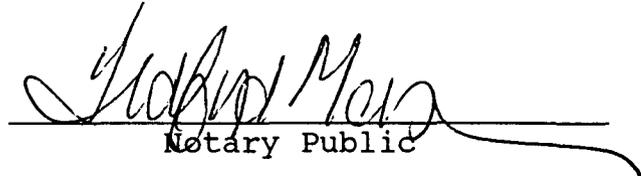
UTC3771C

CERTIFICATE TRUST SERIES: P005

QUANTITY	A.A.R. MECHANICAL DESIG. CODE	CAPACITY IN GALLONS	ROAD NUMBERS
10	COVE	2,820	UNPX122712-UNPX122721
57	COVE	5,820	UNPX122722-UNPX122764, UNPX123207-UNPX123220
1	C214	5,280	UNPX122823
189	C214	5,820	UNPX122765-UNPX122822, UNPX122824-UNPX122945, UNPX123336-UNPX123344
16	C711	2,900	UNPX120559-UNPX120569, UNPX120575-UNPX120579
40	TA	12,900	PROX13500-PROX13539
6	TM	30,000	PROX41270-PROX41275
2	TMI	15,600	PROX64041-PROX64042
10	T104	15,600	PROX64044-PROX64053
3	T527	25,100	PROX91506-PROX91508
57	T564	17,300	PROX28000-PROX28029, PROX28829-PROX28855
----- 391	TOTAL		

CITY OF TORONTO)
PROVINCE OF ONTARIO)

On this 19th day of June, 1996, before me personally came M.W. Madoc & J. Wainwright to me known, who, being by me duly sworn, did depose and say that he/~~she~~ ^{is} authorized signatories of The Royal Trust Company, one of the corporations described in and which executed the foregoing instrument; that he/she knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation; and that he/she signed his/her name thereto by like order.


Notary Public

(SEAL)