

BLC Corporation

2655 Campus Drive
Suite 200
San Mateo, CA
94403-2573

415/573-1200
Fax
415/573-5669

3-183A046

RECORDATION NO. 18193 FILED 1426 -G

JUL 2 1993 3-25 PM

INTERSTATE COMMERCE COMMISSION

CITICORP 

June 29, 1993

Ms. Mildred Lee
Interstate Commerce Commission
12th & Constitution Ave., N.W., Room 2303
Washington, D.C. 20423

Dear Ms. Lee:

Pursuant to the provisions of Title 49, United States Code, Section 11303, please find enclosed one fully executed original and two certified copies of a "Revised" Bill of Sale, dated as of May 13, 1993, executed by Johnstown America Corporation.

The enclosed revised Bill of Sale is to be filed to transfer the ownership of 120 new Aluminum BethGon Coalporter Cars numbered 1556 - 1615 (inclusive), 2440 - 2442 (inclusive), 2446 - 2491 (inclusive), 2500 (inclusive), 2503 (inclusive), 2516 - 2521 (inclusive) and 2543 - 2545 (inclusive) from Johnstown America Corporation to BLC Corporation, as Purchaser.

In connection with the recording of the above mentioned revised Bill of Sale, please note the following information:

- (i) Name and address of Lessor/Purchaser: BLC Corporation, 2655 Campus Drive, Suite 200, San Mateo, California 94403
- (ii) Name and address of Lessee: Commonwealth Edison Company, One First National Plaza, 10 South Dearborn, 38th Floor, Chicago, Illinois 60690
- (iii) General description of Equipment covered by the Master Leasing Agreement: 1,450 new 121-ton aluminum-sided, rotary dump coal gondola cars
- (v) Previous filings with the Interstate Commerce Commission covering the Equipment:

<u>Document:</u>	<u>Recordation Date:</u>	<u>Recordation Number:</u>
Master Leasing Agreement, dated as of March 1, 1993, between BLC Corporation and Commonwealth Edison Company	April 9, 1993	18193

June 29, 1993
Page 2

<u>Document:</u>	<u>Recordation Date:</u>	<u>Recordation Number:</u>
Bill of Sale, dated as of March 31, 1993, executed by Johnstown America Corporation	April 9, 1993	18193-A
Bill of Sale, dated as of April 15, 1993, executed by Johnstown America Corporation	May 10, 1993	18193-B
Bill of Sale, dated as of April 29, 1993, executed by Johnstown America Corporation	May 14, 1993	18193-C
Bill of Sale, dated as of May 7, 1993, executed by Johnstown America Corporation	May 20, 1993	18193-D
Bill of Sale, dated as of May 13, 1993, executed by Johnstown America Corporation	June 1, 1993	18193-E
Bill of Sale, dated as of May 21, 1993, executed by Johnstown America Corporation	June 17, 1993	18193-F

Enclosed is a check in the amount of \$16.00 to record the enclosed revised Bill of Sale. When the recording of this document has been completed, please endorse, with the relevant recording information, the enclosed copies provided herewith and return them to my attention.

If you require further information to complete this filing, please feel free to contact me at (800) 227-6516.

Thank you for your assistance in this matter.

Sincerely yours,



Lori A. Stoneback
Legal Assistant -
Contract Administration

cc: Edmond P. Browne (w/o encl.)
Curt A. Schultz, Esq.

4/U/COM.ICC/062893

Interstate Commerce Commission
Washington, D.C. 20423

7/7/93

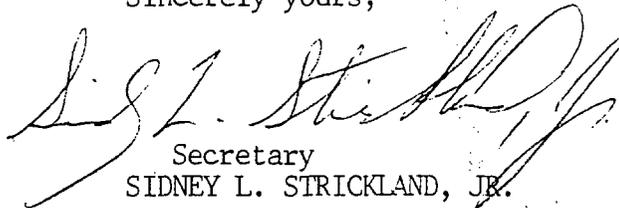
OFFICE OF THE SECRETARY

Lori A. Stoneback
BLC Corporation
2655 Campus Drive, Ste. 200
San Mateo, CA. 94403-2573

Dear **Sirs:**

The enclosed document(s) was recorded pursuant to the provisions
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,
on **7/2/93** at **3:25PM**, and assigned
recording number(s). **18193-G.**

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

①
3/16/93

RECORDATION NO. 18193 -G FILED 1425

JUL 2 1993 3:25 PM

CERTIFICATE

INTERSTATE COMMERCE COMMISSION

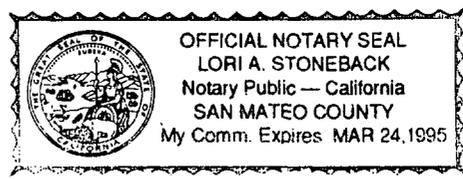
I, Curt A. Schultz, Secretary of BLC Corporation, hereby certify that the attached is a true and correct copy of the Bill of Sale, dated as of May 13, 1993, by and between Johnstown America Corporation, as vendor, and BLC Corporation, as purchaser.

By *Curt A. Schultz*
Curt A. Schultz, Secretary

Date: June 29, 1993

Subscribed and sworn to before me this 29th day of June, 1993.

Lori A. Stoneback
Notary Public



JUL 2 1993 3:28 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

Johnstown America Corporation, a Delaware corporation (hereinafter called the "Vendor"), in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration to it paid, the receipt and sufficiency of which are hereby acknowledged, does hereby sell, assign, transfer and set over to the BLC Corporation (hereinafter called the "Purchaser") all right, title and interest of the Vendor in and to the railroad equipment described in Schedule A attached hereto (hereinafter called the "Equipment").

The Vendor hereby warrants to the Purchaser, its successors and assigns, that on the date hereof the Vendor had legal title in and to each unit Equipment and good and lawful right to sell the same, that title to each unit of Equipment on such date was free from all claims, liens, encumbrances, security interests and rights of others of any nature (collectively the "Liens") other through or under the Purchaser, and that the Vendor will defend such title to the Equipment forever against all adverse claims and demands whatsoever.

IN WITNESS WHEREOF, the Vendor has caused this instrument to be signed by a duly authorized officer and its corporate seal to be hereunto affixed and duly attested, this 13TH day of MAY 1993 .

JOHNSTOWN AMERICA CORPORATION

By Michael P. Siska, Jr.
Michael P. Siska, Jr.
Director, Marketing and
Sales Administration

SCHEDULE A TO BILL OF SALE

<u>Description</u>	<u>Units</u>	<u>Car Numbers</u>
New Aluminum		1556 - 1615 Inclusive
BethGon	120	2440 - 2442 Inclusive
Coalporter Cars		2446 - 2491 Inclusive
		2500 Inclusive
		2503 Inclusive
		2516 - 2521 Inclusive
		2543 - 2545 Inclusive