

Taylor, Morell & Gitomer

Suite 210
919 18th St., N.W.
Washington, DC 20006
(202) 466-6530/FAX (202) 466-6528

September 20, 1993

Suite 230
310 Golden Shore
Long Beach, CA 90802
(310) 436-2519/FAX (310) 436-5393

Direct Dial: (202) 466-6532

16757-H
RECORDED BY FILED IN

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

SEP 20 1993 2 25 PM
INTERSTATE COMMERCE COMMISSION

Dear Secretary Strickland:

I have enclosed the original and one certified copy of the document described below, to be recorded pursuant to 49 U.S.C. § 11303.

The document is a Bill of Sale, a secondary document, dated as of August 5, 1993. The primary document to which this document is connected is recorded under Recordation No. 16757. We request that this document be recorded under Recordation No. 16757-H.

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

Seller:

Gunderson Inc.
4350 Northwest Front Avenue
Portland, OR 97210

Purchaser:

Westinghouse Credit Corporation
1 Oxford Centre
9th Floor
Pittsburgh, PA 15219

A description of the equipment covered by the document consists of 12 Maxi-Stack five unit container cars numbered SP 513491-513502, inclusive.

A fee of \$16.00 is enclosed. Please return the original to:

Louis E. Gitomer
Taylor, Morell & Gitomer
Suite 210
919 18th Street, N.W.
Washington, DC 20006

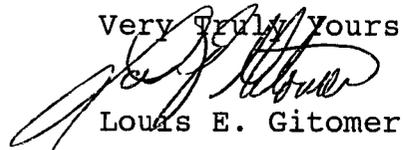
RECEIVED
OFFICE OF THE
SECRETARY
SEP 20 2 38 PM '93
LICENSING BRANCH

Louis E. Gitomer
Dudith McDonald

Honorable Sidney L. Strickland, Jr.
September 20, 1993
Page 2

A short summary of the document to appear in the index follows: a Bill of Sale, dated as of August 5, 1993, between Gunderson Inc., 4350 Northwest Front Avenue, Portland, OR 97210, and Westinghouse Credit Corporation, 1 Oxford Centre, 9th Floor, Pittsburgh, PA 15219, covering: 12 Maxi-Stack five unit container cars numbered SP 513491-513502, inclusive.

Very Truly Yours,



Louis E. Gitomer

16757 H
RECEIVED

SEP 17 1993 2:45 PM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS THAT: Gunderson Inc. (the seller), for good and valuable consideration to it paid by Westinghouse Credit Corporation (the Purchaser):

1. Does hereby GRANT, BARGAIN, SELL, ASSIGN, TRANSFER AND SET OVER to the Purchaser, its successors and assigns, all of the Seller's right, title and interest in and to each of the following Items of Equipment as more particularly described in the invoice issued by the Seller to the Purchaser pursuant to the Purchase Order and Assignment of Purchase Order both dated December 12, 1989 TO HAVE AND TO HOLD the same unto the Purchaser, its successors and assigns, forever:

Twelve (12) Maxi Stack Five Unit Container Cars lettered and numbered:

SP 513491 thru SP 513502 inclusive

2. Does hereby WARRANT that it is the lawful owner of said Items of Equipment and has good right to sell the same and that title to each Item of Equipment is on the date hereof free and clear of all claims, liens, security interests and encumbrances of any nature and that the Seller will defend such title.

3. Does REPRESENT that all component parts of each Item of Equipment were new and unused on the date purchased.

IN WITNESS WHEREOF, the Seller has caused this instrument to be executed by its duly authorized officer as of May 9, 1990.

Amended August 5, 1993.

Attest:

Gunderson Inc.

D L Bullo
Sr. Vice President

L Clark Wood
President

CERTIFICATION

I, LOUIS E. GITOMER, have compared this copy of the original Bill of Sale dated as of August 5, 1993, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.

A handwritten signature in black ink, appearing to read "Louis E. Gitomer", written over a horizontal line.

Louis E. Gitomer
September 20, 1993