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February 22, 1990

16773
RECORDATION NO. _____ FILED 1425

0-054A087

Secretary
Interstate Commerce Commission
Washington, D.C.

FEB 23 1990 -2 05 PM
INTERSTATE COMMERCE COMMISSION

Dear Madam:

Enclosed for recordation pursuant to the provisions of Section 11303(a) of Title 49 of the United States Code and the rules and regulations thereunder are two (2) executed counterparts of a Bill of Sale dated as of February 22, 1990.

A general description of the railroad equipment covered by the enclosed document is:

<u>DESIGNATION</u>	<u>DESCRIPTION</u>	<u>QUANTITY</u>	<u>CAR NUMBERS</u>
	125 ton articulated double stack container cars-Maxi-Stack TM III	10	SP 513448 513457 inclusive.

The names and addresses of the parties to the enclosed document are:

BUYER: Westinghouse Credit Corporation
One Oxford Centre
Pittsburgh, PA 15219

SELLER: Gunderson, Inc.
4350 NW Front Street
Portland, OR 97210

FEB 23 1 59 PM '90

A fee of \$ 15.00 is enclosed. Please return the originals and any copies not needed by the Commission for recordation to me.

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

Bill of Sale from Gunderson, Inc., to Westinghouse Credit Corporation dated February 22, 1990 covering ten (10) railroad cars, numbered SP 513448-513457, inclusive.

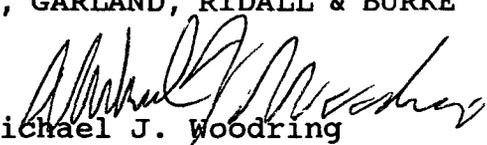
You are hereby authorized to deliver one copy of the Bill of

Victoria Burton
Quincy

7
Sale, with filing data noted thereon, following recordation, to the representative of Messrs. Sidley & Austin, who is delivering this letter and said enclosure to you.

MCCANN, GARLAND, RIDALL & BURKE

By


Michael J. Woodring

Enclosure

07LT35/79

Interstate Commerce Commission
Washington, D.C. 20423

2/23/90

OFFICE OF THE SECRETARY

Michael J. Woodring
McCann Garland Ridall & Burke
309 Smithfield Street
Pittsburgh, PA. 15222

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 2/23/90 at 2:05pm, and assigned recordation number(s), 16773 & 16774

Sincerely yours,



Noreta R. McGee
Secretary

Enclosure(s)

BILL OF SALE

FEB 23 1990 -2 05 PM

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:

Ten (10) Maxi Stack III, Five Unit Articulated double stack container cars lettered and numbered:

SP 513448 thru SP 513457 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 February 23, 1990.



Gunderson Inc.

Howard D. Wells
Assistant Secretary

Wm. A. ...
President