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March 22, 1990

0-052A010  
16807  
RECORDATION NO. FILED 1425

MAR 23 1990 -2 05 PM

INTERSTATE COMMERCE COMMISSION

Secretary  
Interstate Commerce Commission  
Washington, D.C.

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 counter parts of a Bill of Sale dated as of MARCH 19, 1990. A Memorandum of Assignment of Lease including the cars covered by this Bill of Sale was recorded with your agency on February 12, 1990 at recordation No. 16757-A.

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

DESIGNATION	DESCRIPTION	QUANTITY	CAR NUMBERS
	125 ton articulated double stack container cars-Maxi-Stack TM III	18	SP 513458-513475, 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

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

*Vertical handwritten notes on the left margin:*  
W. Service Bureau  
C. Dandy

*Handwritten scribble at the bottom right.*

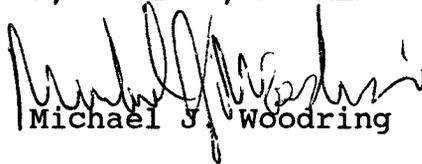
A short summary of the document to appear in the Index follows:

Bill of Sale from Gunderson, Inc., to Westinghouse Credit Corporation dated December 12, 1989 covering eighteen (18) railroad cars, numbered SP 513458-513475, inclusive.

You are hereby authorized to deliver one copy of the Bill of Sale, with filing data noted thereon, following recordation, to the representative of Messrs. Sidley & Austin, who is delivering this letter and said enclosures to you.

MCCANN, GARLAND, RIDALL & BURKE

By

  
Michael J. Woodring

Enclosure  
07LT35/108

BILL OF SALE

16807  
RECORDED MAR 23 1990 - 2 05 PM  
FILED 1425

MAR 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:

Eighteen (18) Maxi Stack Five Unit Container Cars  
lettered and numbered:

SP 513458 thru SP 513475

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 March 19, 1990.

Attest:

Gunderson Inc.

  
Howard D. Wetz  
Assistant Secretary

Stephen L. Dells  
Vice President &  
Operating Officer

# **GUNDERSON** **INC.**

Gunderson Inc  
4350 Northwest Front Avenue  
Portland Oregon 97210  
503 228 9281

March 16, 1990

RECORDATION NO \_\_\_\_\_ FILED 1425  
MAR 23 1990 -2 05 PM  
INTERSTATE COMMERCE COMMISSION

To Whom It May Concern:

The attached counterparts, Bill of Sale, pertaining to eighteen (18) Maxi III cars lettered and numbered SP 513458 thru SP 513475 are true and correct original copies.

SUBSCRIBED AND SWORN TO BEFORE ME

THIS 16<sup>th</sup> DAY OF March, 1990

Lais M. Emerys

Notary Public for Oregon

MY COMMISSION EXPIRES MAY 16TH, 1991