

HODGSON, RUSS, ANDREWS, WOODS & GOODYEAR

(A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)

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OCT 11 1990 - 2 40 PM

INTERSTATE COMMERCE COMMISSION

October 8, 1990

THREE CITY SQUARE  
ALBANY NY 12207-2884  
518-465-2333  
FAX 518-465-1567

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SUITE 400  
BOCA RATON FL 33431-7380  
407-394-0500  
FAX 305-427-4303

ROBERT B FLEMING, JR  
PARTNER

0-284A01C

Interstate Commerce Commission  
12th and Constitution Avenue NW  
Washington, DC 20423

Attention: Mildred Lee, Room 2303

Ladies and Gentlemen:

We represent West Texas and Buffalo Steamship and Rail-  
way Company, a Delaware corporation having an office at 152  
Rivermist Drive, Buffalo, New York 14202.

On behalf of our client, it is hereby requested that  
the Interstate Commerce Commission register in the Office of  
Recordation ownership by West Texas and Buffalo Steamship and  
Railway Company ("West Texas Company") of the railroad car  
described in detail in the enclosed Bill of Sale. Accompanying  
this letter are:

1. An original notarized Bill of Sale evidencing the transfer of ownership of the railroad car to the West Texas Company by Joseph E. Goodell, dated October 3, 1990 ("Bill of Sale");
2. A notarized copy of the Bill of Sale; and
3. A check from our firm in the amount of \$15.00 to cover the filing fee.

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2 34 PM '90

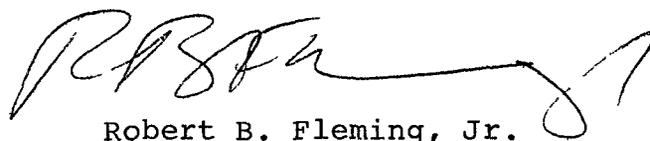
Interstate Commerce Commission  
October 8, 1990  
Page 2

Thank you for your attention to this matter, and please contact the undersigned if you have any questions or if anything additional is required in connection with the registration of the railroad car.

Very truly yours,

HODGSON, RUSS, ANDREWS, WOODS & GOODYEAR

By

A handwritten signature in black ink, appearing to read 'RBF', with a long horizontal flourish extending to the right and a small loop at the end.

Robert B. Fleming, Jr.

pjb  
Enclosures

Interstate Commerce Commission  
Washington, D.C. 20423

10/12/90

OFFICE OF THE SECRETARY

Robert B. Fleming Jr.  
Hodoson, Russ, Andrews, Woods & Goodyear  
1800 One M & T Plaza  
Buffalo, N.Y. 14203-2391

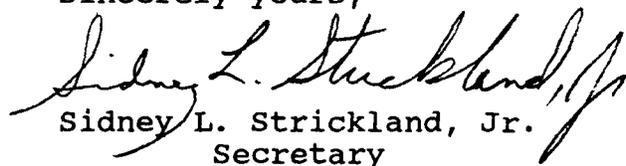
Dear

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 10/11/90 at 2:40pm, and assigned recordation number(s).

17056

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

OCT 11 1990 -2 40 PM

INTERSTATE COMMERCE COMMISSION

BILL OF SALE

For good and valuable consideration, receipt of which is hereby acknowledged, JOSEPH E. GOODELL, an individual residing at 152 Rivermist Drive, Buffalo, New York ("Seller"), has bargained and sold and by this instrument does grant, sell, assign, transfer, deliver and convey to WEST TEXAS AND BUFFALO STEAMSHIP AND RAILWAY COMPANY, a Delaware corporation ("Buyer"), its successors and assigns, all of his right, title and interest in and to one (1) Budd Built Sleeper Observation Railroad Car, known as "Mountain View," having AMTRAK Serial No. 800064 (the "Asset");

TO HAVE AND TO HOLD said Asset unto Buyer, its successors and assigns, to and for its own use forever.

Seller hereby represents and warrants that Seller has good and marketable title to the Asset, free and clear of all liens, mortgages, pledges, claims, conditional sales agreements, charges and encumbrances whatsoever and that Seller has sold and conveyed to Buyer good and marketable title to the Asset free and clear of all liens, mortgages, pledges, claims, conditional sales agreements, charges and encumbrances whatsoever.

Seller hereby covenants and agrees that it will execute and deliver to Buyer at any time, and from time to time upon Buyer's request, and any and all such further instruments of sale, conveyance, assignment, transfer, endorsement, direction

