

FIRST CITIZENS BANK

P O Box 31727, Charlotte, North Carolina 28231 704-335-4000

December 14, 1990

RECORDATION NO 17211 FILED 1425

JAN 25 1991 -8 30 PM

ICC
Twelfth & Constitution N.W.
Recordations Dept. Room 2303
Attention: Mildred Lee
Washington, D.C. 28423

RECORDATION NO 17211 FILED 1425
JAN 25 1991 -8 30 PM
INTERSTATE COMMERCIAL

RECORDATION NO 17211 FILED 1425
JAN 25 1991 -8 30 PM
INTERSTATE COMMERCIAL

1-024A02C
1-002A03C

Re: 1947 Sante Fe "Vista Canyon"
Pullman Standard Railroad Sleeper Car
Amtrak #80054
Owner: Rory Powell Blake
3216 Chaucer Drive
Charlotte, North Carolina 28210

MOTOR OPERATING UNIT
~~1-024A02C~~
~~1-002A03C~~

Dear Ms. Lee,

First Citizens Bank has taken a security interest in the above reference railroad car and request that you record our lien. Per your instructions enclosed are the following documents to support our lien.

1. Copy of offer to purchase
2. Copy of bill of sale
3. Copy of First Citizens Bank note and security agreement
4. Official Bank check in the amount of \$15.00 for recording fees

Please advise if you need additional information and I trust the bank will receive acknowledgement of recordation.

Sincerely,



Milton C. Smith, V.P.
704-335-4087

Enclosures

MCS/drl

JAN 26 3 12 PM '91
MOTOR OPERATING UNIT

OFFER TO PURCHASE

Seller:

Edwin D. Jarvis
3410 Copper Breaks
San Antonio, Texas
70247-3050

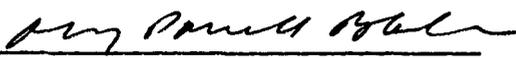
Buyer:

Rory P. Blake
3216 Chaucer Dr.
Charlotte, N.C.
28210-4814

One stainless steel railroad passenger car, former Santa Fe, blunt end observation, sleeper lounge car, "Vista Canyon"

I agree to purchase the above discribed railroad car on the terms and conditions stated in the forgoing contract and do hereby approve, ratify and confirm said contract in all respects.

Signed:


Buyer

12-3-90

17211 / 14
RECORDED TO _____ FILED IN
JAN 25 1991 -3 20 PM
INTERSTATE COMMERCE COMMISSION

BILL OF SALE

Edward Jarvis Hereby declares that he is sole owner of the following described railroad car:

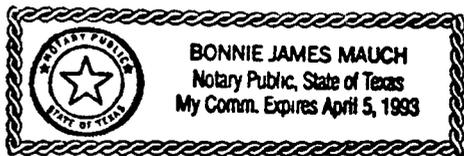
Former Santa Fe , Blunt end, Sleeper Lounge, "Vista Canyon"
presently located in Van Buren, Ark.

That the above described railroad car is free and clear of all liens, Encumbrances and Claims of every kind, nature and description whatsoever. That there are no mechanic's, materialmen's or laborer's liens against the above described railroad car.

For value received, Edward Jarvis hereby transfers his undivided interest in the above named railroad car to Rory Powell Blake.

Signed:

Edwin D Jarvis
Seller



"Before me, a Notary Public, on this day personally appeared Ed Jarvis known to me to be the person whose mark is made on the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed.

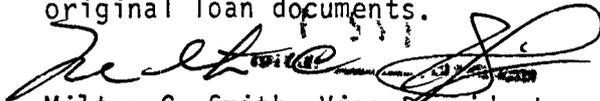
"Given under my hand and seal of office this 6th day of December A.D. 19 90 .

NOTARY PUBLIC IN AND FOR Lewis COUNTY, TEXAS.

Bonnie James Mauch
NOTARY

January 14, 1991

I certify this is a true copy of First Citizens Bank's original loan documents.


Milton C. Smith, Vice President

STATE OF NORTH CAROLINA

COUNTY OF Mecklenburg

} To-wit:

I, Margaret H. Mudry, a Notary Public in and for the County of Mecklenburg in the State of North Carolina, do certify that

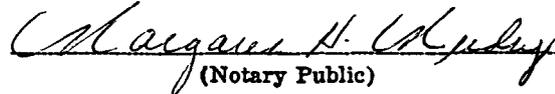
Milton C. Smith, Vice President, and

whose names are signed to the foregoing agreement dated the

14th day of January, 1991, have personally appeared before me and the same being fully explained have acknowledged the same before me in my County and State aforesaid.

GIVEN under my hand and notarial seal this 14th day of January, 1991

My commission expires on the 3rd day of March, 1993


(Notary Public)

17211/B
REGISTRATION NO. _____ FILED 143

JAN 25 1991 -3 20 PM

INTERSTATE COMMERCE COMMISSION

OFFER TO PURCHASE

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San Antonio, Texas
70247-3050

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Margaret H. Mudry
(Notary Public)