

RAILCAR, Ltd.  
Suite 303  
1819 Peachtree Road, N E  
Atlanta, Georgia 30309-1847

(404) 355-6734  
Fax (404) 352-8814

# RAILCAR

December 31, 1991

Interstate Commerce Commission  
12th and Constitution Ave., N.W.  
Washington, DC 20423

17680  
RECEIVED TO FILED

2-022A012

Attn: Ms. Mildred Lee  
Room 2303

JAN 22 1992 -9 05 AM

INTERSTATE COMMERCE COMMISSION

Re: Bill of Sale between Charles K. Sharpe as Vendor and KOGCO Transportation and Energy Corp. as Vendee.

Dear Ms. Lee:

Enclosed herewith is an originally executed Bill of Sale and one certified copy by and between Charles K. Sharpe, an individual, as Vendor, and KOGCO Transportation and Energy Corporation, a Georgia corporation as Vendee. The Bill of Sale is for two 50-foot, 70-ton boxcars bearing the reporting marks and numbers SIND 15010 and SIND 15011.

The address of the parties are as follows:

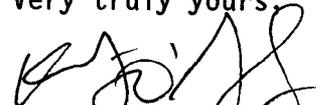
Charles K. Sharpe  
c/o W.L. Sharpe Contracting Co.  
3431 Lamar  
Memphis, TN 38118

KOGCO Transportation and Energy Corp.  
Building 23  
1824 Powers Ferry Road  
Marietta, GA 30067

I would appreciate your recording the enclosed Bill of Sale and returning the recorded original to me. A check for the filing fee in the amount of \$16.00 is enclosed.

Thank you for your assistance.

Very truly yours,



Kevin F. O'Gara, Jr.  
Director - Fleet Management

enclosures

cc: Contract File

0409a

RECEIVED  
FLEET UNIT  
JAN 22 9 00 AM '92

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c/o W.L. Sharpe Contracting Co.  
3431 Lamar  
Memphis, TN 38118

KOGCO Transportation and Energy Corp.  
Building 23  
1824 Powers Ferry Road  
Marietta, GA 30067

I would appreciate your recording the enclosed Bill of Sale and returning the recorded original to me. A check for the filing fee in the amount of \$15.00 is enclosed.

Thank you for your assistance.

Very truly yours,

Kevin F. O'Gara, Jr.  
Director - Fleet Management

enclosures

cc: Contract File

0409a

Interstate Commerce Commission  
Washington, D.C. 20423

1/24/92

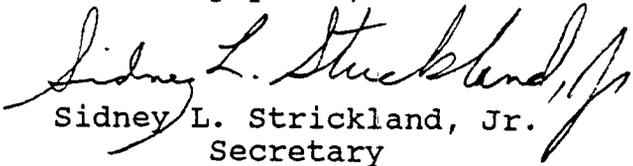
OFFICE OF THE SECRETARY

Kevin F. O'Gara, Jr.  
Director-Fleet Management  
Railcar Ltd  
Suite 303  
1819 Peachtree RD. N.E.  
Atlanta, Georgia 30309-8814

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 1/22/92 at 9:05am, and assigned recordation number(s). 17680,17681 & 17682

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

• 17680

RECORDING NO \_\_\_\_\_ FILED 1425

JAN 22 1992 -9 05 AM

INTERSTATE COMMERCE COMMISSION

Certification

I hereby swear that this is a true and exact copy of the original document, containing neither additions nor omissions.



\_\_\_\_\_  
Kevin F. O'Gara, Jr.  
Director - Fleet Management  
Railcar, Ltd.

cert.

17680

REGISTRATION NO. \_\_\_\_\_ FILED 1/23

JAN 22 1992 -9 05 AM

BILL OF SALE

INTERSTATE COMMERCE COMMISSION

THIS BILL OF SALE is made this December 23, 1991, between Charles K. Sharpe ("SELLER") and KOGCO Transportation and Energy Corporation, ("BUYER").

Seller hereby sells, transfers and delivers to Buyer all of Seller's right, title and interest in and to the equipment described on Schedule I attached hereto and made a part hereof (the "Equipment").

Such sale is made in consideration of the payment to Buyer to Seller of [REDACTED] ( [REDACTED] ) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged.

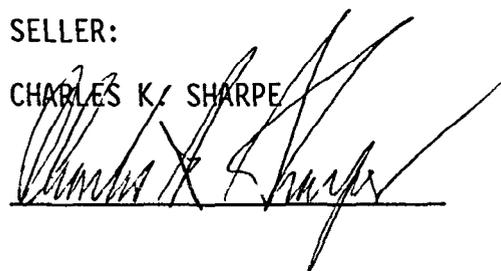
Buyer is purchasing the Equipment in reliance upon its personal inspection and knowledge of the Equipment in an "as is" condition.

SELLER MAKES NO WARRANTIES, EXPRESS OR IMPLIED, OF ANY KIND OR NATURE EXCEPT THAT (1) BUYER WILL ACQUIRE GOOD TITLE TO THE EQUIPMENT FREE FROM ANY AND ALL ENCUMBRANCES, LIENS AND OTHER DEFECTS OF TITLE, AND (2) SELLER IS THE LAWFUL OWNER OF THE EQUIPMENT AND HAS FULL RIGHT AND AUTHORITY TO SELL THE EQUIPMENT TO BUYER. SELLER MAKES NO WARRANTIES WITH RESPECT TO THE QUALITY, CONTENT, CONDITION, MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE OF THE EQUIPMENT. EXCEPT AS SET FORTH IN THIS PARAGRAPH, BUYER HEREBY ASSUMES ANY AND ALL OF SELLER'S CLAIMS, LIABILITIES AND OBLIGATIONS, ACCRUED OR OTHERWISE, WITH RESPECT TO THE EQUIPMENT.

Seller agrees to pay and hold harmless Buyer from and against any and all liabilities, obligations, losses, damages, expenses (including, without limitation, attorneys' fees), penalties, claims, actions and suits resulting from and imposed upon, incurred by or asserted against Buyer as a consequence of breach of the warranties of title, ownership and authority contained herein.

SELLER:

CHARLES K. SHARPE



A handwritten signature in black ink, appearing to read 'Charles K. Sharpe', is written over a horizontal line. The signature is stylized and cursive.

SCHEDULE I

DATE OF BILL OF SALE: December 23, 1991  
SELLER: CHARLES K. SHARPE  
BUYER: KOGCO TRANSPORTATION AND ENERGY CORP.  
EQUIPMENT: 50-Foot, 70-Ton, Single Sheath Boxcars  
built in 1976.  
QUANTITY: Two (2).  
REPORTING MARKS AND NUMBERS: SIND 15010  
SIND 15011



0396Q