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September 23, 1993

INTERSTATE COMMERCE COMMISSION

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FILED 1993

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VIA FEDERAL EXPRESS

Interstate Commerce Commission
12th and Constitution Avenues, N.W.
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

RECEIVED THE
OFFICE OF THE
SECRETARY
SEP 24 1 05 PM '93
LICENSING BRANCH

Attention: Mildred Lee, Recording Clerk -
Room 2303

RE: Lease Agreement by and between The First
National Bank of Maryland, as Lessor and
Union Pacific Railroad Company, as Lessee

Dear Ms. Lee:

Enclosed please find one (1) executed original and one (1)
notarized copy of each of the following documents for the above-
referenced matter:

- 1) Memorandum of Lease Agreement between The First National Bank of Maryland (whose address is 25 South Charles Street, 15th Floor Baltimore, Maryland 21202), and Union Pacific Railroad Company (whose addresses are Martin Tower Eighth and Eaton Avenues Bethlehem, Pennsylvania 18108; and 1416 Dodge Street Omaha, Nebraska 68179) and;
- 2) Warranty Bill of Sale with Union Pacific Railroad Company (whose addresses are listed above) as the Seller.

Please record each of these documents among the records of the Interstate Commerce Commission. I have enclosed a check in the amount of \$32.00 to cover the costs of recordation.

MILES & STOCKBRIDGE

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September 23, 1993
Interstate Commerce Commission

Once the documents have been recorded, please return the originals to:

John A. Stalfort, Esquire
Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21202

If you have any questions, please contact me immediately at (410) 385-3658. Thank you for your assistance in this matter.

Sincerely,



Tracey S. Little
Legal Assistant

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

9/27/93

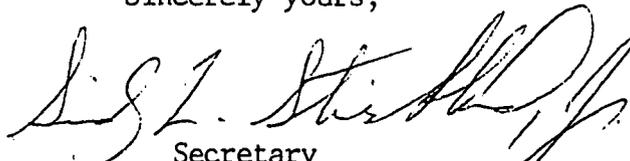
OFFICE OF THE SECRETARY

John A. Stalfort, Esq.
Miles & Stockbridge
10 Light Street
Baltimore, Maryland 21207

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 _____ at _____, and assigned
recording number(s). ^{9/24/93} 1:10pm
18410 & 18410-A

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

①
2/14/94

18410-A
SEP 24 1993 - 1 10 PM

WARRANTY BILL OF SALE

SEP 24 1993 - 1 10 PM

INTERSTATE COMMERCE COMMISSION

Union Pacific Railroad Company, a Utah corporation (the "Seller"), in consideration of three million six hundred eighty-six thousand five hundred twenty three and 00/100 Dollars (\$3,686,523.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, from The First National Bank of Maryland, a national banking association (the "Buyer"), hereby grants, sells, assigns, conveys, transfers, delivers and sets over unto the Buyer, all of the Seller's right, title and interest in and to the intermodal tank containers identified in Attachment A attached hereto and made a part hereof, together with all parts, appurtenances or other property attached to or installed on such items of equipment (collectively with and including such parts, appurtenances and other property, the "Units").

To have and to hold to the Buyer and its successors and assigns forever.

The Seller hereby warrants to the Buyer and its successors and assigns on the date hereof that the Seller is the lawful owner of good and marketable, legal and beneficial title to the Units, that the Seller has the right to sell the same, that good and marketable title to the Units is conveyed to the Buyer free and clear of all claims, liens, security interests, encumbrances and rights of others of any nature whatsoever arising prior to the delivery of such Units hereunder, and the Seller covenants that it shall warrant and defend such title to the Units against all such claims and demands whatsoever.

IN WITNESS WHEREOF, the Seller has caused this Warranty Bill of Sale to be duly executed by its officer thereunto duly authorized on this 23rd day of September, 1993.

UNION PACIFIC RAILROAD COMPANY,
as the Seller

By Carl W. von Bannath
Name: Carl W. von Bannath
Title: Vice President

Attest:

FWitaker
Assistant Secretary

ATTACHMENT A
TO
BILL OF SALE

<u>No. of Units</u>	<u>Description</u>	<u>Road/Serial Numbers</u>	<u>Cost</u>
115	Intermodal Tank Containers	530001-530077, inclusive, 580001-580003, inclusive, 630001-630015, inclusive, 660341, 660345, 660347 - 660364, inclusive	\$3,686,523.00

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I HEREBY CERTIFY that the attached Warranty Bill of Sale is a true and complete copy of said Warranty Bill of Sale.

AS WITNESS my hand and Notarial Seal.

Deborah J. Hooper
Notary Public



My Commission Expires: 7-27-94