

Worcester (508) 853-2849
Hopedale (508) 473-7485
FAX (508) 853-5977



GRAFTON AND UPTON RAILROAD CO.

Depot Street
Hopedale
MA 01747

MAILING ADDRESS
P.O. Box 304
Worcester
MA 01606

3-211A076

RECORDATION NO. 18353 FILED 1428

JUL 30 1993 4-05 PM
INTERSTATE COMMERCE COMMISSION

July 27, 1993

JUL 30 4 00 PM '93
FOR OPERATING UNIT

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

Attn: Mildred Lee
Room 2303

Dear Ms. Lee:

I have enclosed the original and a notarized copy of Bill of Sale between Grafton and Upton Railroad Company, 40 Pullman St. Worcester, MA 01606 and St. Louis Locomotive Company, 8011 Clayton Road, St. Louis Missouri 63118 for the purchase of one Alco S-2 1000 h.p. Switcher Locomotive #212.

I understand that you will return the original Bill of Sale to me.

I have also enclosed our check in the amount of \$16.00 to cover the recording costs.

Thank you for your assistance.

Very truly yours,

Florence H. Sairs
Vice President

Enclosures

Interstate Commerce Commission

Washington, D.C. 20423

*777(4)

OFFICE OF THE SECRETARY

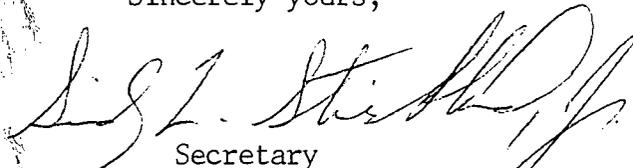
Florance H. Sairs
Vice President
Grafton And Upton, Railroad Co.
P.O.Box 304
Worcester MA. 01606

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).
8/3/93 4:05pm

18353

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

MAR 30 1993 4:00 PM

BILL OF SALE
RAILROAD LOCOMOTIVE, INTERSTATE COMMERCE COMMISSION

ST. LOUIS LOCOMOTIVE COMPANY, a Missouri Corporation ("Seller"), having its business office at 8011 Clayton Road, St. Louis, Missouri, 63117, in consideration of the sum of Twenty-Six Thousand Five Hundred (\$26,500.00) Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby sell, convey, transfer, set over, and deliver unto GRAFTON & UPTON RAILROAD CO., a Massachusetts Corporation ("Buyer"), whose address is P.O. Box 304, 40 Pullman Street, Worcester, Massachusetts, 01606, all of the Seller's right, title, interest and equity in and to the following used Alco S2/S4 railroad switching locomotive unit; each unit contains one Alco 539 prime mover, described as follows:

St. Louis Locomotive Company Unit No. 212

Seller, in consideration of the sum of Three Thousand (\$3,000.00) Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, does hereby sell, convey, transfer, set over, and deliver unto Buyer all of the Seller's right, title, interest and equity in and to one 480 volt, 3-phase, 30KW engine water jacket heater with electrical components thereto.

Seller warrants that it is the lawful owner of the locomotive unit and heater; that the same is free from all liens and encumbrances; that Seller has full right and authority to sell the same; and that Seller will warrant and defend title to the same against any and all lawful claims thereunto pertaining. Except for the foregoing warranty of title, ownership and authority, **THE LOCOMOTIVE AND ENGINE WATER JACKET HEATER ARE BEING SOLD BY THE ST. LOUIS LOCOMOTIVE COMPANY AND PURCHASED BY THE BUYER "AS IS" "WHERE IS" WITH ANY AND ALL FAULTS WITH NO REPRESENTATIONS OR WARRANTIES, EXPRESS OR IMPLIED, UNDER THE MISSOURI OR MASSACHUSETTS UNIFORM COMMERCIAL CODES, OR OTHERWISE, WHATSOEVER, AND WITHOUT RECOURSE TO THE ST. LOUIS LOCOMOTIVE COMPANY. SAID SALE SHALL BE DEEMED**

