

**First
SecuritySM
Leasing**

July 31, 1990

0-218A094

Interstate Commerce Commission
Office of Recordation, Room 2303
12th and Constitution Avenue, N.W.
Washington, D.C. 20423
Attn: Ms. Mildred Lee

RECORDATION NO. 7330-F FILED 1990

AUG 5 1990 - 4 05 PM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Lee:

Enclosed please find one original notarized and six copies of Transfer of Title to be filed with the Interstate Commerce Commission. This document relates to the transfer by First Union National Bank Florida (successor in interest to Florida National Bank, as successor in interest to Inter National Bank of Miami) to First Security Leasing Company of Nevada of its interest in certain railroad equipment and documents previously filed with your office. The primary documents which this Transfer of Title is related are recorded under Recordation Numbers 7330, 7330-A, 7330-B, 7330-C, 7330-D, and 7330-E.

Once these documents have been filed, please return the original with the recordation number of the Transfer of Title to First Security Leasing Company of Nevada, c/o First Security Leasing Company, 381 East Broadway, 2nd Floor, Salt Lake City, Utah 84111, to the attention of the undersigned.

A short summary of the document to appear in the index is as follows:

Transfer of Title in and to the Equipment Trust Agreement and Trust Equipment (as defined in the Trust Agreement) relating to lease documents with Recordation Numbers 7330, 7330-A, 7330-B, 7330-C, 7330-D, and 7330-E covering one hundred thirty-nine (139) wood chip cars and eighteen (18) diesel locomotives.

Thank you for your assistance. If you have any questions, please contact the undersigned at (801) 350-3068.

Very truly yours,



Ellen J. Toscano
Assistant Counsel

Enclosure

cc: Monica Schwalbe,
Canadian National Railway Company
L00236.a

Interstate Commerce Commission
Washington, D.C. 20423

8/9/90

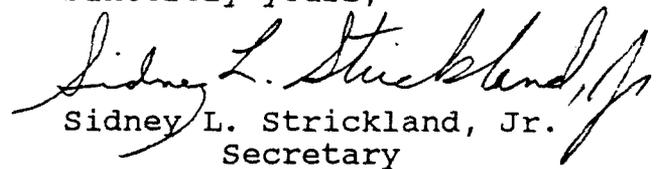
OFFICE OF THE SECRETARY

Ellen J. Toscano
Assistant Counsel
First Security Leasing Company
P.O.Box 25357
Salt Lake City, Utah 84125

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 8/5/90 at 4:00pm, and assigned recordation number(s). 7330-F

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

RECORDATION NO 7330 F FILED 1425

AUG 5 1990 -4 05 PM

INTERSTATE COMMERCE COMMISSION

TRANSFER OF TITLE

First Union National Bank of Florida (successor in interest to Inter National Bank of Miami), the Trustee ("Trustee") under that certain Equipment Trust Agreement No. 1 dated as of January 1, 1974 (the "Trust Agreement") between First Security Leasing Company of Nevada (successor in interest to First Security Bank of Utah, N.A.) as the Company ("Company") and the Trustee, does hereby convey to the Company, free from any liabilities or obligations of the Company to the Trustee under the Trust Agreement, all right, title and interest of the Trustee in and to the Trust Equipment (as defined in the Trust Agreement). The Trustee hereby covenants that it has not charged or encumbered any of the Trust Equipment except as provided in the Trust Agreement.

IN WITNESS WHEREOF, the Trustee has caused this Transfer of Title to be executed in its name by a duly authorized representative on this 9th day of July, 1990.

TRUSTEE: First Union National Bank of Florida
By: Holly Lee Arencibia
Its: Trust Officer

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

On the 9th of July, 1990, personally appeared before me Holly Lee Arencibia, who being by me duly sworn, did say that she is the Trust Officer of First Union National Bank, and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors, and said Trust Officer acknowledged to me that said corporation executed the same.

Gail M. Socolore
NOTARY PUBLIC

Residing at: 100 N.E. Third Avenue
Fort Lauderdale, Florida 33304

My commission expires:
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: AUGUST 1993.
BOND: \$10,000 (NOTARY PUBLIC - INDIVIDUALS)

*in transfer to
#3 Holly*

*Trust
Lease*

SCHEDULE 1
EQUIPMENT SCHEDULE

<u>Quantity</u>	<u>Description</u>	<u>Serial Numbers</u>
139	70-ton Steel Woodchip cars	CN 880725 to 880798 CN 880800 to 880864
7	M420 2000hp Diesel Locomotives	CN 2530 to 2534 CN 2536 to 2537
11	GP40-2 300hp Diesel Locomotives	CN 9400 to 9410