

RECORDATION NO. 22014-D FILED

MAY 07 '04

3-45 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036
—
(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

May 7, 2004

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Bill of Sale, dated as of April 2, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease, the Assignments and other documents previously filed with the Board under Recordation Number 22014.

The name and address of the party to the enclosed document are:

Seller/Assignor: Citizens Leasing Corporation
One Citizens Plaza
Providence, RI 02903

[Buyer/Assignee: Rail Logistics, Inc. L.C.
6400 W. 110th Street
Suite 100
Overland Park, KS 66211]



Mr. Vernon A. Williams
May 7, 2004
Page Two

A description of the railroad equipment covered by the enclosed document is:

46 covered hoppers DJTX 51300 – DJTX 51350 (excluding 51305, 51327, 51328, 51345 and 51347)

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

Bill of Sale

Also enclosed is a check in the amount of \$30.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

STATE OF RHODE ISLAND)
COUNTY OF Providence) SS

Be it remembered that on this 2nd day of April, 2004, before me, a notary public in and for the county and state aforesaid, came David T. Miele, a Sr. V.P. of CITIZENS LEASING CORPORATION, a Rhode Island corporation who is personally known to me to be the same person who executed the within instrument of writing as such officer of such corporation, and such person duly acknowledged the execution of the same to be his own free and voluntary act and the free and voluntary act and deed of said corporation.

In my testimony whereof, I have hereunto set my hand and affixed my notary seal the day and year first above written.

Catherine M. Grant
Notary Public

(SEAL)

CATHERINE M. GRANT, Notary Public,
State of Rhode Island and Providence Plantations
My Commission Expires 11/3/06

My commission expires: _____

**SCHEDULE 1
TO THE BILL OF SALE
DATED AS OF April 2, 2004**

<u>Description</u>	<u>Number of Cars</u>	<u>Marks</u>	<u>Car Numbers</u>
Covered Hopper	46	DTJX	51300-04 51306-26 51329-44 51346 51348-50

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 5/7/04



Robert W. Alvord