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July 25, 2000

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

RECORDATION NO. 7064-E FILED
JUL 26 '00 3-22 PM
TS
SURFACE TRANSPORTATION BOARD

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 January 5, 1989, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Lease of Equipment No.1 which was previously filed with the Commission under Recordation Number 7064.

The names and addresses of the parties to the enclosed document are:

Sellers: GATX Leasing Corporation
Four Embarcadero Center
San Francisco, CA 94111

First Security Bank of Utah, N.A.
79 South Main Street, 3rd Floor
Salt Lake City, Utah 84111-1921

[Buyer: SLX Canada Inc.]

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

326 flatcars within the series DWC 605000 - DWC 605541

Mr. Vernon A. Williams
July 25, 2000
Page Two

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

Bill of Sale from GATX Leasing Corporation and First Security Bank of Utah, N.A.,
Sellers, to SLX Canada Inc. covering 326 flatcars within the series DWC 605000 -
DWC 605541 .

Also enclosed is a check in the amount of \$26.00 payable to the order of the
Surface Transportation Board covering the required recordation fee and cross indexing
fee.

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

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

BILL OF SALE

JUL 26 '03

3-22 PM

SURFACE TRANSPORTATION BOARD

GATX Leasing Corporation, as Beneficial Owner, and First Security Bank of Utah, N.A., as Owner Trustee, (hereinafter collectively called the "Seller"), for valuable consideration paid by SLX Canada Inc. (hereinafter called the "Buyer"), at or before the execution and delivery of these presents, the receipt and sufficiency of which is hereby acknowledged, does hereby grant, sell, transfer and set over unto the Buyer, its successors and assigns, the property described in Schedule A attached hereto (the "Property").

TO HAVE AND TO HOLD the above described Property unto the Buyer, its successors and assigns, for its and their own use and behalf, forever.

And the Seller hereby warrants unto the Buyer, its successors and assigns that, as of the date hereof, the Seller has legal title to the Property and good lawful right to dispose of said Property, and the Seller, for itself, its successors and assigns, covenants that it will warrant and defend such title against all claims and demands whatsoever.

The Seller further warrants that the aforesaid Property is free and clear of all claims, liens, security interests and other encumbrances of record by or in favor of any person claiming by, through or under the Seller other than such claims, liens, security interests and other encumbrances which are the responsibility of the Buyer in its capacity as Lessee under the Lease of Equipment No. 1, dated as of April 15, 1973, between the Owner Trustee and the Buyer.

THE AFORESAID PROPERTY IS BEING SOLD HEREIN ON AN "AS IS, WHERE IS" BASIS AND "WITH ALL FAULTS". THE SELLER MAKES NO OTHER REPRESENTATION OR WARRANTY, EITHER EXPRESS OR IMPLIED, INCLUDING ANY IMPLIED WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, AND EXPRESSLY DISCLAIMS LIABILITY FOR LOST PROFIT OR FOR INDIRECT, INCIDENTAL, CONSEQUENTIAL, OR COMMERCIAL LOSSES AND ALL OTHER OBLIGATIONS OR LIABILITIES.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed in its name by a duly authorized representative on this 5th day of January, 1989.

GATX LEASING CORPORATION
(Beneficial Owner)

By [Signature]
Title _____

FIRST SECURITY BANK OF UTAH, N.A.
(Owner Trustee)

By [Signature]
Title ASSISTANT TRUST OFFICER

SCHEDULE A

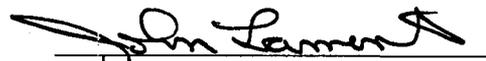
EQUIPMENT SCHEDULE

<u>Quantity</u>	<u>Type</u>	<u>Serial Numbers</u>
326	52'8" 70-Ton Bulkhead Flatcars	DWC 605000 to 605013 DWC 605200 to 605206 DWC 605208 to 605212 DWC 605214 to 605229 DWC 605231 to 605249 DWC 605251 to 605267 DWC 605269 to 605272 DWC 605274 to 605275 DWC 605277 to 605283 DWC 605285 to 605292 DWC 605294 to 605298 DWC 605300 to 605308 DWC 605310 to 605345 DWC 605347 to 605372 DWC 605374 to 605391 DWC 605393 to 605442 DWC 605444 to 605454 DWC 605456 to 605463 DWC 605465 to 605483 DWC 605485 DWC 605488 to 605521 DWC 605525 DWC 605528 to 605530 DWC 605532 to 605533 DWC 605535, 605537 DWC 605538, 605541

CANADA) TO ALL WHOM THESE PRESENTS
)
PROVINCE OF QUEBEC) MAY COME, BE SEEN OR KNOWN
)
JUDICIAL DISTRICT)
OF MONTREAL)

I, JOHN A.N. LAMONT, a Commissioner for Oaths in and for the Province of Quebec, by the authority thereof duly appointed, residing in the City of Montreal, in the District of Montreal, in the said Province, DO HEREBY CERTIFY that the paper writing, unto which this certificate is annexed, is a true and correct copy of a **BILL OF SALE executed by GATX Leasing Corporation, and First Security Bank of Utah, N.A., on January 5, 1989 in favour of SLX Canada Inc.**, the same having been compared by me with the original document, an act whereof being requested I have granted under my hand and seal of office to serve and avail as occasion shall or may require.

DATED at Montreal, Quebec this 14 th day of July, 2000.


A Commissioner for Oaths in and
for all judicial districts of the
Province of Quebec, Canada

My Commission expires: September 14, 2001

Seal: JOHN LAMONT
Commissioner for Oaths
Commissaire à l'Assermentation
Province of Quebec
Expires September 14, ~~1995~~ 2001