

HUSCH BLACKWELL

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RECORDATION NO. 20568-X FILED

AUG 06 '13 -10 26 AM

August 5, 2013

SURFACE TRANSPORTATION BOARD

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. § 11301(a) are two (2) copies of a Bill of Sale, dated July 15, 2013, a secondary document as defined in the Surface Transportation Board's ("Board") Rules for Recordation of Documents.

There are no documents submitted related to any loan or security agreement since these goods were purchased without incurring debt.

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

Seller: General Electric Railcar Services Corporation
161 North Clark Street
Chicago, Illinois 60601

Purchaser: Olin Corporation
490 Stuart Road, NE
Cleveland, Tennessee 37312

HUSCH BLACKWELL

The following is a description of the railroad equipment (50 railcars) covered by the enclosed document:

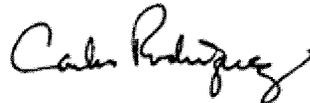
ACFX 73520, ACFX 77367; ACFX 77368; ACFX 77369; ACFX 77370 ACFX 77371;
ACFX 77372; ACFX 77373; ACFX 77374; ACFX 77375; ACFX 77376 ACFX 77377;
ACFX 77378; ACFX 77379; ACFX 77380; ACFX 77381; ACFX 77382 ACFX 77383;
ACFX 77384; ACFX 77385; ACFX 77386; ACFX 77387; ACFX 77388 ACFX 77389;
ACFX 77390; ACFX 77391; ACFX 77393; ACFX 77394; ACFX 77395 ACFX 77396;
ACFX 77397; ACFX 77398; ACFX 77399; ACFX 77400; ACFX 77401 ACFX 77402;
ACFX 77403; ACFX 77404; ACFX 77405; ACFX 77406; ACFX 77407 ACFX 77408;
ACFX 77409; ACFX 77410; ACFX 77411; ACFX 77412; ACFX 77413 ACFX 77414;
ACFX 77415; ACFX 77416

A short summary of the document to appear in the index is a Bill of Sale.

Also enclosed is a check in the amount \$42, payable to the Surface Transportation Board covering the required recordation fee.

Kindly return a date-stamped copy of the enclosed document to the undersigned.

Sincerely,

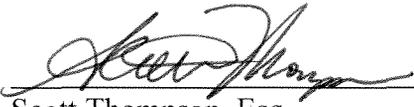


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CERTIFICATION

I, Scott Thompson, an attorney licensed in the State of Missouri, do hereby certify under the penalty of perjury that I have compared the attached copy of the Bill of Sale with the original thereof and have found the copy to be complete and identical in all respects to the original document.

8-2-2013
Date



Scott Thompson, Esq.

AUG 06 '13 -10 26 AM

Bill Of Sale

SURFACE TRANSPORTATION BOARD

IN CONSIDERATION of the receipt of the sum of Ten Dollars (\$10.00), in hand paid, and for other good and valuable consideration, GENERAL ELECTRIC RAILCAR SERVICES CORPORATION, a Delaware corporation, with an address at 161 North Clark Street, Chicago, Illinois 60601 ("Seller"), does hereby sell, assign, transfer and convey absolutely to OLIN CORPORATION, a Delaware corporation with an address at 490 Stuart Road NE, Cleveland, TN 37312 ("Buyer"), all right, title, and interest in and to the railway rolling stock more specifically described on Schedule 1 attached hereto and made a part hereof (the "Railcars"), and all appurtenant rights relating thereto. Seller is the lawful owner of the Railcars and title to the Railcars is transferred to Buyer free and clear of all liens, claims, demands, encumbrances, privileges, pledges or other charges of any nature and kind whatsoever created or permitted to exist by Seller.

THE PURCHASED ASSETS ARE TRANSFERRED "AS IS", "WHERE IS" AND "WITH ALL FAULTS". EXCEPT FOR THE REPRESENTATIONS AND WARRANTIES CONTAINED IN THE AGREEMENT, SELLER DOES NOT MAKE AND SHALL NOT BE DEEMED TO HAVE MADE ANY REPRESENTATION OR WARRANT, EXPRESS OR IMPLIED, NOW OR HEREAFTER AS TO THE VALUE, CONDITION, DESIGN, OPERATION MERCHANTABILITY, FITNESS FOR USE OR FOR A PARTICULAR PURPOSE, MAINTENANCE OR MARKETABILITY OF ANY PURCHASED ASSET OR THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, OR THE ABSENCE OF ANY DEFECT IN, ANY PURCHASED ASSET, OR ANY WARRANTIES ARISING FROM COURSE OF PERFORMANCE, COURSE OF DEALING OR USE OF TRADE.

Dated as of this 15th day of July, 2013.

GENERAL ELECTRIC RAILCAR SERVICES CORPORATION



By: _____
Name: Mark Stefani
Title: Vice President

SCHEDULE 1

List of Purchased Assets

<u>Count</u>	<u>Car</u> <u>Mark</u>	<u>Car</u> <u>Number</u>	<u>Count</u>	<u>Car</u> <u>Mark</u>	<u>Car</u> <u>Number</u>
1	ACFX	73520	26	ACFX	77391
2	ACFX	77367	27	ACFX	77393
3	ACFX	77368	28	ACFX	77394
4	ACFX	77369	29	ACFX	77395
5	ACFX	77370	30	ACFX	77396
6	ACFX	77371	31	ACFX	77397
7	ACFX	77372	32	ACFX	77398
8	ACFX	77373	33	ACFX	77399
9	ACFX	77374	34	ACFX	77400
10	ACFX	77375	35	ACFX	77401
11	ACFX	77376	36	ACFX	77402
12	ACFX	77377	37	ACFX	77403
13	ACFX	77378	38	ACFX	77404
14	ACFX	77379	39	ACFX	77405
15	ACFX	77380	40	ACFX	77406
16	ACFX	77381	41	ACFX	77407
17	ACFX	77382	42	ACFX	77408
18	ACFX	77383	43	ACFX	77409
19	ACFX	77384	44	ACFX	77410
20	ACFX	77385	45	ACFX	77411
21	ACFX	77386	46	ACFX	77412
22	ACFX	77387	47	ACFX	77413
23	ACFX	77388	48	ACFX	77414
24	ACFX	77389	49	ACFX	77415
25	ACFX	77390	50	ACFX	77416