

RAIL LOGISTICS, LC

RECORDATION NO. 29690 FILED

MAR 18 '11 -2 50 PM

SURFACE TRANSPORTATION BOARD

MAR 18 2011
RECEIVED

March 16, 2011

Secretary
Surface Transportation Board
Recordation's Unit
395 East Street, SW
Washington, D.C. 204243

Dear Secretary:

Please find enclosed (1) one original Bill of Sale (primary document) dated March 14, 2011 between the following parties:

Seller: CB Investments IV, LLC
Buyer: Rail Logistics, LC

Also enclosed is Schedule 1 to the Bill of Sale reflecting the equipment listing involved in this transaction of (8) 100 Ton Used Covered Hoppers.

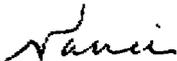
This filing is to appear in the index as follows:

Bill of Sale dated March 14, 2011 related to (8) 100 Ton Used Covered Hoppers, bearing the reporting marks as presented in Schedule 1 to the Bill of Sale.

The filing fee for this document in the amount of \$41 is enclosed.

Please return all stamped originals to my attention. Should you have any questions, please do not hesitate to contact me at 913-491-0050, or nanci@rrlx.com. Thank you.

Sincerely,



Nanci L. Norman
Contract Administrator

cc: Michael S. Lerner
Managing Member

ENCS

MAR 18 '11 -2 50 PM

BILL OF SALE

SUNWALE TRANSPORTATION BOARD

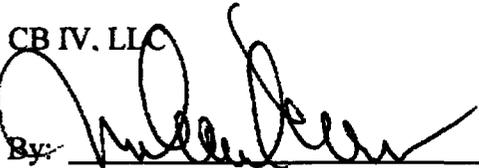
CB INVESTMENTS IV, LLC, a Missouri limited liability company (the "Company"), in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, from RAIL LOGISTICS, LC (the "Buyer"), hereby grants, sells, assigns, conveys, transfers, delivers and sets over unto Buyer, the railroad units of rolling stock identified in Schedule 1 attached hereto and made a part hereof (the "Equipment").

The Company hereby warrants that it has good and marketable title to the Equipment and that the Company's title thereto is free from all liens and encumbrances, other than liens or encumbrances created by Buyer or by persons claiming by, through or under Buyer. The description of the Equipment set forth in Schedule 1 hereto is for the sole purpose of identification and is not part of the basis of the bargain.

This Bill of Sale is being delivered in connection with the Purchase and Sale Agreement between the Company and Buyer dated as of March 14, 2011 (the "Agreement"). EXCEPT FOR THE WARRANTY OF TITLE SET FORTH IN THIS BILL OF SALE AND THE REPRESENTATIONS AND WARRANTIES OF THE COMPANY SET FORTH IN THE AGREEMENT, THE EQUIPMENT IS BEING SOLD TO BUYER BY THE COMPANY "AS-IS" "WHERE-IS," WITHOUT ANY OTHER REPRESENTATIONS AND WARRANTIES, WHETHER WRITTEN, ORAL OR IMPLIED, AND THE COMPANY SHALL NOT, BY VIRTUE OF HAVING SOLD THE EQUIPMENT HEREWITH, BE DEEMED TO HAVE MADE ANY REPRESENTATION OR WARRANTY AS TO THE MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE, OPERABILITY, DESIGN OR CONDITION OF, OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, THE EQUIPMENT.

IN WITNESS WHEREOF, the Company has caused this Bill of Sale to be duly executed by its officer thereunto duly authorized as of this 14th day of March, 2011.

CB IV, LLC

By:  _____Its: Managing Member _____

**SCHEDULE 1
TO THE BILL OF SALE
DATED AS OF March 14, 2011**

<u>Description</u>	<u>Car Number</u>
8	<u>w Mark</u>
100 Ton Used	EAFX005045
Covered Hoppers	EAFX005047
	EAFX005053
	EAFX005057
	EAFX005058
	EAFX005132
	EAFX005141
	EAFX005143