RECORDATION NO 30519
FILED
November 13, 2012 02:34 PM
SURFACE TRANSPORTATION BOARD

OSTER RESEARCHING SERVICES
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Mt. Airy, Maryland 21771
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November 13, 2012

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

Dear Section Chief:

Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U.S. Code:

Bill of Sale Agreement dated 11/9/12

Seller: Wells Fargo Equipment Finance, Inc.
733 Marquette Avenue, Suite 700
Minneapolis, MN 55402

Buyer: ECDC Environmental, LC
18500 North Allied Way
Phoenix, AZ 85054

Equipment: 12, 85' Standard Level Flatcars
AWXX 20592, 20618, 20632, 20647, 20581, 20585, 20617, 20624, 20625, 20638, 20640
GBRX 20656

Please record this agreement as a primary document. The filing fee of $42 is enclosed. Thank you.

Sincerely,

Mary Ann Oster

Mary Ann Oster
Research Consultant

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Bill Of Sale

IN CONSIDERATION of the receipt of the sum of Six Hundred Eighty-One Thousand Dollars ($681,000.00), in hand paid, and for other good and valuable consideration, WELLS FARGO EQUIPMENT FINANCE, INC., a Minnesota corporation, with an address at 733 Marquette Avenue, Suite 700, Minneapolis, MN 55402 ("Seller"), does hereby sell, assign, transfer and convey absolutely to ECDC Environmental, LC, a Utah limited liability company with an address at 18500 North Allied Way, Phoenix, AZ 85054 ("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 Railcars are sold pursuant to the terms of a Purchase and Sale Agreement between Buyer and Seller dated October 9, 2012 (the "Agreement"). Reference is made to the Agreement for all terms and conditions regarding the sale of the Railcars.

THE PURCHASED ASSETS ARE TRANSFERRED "AS IS" "WHERE IS". 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 RAILCAR OR THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, OR THE ABSENCE OF ANY DEFECT IN, ANY RAILCAR, OR ANY WARRANTIES ARISING FROM COURSE OF PERFORMANCE, COURSE OF DEALING OR USE OF TRADE.

Dated as of this 9th day of November, 2012.

WELLS FARGO EQUIPMENT FINANCE, INC.

By: Candace Barton

Printed Name: Candace Barton

Title: AVP- Loan Administration Manager

SCHEDULE 1

List of Purchased Assets

Description:

Twelve (12) 85-foot Standard Level Flatcars

Reporting Marks & Numbers:

AWOX	20592
AWOX	20628
AWOX	20632
AWOX	20647
AWOX	20681
AWOX	20685
AWOX	20617
AWOX	20624
AWOX	20625
AWOX	20638
AWOX	20640
GBRX	20656