6168-D

RECORDATION NO. _____ Filed & Recorded

NOV 7 1972 -8 45 AM

INTERSTATE COMMERCE COMMISSION

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

C E R T I F I C A T E

The undersigned, Helen Joy Krug, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 25th day of October, 1972, from Bankers Trust Company to Union Tank Car Company with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 3rd day of November, 1972.

Helen Joy Krug
Notary Public

My Commission Expires July 10, 1975

BILL OF SALE

Bankers Trust Company

as Trustee under Equipment Trust Agreement

Dated as of May 1, 1971 (Series 7)

To

Union Tank Car Company

KNOW ALL MEN BY THESE PRESENTS, that Bankers Trust Company (the "Bank"), as Trustee under that certain Equipment Trust Agreement dated as of May 1, 1971 (the "Agreement"), by and between the Bank, as Trustee, and Union Tank Car Company (the "Company"), in consideration of the conveyance to the Bank, as Trustee, of certain Equipment (as defined in the Agreement) to be substituted under the Agreement and of the compliance by the Company with the terms of the Agreement, and particularly Section 5.06 thereof, with respect to such substitutions, and other good and valuable considerations, the receipt whereof is acknowledged, has sold, assigned, transferred, set over and delivered, and by these presents does hereby sell, assign, transfer, set over and deliver unto the Company all of its right, title and interest in and to those certain units of Equipment heretofore assigned by the Company to the Bank, as Trustee aforesaid, pursuant to the Agreement, which units of Equipment are described in Schedule B annexed hereto and by

reference incorporated herein, hereby warranting that such Equipment is free and clear from all liens and encumbrances of the Bank.

TO HAVE AND TO HOLD the said Equipment unto the Company and its successors and assigns forever.

IN WITNESS WHEREOF, the Bank, as Trustee aforesaid, has caused this instrument to be duly executed by a proper corporate officer thereunto duly authorized, and its corporate seal to be hereunto affixed and attested, this 25TH day of OCTOBER, 1972.

BANKERS TRUST COMPANY

By Romano I. Peluso

Romano I. Peluso
ASSISTANT VICE PRESIDENT

(CORPORATE SEAL)

ATTEST:

Its Assistant Secretary
M. K. KLUGMAN

STATE OF NEW YORK)
) SS.
COUNTY OF _____)

On this 25TH day of OCTOBER, 1972, before me, a Notary Public in and for said County, personally appeared Romano I. Peluso and M. K. KLUGMAN to me personally known, who being by me duly sworn did say that they are respectively ASSISTANT VICE PRESIDENT and Assistant Secretary of Bankers Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by authority of its Board of Directors, and said Romano I. Peluso and M. K. KLUGMAN acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.

Phyllis Bernstein
Notary Public

My Commission Expires:

_____

Notary Public, State of New York
No. [illegible]
Qualified in Kings County
Certificate Filed in New York County
Commission Expires March 30, 1973

SCHEDULE B

SERIES 7

DESCRIPTION OF TRUST EQUIPMENT

Quantity	A.A.R. Mechanical Designation Code	Size	Road Numbers
1	TM	14,000 Gal.	UTLX 13503
1	TMI	20,000 Gal.	UTLX 73078
1	TMI	23,500 Gal.	UTLX 75003
1	TMI	10,200 Gal.	UTLX 76902
1	TMI	16,800 Gal.	UTLX 78630
7	Gondola	100 Ton	UNPX 100002 UNPX 100020 UNPX 100051 UNPX 100090 UNPX 100134 UNPX 100211 UNPX 100212
1	Box Car	60 Ft.	CPAA 205394