

VALLEY NATIONAL BANK

HEAD OFFICE / 420 NORTH BRAND BOULEVARD / GLENDALE, CALIFORNIA 91209 / PHONES 241-245-6871

10602

RECORDATION NO. _____ Filed 1425

JUL 9 1979 10 00 AM

INTERSTATE COMMERCE COMMISSION
July 2, 1979

Interstate Commerce Commission
12 and Constitution Avenue N. W.
Washington, D. C. 20423

Attention: Mildred Lee

Gentlemen:

NO. 9-190A010

Date JUL 9 1979

Fee \$ 50.00

ICC Washington, D.C.

Valley National Bank, Glendale
(Legal Owner)

Dated June 27, 1979 Recording
pursuant to provisions of Sec. 20C
of Interstate Commerce Act
Valley National Bank, Glendale
(Mortgage Holder)

We have enclosed for recording, pursuant to the provisions of Sec. 20C of the Interstate Commerce Act, three copies of an invoice by California Railcar Corporation, to Robert L. Beardmore dated June 28, 1979, together with a check in the sum of \$50.00 in payment of the recording fee.

In addition, for recording with this invoice, there is attached a Security Agreement covering the equipment being financed by Valley National Bank, Glendale. In connection with the recording of this invoice and Security Agreement dated June 27, 1979, the following information is set forth in accordance with the provisions of Sec. 57.4 of the Commission's Order of July 28, 1952, as amended:

Name & Address of Mortgagor/
Registered Owner:

Robert L. Beardmore
311 Linares Avenue
Long Beach, California 90803

Name & Address of Mortgagee/
Legal Owner:

Valley National Bank, Glendale
420 North Brand Boulevard
Glendale, California 91209

General description of equipment covered by lease arrangement and mortgage.

One (1) 21,000 Gal. Capacity, Class TM ICC 111A100W1, coiled tankcar marked CALX and numbered 1002, Exterior Coiled and Insulated.

Equipment managed and operated by California Railcar Corporation, 1510 West Verdugo Avenue, Burbank, California 91506. When recording has been completed, please return two counterparts of the instrument, with recording date endorsed thereon, to Valley National Bank, 420 North Brand Boulevard, Glendale, California 91209.

cc: California Railcar Corp.
Borrower
File

Valley National Bank, Glendale

By C. Gary Ardizzone
C. Gary Ardizzone
Vice President & Legal Counsel

SECURITY AGREEMENT
(BANK NOT TO BE IN POSSESSION)

GOODS—Consumer Goods, Equipment, Farm Products and Timber under Contract to be Cut and Removed.

In consideration of the covenants and agreements contained herein, and financial accommodations given, to be given or continued, the undersigned Borrower hereby, pursuant to the California Uniform Commercial Code, grants to the Secured Party (Bank) a security interest in all of the Collateral described in paragraph 3 herein. The security interest created by this Agreement attaches immediately upon execution hereof or as soon as Borrower acquires rights to the Collateral and secures payment of any and all of Borrower's indebtedness (including all debts, obligations, or liabilities now or hereafter existing, absolute or contingent, and future advances) to Bank.

10602

I. BORROWER(S)

a.	<u>Robert L. Beardmore</u>	RECORDATION NO. Filed 1425	<u>341-28-6228</u>
	Name		Social Security or Employer Number
b.		<u>JUL 9 1979 - 10 00 AM</u>	
	Trade Name (if any)		
c.	<u>311 Linares Ave.</u>	<u>INTERSTATE COMMERCE COMMISSION</u>	<u>CA. 90803</u>
	Mailing Address	<u>Long Beach</u> City	State Zip
d.			
	Chief Place of Business	City	State Zip
e.			
	Residence (individuals)	City	State Zip

2. SECURED PARTY—Name and Mailing Address (Transit and A.B.A. No.)

Valley National Bank
420 North Brand Blvd. - Glendale, CA. 91203 90/1865/1222

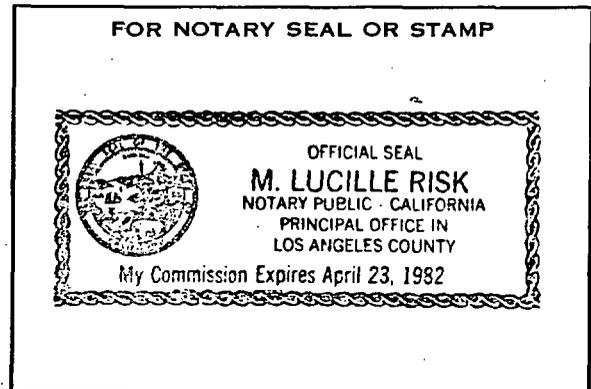
3. COLLATERAL DESCRIPTION (AND LOCATION):

One (1) 21,000 gallon tank car identified as CALX 1002 with AAR Mech. Desig. TM - and ICC Description 111A100W1 Exterior Coiled and Insulated.

STATE OF CALIFORNIA
COUNTY OF Los Angeles } SS.
On June 27, 1979 before me,
the undersigned, a Notary Public in and for said County and State,
personally appeared Robert P. Beardmore

_____, known to me
to be the person ___ whose name is subscribed to the
within instrument and acknowledged that he executed the
same.

M. Lucille Risk
M. Lucille Risk, Notary Public



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9.79

TITLE

SIGNATURE OF BORROWER(S)

Misc.-166 (O.S.) Not. Individual (Rev. 9-68)
Staple

CALIFORNIA RAILCAR CORPORATION

1510 WEST VERDUGO AVENUE • BURBANK, CALIFORNIA 91506

Administration:
Leon M. Timms
President
213/849-5941

Operation:
Floyd Chartrand
Vice President
213/849-6771

RECORDATION NO. 10602 Filed 1425

INVOICE JUL 9 1979 - 10 00 AM Date 6/28/79

INTERSTATE COMMERCE COMMISSION Number TCP-7910

Terms Net Cash

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Robert L. Beardmore
311 Linares
Long Beach, CA 90803

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(Registered Owner)

OPERATOR	CLASS TYPE	FREIGHT	OWNER I.D. NO.
California Railcar Corp. 1510 West Verdugo Ave. Burbank, California 91506	TM	Prepaid	CALX 1002

Number	Equipment Description	Each	Total
One (1)	100 Ton Roller Bearing DOT 111A100W1, 21,000 Gallon exterior coiled, insulated Tank Car	\$50,055.00	\$50,055.00

PAID IN FULL

CALIFORNIA RAILCAR CORPORATION

By *Leon M. Timms*