



BLC CORPORATION

2655 CAMPUS DRIVE, SUITE 200, SAN MATEO, CALIFORNIA 94403-2573

EXECUTIVE OFFICES

AREA CODE 415
573-1200

~~OCT 9 1990 10 10 AM~~
INTERSTATE COMMERCE COMMISSION

October 5, 1990

0-282A001

Ms. Mildred Lee
Interstate Commerce Commission
12th & Constitution Ave., N.W., Room 2303
Washington, D.C. 20423

7984-E
OCT 9 1990 10 10 AM
INTERSTATE COMMERCE COMMISSION
OCT 9 1990 10 10 AM

Dear Ms. Lee:

Pursuant to the provisions of Title 49, United States Code, Section 11303, please find enclosed the below listed documents to be filed with the ICC.

1. One fully executed original and two certified copies of Rider No. 8, amending the Master Leasing Agreement, dated as of January 5, 1984, by and between BLC Corporation and Indiana & Michigan Electric Company.

2. One fully executed original and two certified copies of a Bill of Sale, dated as of September 28, 1990, executed by Bank One Indianapolis, N.A. (formerly known as American Fletcher National Bank and Trust Company). This Bill of Sale is to be filed to transfer the ownership of 2 used 100 Ton, Three-Pocket Open Hopper Cars numbered AEPX #1925 and AEPX #1986 from Bank One Indianapolis, N.A. to BLC Corporation. Please file this Bill of Sale as the next extension letter under Recordation No. 7984. -E

In connection with the recording of Rider No. 8 and the Bill of Sale referenced above, please note the following information:

- (i) Name and address of Lessor/Purchaser: BLC Corporation, 2655 Campus Drive, Suite 200, San Mateo, California 94403.
- (ii) Name and address of Lessee: Indiana Michigan Power Company (formerly known as Indiana & Michigan Electric Company), 1 Riverside Plaza, P.O. Box 16631, Columbus, Ohio 43216.
- (iii) Name and address of Seller: Bank One Indianapolis, N.A. (formerly known as American Fletcher National Bank and Trust Company), 111 Monument Circle, Indianapolis, Indiana 46277.
- (iv) General description of Equipment covered by Documents: Two 100 Ton capacity three pocket open top rotary hopper cars.

Ms. Mildred Lee
Interstate Commerce Commission
October 5, 1990
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- (v) Previous filings with the Interstate Commerce Commission covering the Equipment:

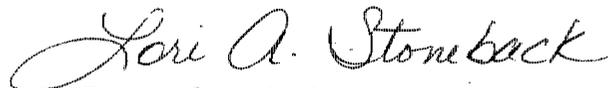
<u>Document:</u>	<u>Recordation Date:</u>	<u>Recordation Number:</u>
Master Leasing Agreement, dated as of January 5, 1984, by and between BLC Corporation and Indiana & Michigan Electric Company, as amended.	January 22, 1990	16736

Enclosed is our check in the amount of \$30.00 to record the enclosed Rider No. 8 and the Bill of Sale. When the recording of these documents have been completed, please endorse, with the relevant recording information, the enclosed copies provided herewith and return them in the enclosed self-addressed, stamped envelope.

If you require further information or documentation to complete this filing, please feel free to contact me or Curt A. Schultz at (800) 227-6516.

Thank you for your assistance in this matter.

Sincerely yours,



Lori A. Stoneback
Legal Secretary

/las
Enclosures

cc: Curt A. Schultz, Esq.

Interstate Commerce Commission
Washington, D.C. 20423

10/12/90

OFFICE OF THE SECRETARY

Lori A. Stoneback

Legal Secretary

BLC Corporation

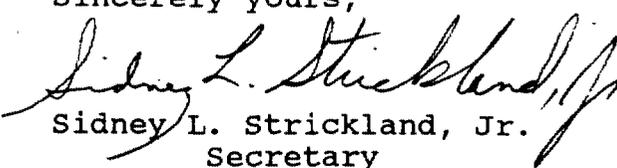
1655 Campus Drive, Suite 300

San Mateo, California 94403-2573

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/9/90 at 10:10am, and assigned recordation number(s). 7984-E

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

7984-F
SUBSCRIPTION NO. ~~PLAS 1000~~

OCT 9 1980 - 10 10 AM

INTERSTATE COMMERCE COMMISSION

CERTIFICATE

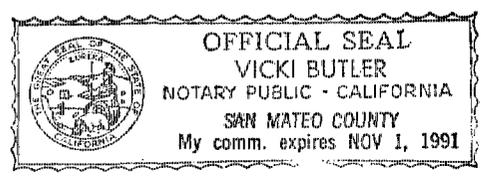
I, Curt A. Schultz, Assistant Secretary of BLC Corporation, hereby certify that the attached is a true and correct copy of Rider No. 8, amending the Master Leasing Agreement, dated as of January 5, 1984, by and between BLC Corporation, as Lessor and Indiana Michigan Power Company (formerly known as Indiana & Michigan Electric Company), as Lessee.

By Curt A. Schultz
Curt A. Schultz, Assistant Secretary

Date 10/5/90

Subscribed and sworn to before me this 5th day of October, 1990.

Vicki Butler
Notary Public



7984-E
REGISTRATION NO. FILED 1420

OCT 9 1989 - 10 AM

INTERSTATE COMMERCE COMMISSION

CERTIFICATE

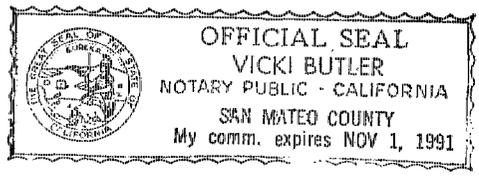
I, Curt A. Schultz, Assistant Secretary of BLC Corporation, hereby certify that the attached is a true and correct copy of the Bill of Sale, dated as of September 28, 1990, executed by Bank One Indianapolis, N.A. (formerly known as American Fletcher National Bank and Trust Company).

By Curt A. Schultz
Curt A. Schultz, Assistant Secretary

Date 10/5/90

Subscribed and sworn to before
me this 5th day of October, 1990.

Vicki Butler
Notary Public



BILL OF SALE

7984-E
RECORDED AND INDEXED

OCT 9 1989 - 10 10 AM

INTERSTATE COMMISSION

KNOW ALL MEN BY THESE PRESENTS that Bank One Indianapolis, N.A., formerly known as American Fletcher National Bank and Trust Company, a national banking association, as Trustee under the Equipment Trust Agreement dated as of June 19, 1975 with the Trustor named therein ("Seller"), in consideration of the sum of \$11,356.32 paid by BLC Corporation ("Buyer"), and for other good and valuable consideration, receipt and adequacy of which is hereby acknowledged, does hereby bargain, sell and convey unto Buyer without recourse or warranty, except in respect of Seller's acts, all of Seller's right, title and interest in and to the equipment described in Exhibit A attached hereto (the "Equipment"). Seller represents and warrants that as of the date hereof, the Equipment is free and clear of liens arising from Seller's acts, other than liens arising under the Equipment Trust Agreement and the Lease of Railroad Equipment, both of which are being released contemporaneously herewith. The Equipment is sold hereunder AS IS WHERE IS WITHOUT WARRANTY, express or implied, with respect to any matter whatsoever other than Seller's own acts. Title shall be deemed to pass to Buyer in Indianapolis, Indiana on the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set its hand this 28th day of September, 1990.

BANK ONE INDIANAPOLIS, N.A.,
formerly known as American Fletcher
National Bank and Trust Company, as Trustee

By: 
Title: Vice President and Trust Officer

AEFY 1925
AEFY 1986