

RECORDATION NO 30769 FILED
June 19, 2013 06:33 AM
SURFACE TRANSPORTATION BOARD

OSTER RESEARCHING SERVICES

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June 19, 2013

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:

Sale Agreement and Bill of Sale dated 5/28/13

Seller: Services Unlimited
P.O. Box 10609
Marina del Rey, CA 90295

Buyer: Investors First Capital, division of
Sam Mannino Enterprises, LLC
191 Anaconda Drive
Pennsylvania Furnace, PA 16865

Equipment: 14, 20,000-21,000 gal. Tank Cars
LUCX 4029, 4045, 4021, 4039, 4032,
4042, 4046, 4024, 4040
LLIX 8041, 8042, 8043, 8045, 8046

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

Sincerely,



Mary Ann Oster
Research Consultant

Sales Agreement and Bill of Sale

This Sales Agreement and Bill of Sale is entered into by and between Services Unlimited, hereinafter referred to as "SU" or "Seller" and Investors First Capital a division of Sam Mannino Enterprises, LLC, its successors and or/assigns, hereinafter referred to as "IFC" or "Buyer" for the acquisition of fourteen (14) rail cars. The car type; and the identification of the fourteen (14) cars are listed below by Umler number.

CAR TYPE

DOT 111A100W1, 20-21,000 GALLON, NON INSULATED TANK CARS BUILT BY ACF INDUSTRIES BETWEEN LATE 1977 AND EARLY 1978

UMLER IDENTIFICATION NUMBERS

LUCX 4029 LUCX 4045 LUCX 4021 LUCX 4039 LUCX 4032 LUCX 4042 LUCX 4046 LUCX 4024
LUCX 4040 LLIX 8045 LLIX 8042 LLIX 8041 LLIX 8046 LLIX 8043

Agreement and Bill of Sale:

The ownership of the fourteen (14) rail cars identified above is hereby transferred, free and clear of all liens and encumbrances, and conveyed by the Seller to the Buyer effective upon receipt of funds of \$00000 per car or \$000000000 total payment. This document is intended by the parties hereto and shall act as the bill of sale for the fourteen (14) rail cars. The following terms apply and are agreed to by the parties' signatory herein:

LUCX 4029, 4046, 4045, 4039, 4032, 4042, AND 4021 THIS CAR "LUCX 4021" ALSO HAS RESIDUE IN IT AND SERVICES UNLIMITED IS TO PAY TO HAVE THE RESIDUE REMOVED HOWEVER THE CAR HAS BEEN ALREADY CLEANED).

LLIX 8042, 8045, 8046 (8042 IS THE ONLY CAR THAT STILL HAS THE 16 ROWS OF HEATING COILS IN IT)

THE FOUR CARS BEING CLEANED AND EN ROUTE OR ALREADY RECEIVED AT WATCO, HOLLIDAYSBURG, PA ARE:

LUCX 4024, 4040, LLIX 8043, 8041

THE PURCHASE PRICE FOR ALL 14 CARS IS [REDACTED] PER CAR WHICH TOTAL SUM IS TO BE PAID IN FULL BEFORE THE TEN CARS ARE MOVED FROM MORRIS.

ALL FOURTEEN CARS WILL BE DELIVERED TO THE BUYER FOB, HOLLIDAYSBURG, PA.

THE BUYER HAS RECEIVED THE MANUEL TO BE USED FOR BOTH THE LUCX AND LLIX CARS AS WELL AS THE MSDS FOR THE TWO ANIMAL FEED PRODUCTS SHIPPED IN THE CARS.

SELLER AGREES TO EXECUTE THE MARK TRANSFER UPON PAYMENT FOR THE CARS AND WILL COOPERATE IN AIDING THE BUYER WITH THE UMLER FILING AND THE MARK CHANGE WILL BE DONE BY WATCO AT BUYER'S EXPENSE AND THE CARS WILL NOT MOVE UNDER LUCX OR LLIX MARKS ONCE THEY HAVE BEEN RECEIVED AT HOLLIDAYSBURG, PA. THE SELLER FURTHER AGREES TO MAKE, DO AND EXECUTE OR CAUSE TO BE MADE, DONE AND EXECUTED ALL SUCH FURTHER REASONABLE ACTS, DEEDS AND ASSURANCES AS BUYER, AT ANY TIME OR FROM TIME TO TIME, DEEMS REQUISITE FOR MORE EFFECTIVELY CONVEYING THE FOURTEEN (14) RAIL CARS TO BUYER AS AFORESAID AND ACCORDING TO THE INTENT AND MEANING OF THIS SALES AGREEMENT AND BILL OF SALE.

BUYER HAS INSPECTED AND ACCEPTED ALL FOURTEEN CARS AND ASSUMES THE RESPONSIBILITY TO PAY FOR ALL REPAIRS NEEDED TO HAVE THE HM201 TANK TEST PERFORMED.

SELLER AGREES TO COMMENCE SHIPMENT ON ALL CARS THAT ARE NOT ALREADY IN TRANSIT TO THE WATCO REPAIR FACILITY IN HOLLIDAYSBURG PA, WITHIN 5 BUSINESS DAYS OF RECEIPT OF FUNDS BY WIRE TRANSFER AND WILL NOTIFY THE BUYER WHEN THE CARS ARE IN ROUTE TO THE WATCO REPAIR FACILITY IN HOLLIDAYSBURG PENNSYLVANIA'

The parties hereto agree to be legally bound hereby and enter into this Sales Agreement and Bill of Sale as of the 28th day of May, 2013.

Services Unlimited – P.O. Box 10609, Marina del Rey, CA 90295



Lucille Boston

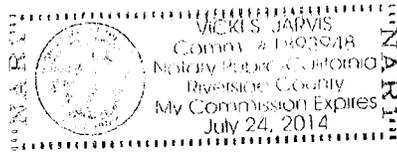
President

State of California

County of Riverside

On this the 28 day of May, 2013 before me Nicki S. Jarvis, Notary Public, the undersigned authority, personally appeared Lucille Boston known to (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same as President of Services Unlimited for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.



[Signature]
Investors First Capital- 191 Anaconda Drive, Pennsylvania Furnace, PA 16865

Samuel Mannino
Managing Partner

Signature of Notary Public

State of Pennsylvania

County of Centre On this the 4th day of ~~May~~ ^{June}, 2013 before me Brian Mannino the undersigned authority, personally appeared Samuel Mannino known to (or satisfactorily proven) to be the person whose name is subscribed to the within instrument, and acknowledged that she executed the same as Managing Partner of Investors First Capital a registered of Sam Mannino Enterprises, LLC for the purposes therein contained.

In witness whereof, I hereunto set my hand and official seal.

[Signature]

