

**BILL OF SALE
TO
INDUSTRIAL TRACTOR COMPANY, INC.**

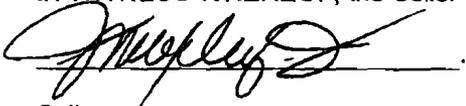
KNOW ALL MEN BY THESE PRESENTS THAT: The Undersigned, a corporation with a principal place of business at

416 Centre St., Fernandina Beach, FL 32034 (herein called the "Seller"), for and in consideration of the sum of five hundred and forty six thousand, seven hundred fifty-five 00/100 Dollar (\$546,755.00), receipt of which is hereby acknowledged, does hereby grant, sell, assign, transfer, and set over unto Industrial Tractor Company, Inc., a Florida corporation (herein called the "Buyer"), its successors and assigns, all right, title, and interest of the Seller in and to the personal property described below (and, if any additional page is annexed hereby as Exhibit A, listed and described in said Exhibit A) together with all parts and accessories attached thereto (all such personal property, parts, and accessories attached thereto (all such personal property, parts, and accessories being here collectively called the "Equipment"), TO HAVE AND TO HOLD for its and their own use and benefit forever.

<u>Quantity</u>	<u>Manufacturer</u>	<u>Model/Feature</u>	<u>Serial Number</u>	<u>Description</u>	<u>Cost Per Unit</u>
1	John Deere	670C	DW670CX577738	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576789	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576788	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576859	Motor Grader	109,351.00
1	John Deere	670C	DW670CX576813	Motor Grader	109,351.00

The Seller hereby represents and warrants to the Buyer, its successors and assigns: (i) that the Equipment is used; (ii) that the Seller has full legal and beneficial title to the Equipment and the good and lawful right to sell the same; and (iii) that good and marketable title to the Equipment is hereby duly vested in the Buyer free and clear of all claims, liens, encumbrances, and rights of others of any nature. The Seller hereby covenants and agrees to defend such title forever against all claims and demands whatsoever.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed and delivered by its duly authorized officer on



Seller:

Nassau County, Florida

By J.M. "Chip" Oxley, Jr. Title Ex-Officio Clerk

(CORPORATE SEAL)

PANAFAX TRANSMITTAL SHEET



TO: Nassau Cty

ATTN: Ted Selby

FAX #: 904-548-4829

FROM: **BRUCE NELSON**

The CIT Group/Equipment Financing, Inc.

Mailing Address:

P.O. Box 27248

Tempe, AZ 85285-7248

(480) 784-2377 (PHONE#)

Physical Address:

1540 W. Fountainhead Pkwy.

Tempe, AZ 85282

(480) 858-1491 (FAX#)

NUMBER OF PAGES INCLUDING COVER PAGE: 14

COMMENTS: _____

**BILL OF SALE
TO
INDUSTRIAL TRACTOR COMPANY, INC.**

KNOW ALL MEN BY THESE PRESENTS THAT: The Undersigned, a corporation with a principal place of business at

416 Centre St., Fernandina Beach, FL 32034 (herein called the "Seller"), for and in consideration of the sum of five hundred and forty six thousand, seven hundred fifty-five 00/100 Dollar (\$546,755.00), receipt of which is hereby acknowledged, does hereby grant, sell, assign, transfer, and set over unto Industrial Tractor Company, Inc., a Florida corporation (herein called the "Buyer"), its successors and assigns, all right, title, and interest of the Seller in and to the personal property described below (and, if any additional page is annexed hereby as Exhibit A, listed and described in said Exhibit A) together with all parts and accessories attached thereto (all such personal property, parts, and accessories attached thereto (all such personal property, parts, and accessories being here collectively called the "Equipment"), TO HAVE AND TO HOLD for its and their own use and benefit forever.

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The Seller hereby represents and warrants to the Buyer, its successors and assigns: (i) that the Equipment is used; (ii) that the Seller has full legal and beneficial title to the Equipment and the good and lawful right to sell the same; and (iii) that good and marketable title to the Equipment is hereby duly vested in the Buyer free and clear of all claims, liens, encumbrances, and rights of others of any nature. The Seller hereby covenants and agrees to defend such title forever against all claims and demands whatsoever.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be executed and delivered by its duly authorized officer on

Date

Seller:

Nassau County, Florida

By X _____ (Title)

(CORPORATE SEAL)

PANAFAX TRANSMITTAL SHEET



TO: The Bank of New York

904-645-1991

ATTN: Ethel White

FAX #: 904-645-1998

FROM: **BRUCE NELSON**

The CIT Group/Equipment Financing, Inc.

Mailing Address:

Physical Address:

P.O. Box 27248

1540 W. Fountainhead Pkwy.

Tempe, AZ 85285-7248

Tempe, AZ 85282

(480) 784-2377 (PHONE#)

(480) 858-1491 (FAX#)

NUMBER OF PAGES INCLUDING COVER PAGE: //

COMMENTS: Please sign & fax back this subordination or Partial release letters as soon as possible as to not delay the funding of this deal. Please put original in the mail to the PO Box above to my attention.

Bruce Nelson



To: The Bank of New York

Date: August 10, 2004

Re: Nassau County Florida
Original Filing Number: 930000120293; 980000044445
Original Filing Date: 06/08/93; 02/27/98
Original Filing Office: FL SOS; FL SOS

TO WHOM IT MAY CONCERN:

We have requested, and you have agreed, that you release your security interest in certain collateral that we are financing. We have prepared an amendment to your UCC filing to effectuate this release, a copy of which is attached hereto. Please indicate your consent to the filing of this amendment, and your authorization for us to file it on your behalf, by signing in the space provided.

Collateral Description:

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX577738
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576789
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576788
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576859
One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576813

Verbiage (Check all that apply):

- And all attachments, replacements, substitutions, additions and accessions thereof, plus the proceeds of all the foregoing.
- And all tires, wheels, attachments, replacements, substitutions, additions and accessions thereof, plus the proceeds of all the foregoing.
- And all leases, other chattel paper, rentals, accounts, general intangibles and other income relating thereto and arising therefrom and all cash and non-cash proceeds thereof.

Sincerely,

Bruce Nelson

READ AND AGREED TO THIS
____ DAY OF August 2004

The Bank of New York

By: X Title: _____

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Chris Vischer 480-784-9623
B. SEND ACKNOWLEDGMENT TO: (Name and Address) The CIT Group/Equipment Financing, Inc. P.O. Box 27248 Tempe, AZ 85285-7248

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **930000120293** Filed **06/08/93** 1b. This FINANCING STATEMENT AMENDMENT is to be filed (or record) (or recorded) in the REAL ESTATE RECORDS.

2. **TERMINATION:** Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. **CONTINUATION:** Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. **ASSIGNMENT (full or partial):** Give name of assignee in item 7a or 7b and address of assignee in item 7c; and also give name of assignor in item 9.

5. **AMENDMENT (PARTY INFORMATION):** This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party.

DELETE name: Give record name to be deleted in item 6a or 6b.

ADD name: Complete item 7a or 7b, and also item 7c; also complete items 7e-7g (if applicable).

6. **CURRENT RECORD INFORMATION:**

6a. ORGANIZATION'S NAME Nassau County, Florida				
OR	6b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7. **CHANGED (NEW) OR ADDED INFORMATION:**

7a. ORGANIZATION'S NAME				
OR	7b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

7c. MAILING ADDRESS 416 Centre St.	CITY Fernandina Beach	STATE FL	POSTAL CODE 32034	COUNTRY
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7d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	7e. TYPE OF ORGANIZATION Municipality	7f. JURISDICTION OF ORGANIZATION FL	7g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE
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8. **AMENDMENT (COLLATERAL CHANGE):** check only one box.

Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned.

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX577738

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576789

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576788

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576859

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576813

And all additions, substitutions, attachments, replacements, and accessions thereto plus the proceeds of all the foregoing.

And all leases, other chattel paper, rentals, accounts, general intangibles and other income relating thereto and arising therefrom and all cash and non-cash proceeds thereof.

9. **NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT** (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME The Bank of New York				
OR	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

10. **OPTIONAL FILER REFERENCE DATA**

90122154 SOS FL 701 Bruce Nelson

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] Chris Vischer 480-784-9623
B. SEND ACKNOWLEDGMENT TO: (Name and Address) The CIT Group/Equipment Financing, Inc. P.O. Box 27248 Tempe, AZ 85285-7248

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE # **98000044445** Filed **02/27/98** 1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement.

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c, and also give name of assignor in item 9.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address: Please refer to the detailed instructions in regards to changing the name/address of a party. DELETE name: Give record name to be deleted in item 6a or 6b. ADD name: Complete item 7a or 7b, and also item 7c, also complete items 7e-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

Nassau County, Florida Board of County Commissioners

OR 6b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

7c. MAILING ADDRESS CITY STATE POSTAL CODE COUNTRY
416 Centre St. Fernandina Beach FL 32034

7d. SEE INSTRUCTIONS ADD'L INFO RE ORGANIZATION DEBTOR 7e. TYPE OF ORGANIZATION 7f. JURISDICTION OF ORGANIZATION 7g. ORGANIZATIONAL ID #, if any
Municipality FL NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral: deleted or added, or give entire restated collateral description, or describe collateral assigned.

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX577738

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576789

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576788

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576859

One (1) John Deere Model 670C Motor Grader, S/N: DW670CX576813

And all additions, substitutions, attachments, replacements, and accessions thereto plus the proceeds of all the foregoing.

And all leases, other chattel paper, rentals, accounts, general intangibles and other income relating thereto and arising therefrom and all cash and non-cash proceeds thereof.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment.

9a. ORGANIZATION'S NAME

The Bank of New York

OR 9b. INDIVIDUAL'S LAST NAME FIRST NAME MIDDLE NAME SUFFIX

10. OPTIONAL FILER REFERENCE DATA

90122154 SOS FL 701 Bruce Nelson

THIS FINANCING STATEMENT IS PREPARED TO A FILING OFFICE FOR FILING PURSUANT TO THE UNIFORM COMMERCIAL CODE.

THIS SPACE FOR USE OF FILING OFFICER (Date, Time, Number & Filing Office)

NAME (Last Name First if a Person) **FR BANK OF NY TRUST 904 645 1997 TO 91488581491 P.02**

ADDRESS **616 Centre Street**

CITY **Fernandina Beach** STATE **FL** ZIP CODE **32034**

NAME (Last Name First if a Person) **Barrett Banks Trust Company, N.A.**

ADDRESS **9000 Southside Blvd., Bldg. 100**

CITY **Jacksonville** STATE **FL** ZIP CODE **32256**

NAME (Last Name First if a Person) **Barrett Banks Trust Company, N.A.**

ADDRESS **1750 Gulf Life Tower**

CITY **Jacksonville** STATE **FL** ZIP CODE **32207**

NAME (Last Name First if a Person) **Barrett Banks Trust Company, N.A.**

ADDRESS **1750 Gulf Life Tower**

CITY **Jacksonville** STATE **FL** ZIP CODE **32207**

NAME (Last Name First if a Person) **Barrett Banks Trust Company, N.A.**

ADDRESS **1750 Gulf Life Tower**

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NAME (Last Name First if a Person) **Barrett Banks Trust Company, N.A.**

930000120293 -06/03/93-01127-011 ***25.00

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EXHIBIT A

The Trust Estate as set forth in the Trust Indenture by and between Nassau County, Florida (the "Issuer") and Barnett Banks Trust Company, N.A. (the "Trustee") dated as of June 1, 1993 (the "Indenture"), securing \$10,680,000 Pollution Control Refunding Revenue Bonds, Series 1993 (ITT Rayonier Incorporated Project) (the "Series 1993 Bonds"), consisting of the following, with all capitalized terms having the meaning given in the Indenture:

I.

All rights and interests of the Issuer under and pursuant to the Note and the Loan Agreement, and all revenues derived therefrom, except only the Unassigned Rights.

II.

All right, title and interest of the Issuer in all funds and accounts established under the Indenture, subject to the provisions of the Indenture and the Loan Agreement permitting the application thereof for the purposes and on the terms and conditions set forth therein.

III.

Any and all other real and personal property of every kind and nature from time to time hereafter by delivery or by writing of any kind conveyed, assigned or transferred, as and for additional security hereunder by the Issuer or by anyone in its behalf, or with its written consent, to the Trustee which is hereby authorized to receive any and all such property at any and all times and to hold and apply the same subject to the terms hereof.

A copy of the Indenture is on file in the office of the Secured Party.

The Statement of Change is presented to a filing officer pursuant to the Uniform Commercial Code:

1. Debtor (Last Name First if an individual)	416 Centre Street Fernandina Beach, Florida 1a. City, State 1a. Zip Code 32034	2a. Date of Birth or FID
2. Additional Debtor or Trade Name (Last Name First if an individual)		2a. Date of Birth or FID
3a. Mailing Address	2c. City, State 2c. Zip Code	
3. Secured Party (Last Name First if an individual)	9000 Southside Blvd., Bldg. 100 Jacksonville, Florida 3a. City, State 3a. Zip Code 32256	
4. Unsecured Party (Last Name First if an individual)	The Bank of New York 4b. City, State 4c. Zip Code 10286	
Assignee to	101 Barclay Street New York, New York	

5. This Statement refers to original Financing Statement bearing the number: 930000120293
 Read on: 6/9/93
 Secretary of State, State of Florida
 The original Financing Statement between the Debtor and Secured Party bearing the number shown above is on file in Block 7 below.
 TEN AGAINST DEBTOR.
 All of the Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7 below.
 Some of Secured Party's rights under the Financing Statement have been assigned to the assignee whose name and address is shown in Block 7. A description of the collateral subject to the assignment is also shown in Block 7.
 E. Amendment -
 F. Termination -
 G. Other -
 The Secured Party no longer claims an interest under the Financing Statement bearing the file number shown above.
 (See instructions for signature requirements.)

7. Description of collateral released or assigned, Assignee name and address, or amendment. Use additional sheet(s) if necessary.
 Assignee: The Bank of New York
 101 Barclay Street
 New York, New York 10286

8. Signature(s) of Debtor(s); (only if amendment - see instructions)
 9. Signature(s) of Secured Party(s):
 The Bank of New York
 10. Number of Additional Sheets Presented
 11. Return Copy to:
 Name: The Bank of New York
 Address: Corporate Trust Division
 10161 Centurion Parkway
 Jacksonville, Florida 32256
 City, State, Zip: Attn: Brian Clark

This space for use of Filing Officer
 98000003591-9
 -12/22/97-0139-002
 *****12.00
 FILED
 JAN 07, 1998 08:00 AM
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 98000003591 MT

APR 9, 2003 11:54AM

NO. 943 P. 2/2

STATE OF FLORIDA UNIFORM COMMERCIAL CODE
FINANCING STATEMENT AMENDMENT FORM

1. NAME & ALTERNATE PHONE NUMBER OF CONTACT PERSON	CAROLYN ENDER (904) 355-8762
2. SEND ASSIGNMENT TO:	CAROLYN ENDER
Address	POLBY & LARDNER 200 LAYNA STREET JACKSONVILLE, FLORIDA 32202
City/State/Zip	

FLORIDA SECURED TRANSACTION REGISTRY
FILED
 2003 May 09 AM 12:00
 ***** 200303935411 *****

1. INITIAL FINANCING STATEMENT FILE # 99999912793

2. THE FINANCING STATEMENT AMENDMENT IS TO BE FILED (for record) in the REAL ESTATE RECORDS.

3. CURRENT RECORD INFORMATION - SECURED PARTY NAME - INSERT ONLY ONE SECURED PARTY NAME (A OR B)

3A. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
THE BANK OF NEW YORK			
3B. ORGANIZATION'S NAME			
NASSAU COUNTY, FLORIDA			
3C. ORGANIZATION'S NAME			
NASSAU COUNTY, FLORIDA			
3D. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX

4. TERMINATION: If portions of the financing agreement identified above are terminated with respect to security interests of the secured party, indicate the terminating event(s).

5. CONTINUATION: If portions of the financing agreement identified above with respect to security interests of the secured party and/or assignments is covered for the address(es) provided by applicable law.

6. ASSIGNMENT (ONE or partial): Give name of assignee in item 6a or 6b and address of assignee in item 6c, and also give name of assignor in item 11.

7. ASSIGNMENT (PARTY REORGANIZATION): This assignment affects the assignment rights of the assignor. Check only one of items two boxes.

8. ASSIGNMENT (OTHER PARTY REORGANIZATION): This assignment affects the assignment rights of the assignor. Check only one of items two boxes.

9. ASSIGNMENT (CHANGE OF NAME OR ADDRESS): Give name of assignor in item 9a or 9b and address of assignor in item 9c, and also give name of assignee in item 11.

10. COMMENT RECORD INFORMATION - INSERT ONLY ONE NAME OR OR (A OR B) - Do Not Abbreviate or Change Name

10A. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
10B. ORGANIZATION'S NAME			

11. CHANGED (OTHER) SECURED INFORMATION - INSERT ONLY ONE NAME OR OR (A OR B) - Do Not Abbreviate or Change Name

11A. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX
11B. ORGANIZATION'S NAME			

12. AGREEMENT (COLLATERAL CHANGES): Check only one box.

13A. TYPE OF ORGANIZATION

13B. INDUSTRY

13C. TYPE OF ORGANIZATION

13D. INDUSTRY

13E. TYPE OF ORGANIZATION

13F. INDUSTRY

13G. TYPE OF ORGANIZATION

13H. INDUSTRY

13I. TYPE OF ORGANIZATION

13J. INDUSTRY

13K. TYPE OF ORGANIZATION

13L. INDUSTRY

13M. TYPE OF ORGANIZATION

13N. INDUSTRY

13O. TYPE OF ORGANIZATION

13P. INDUSTRY

13Q. TYPE OF ORGANIZATION

13R. INDUSTRY

13S. TYPE OF ORGANIZATION

13T. INDUSTRY

13U. TYPE OF ORGANIZATION

13V. INDUSTRY

13W. TYPE OF ORGANIZATION

13X. INDUSTRY

13Y. TYPE OF ORGANIZATION

13Z. INDUSTRY

11. NAME OF SECURED PARTY OR RECORD ATTORNEY THIS AMENDMENT (same as assignor, if this is an Amendment authorized by a Debtor, which adds collateral or adds the underlying Debtor, or if this is a Termination authorized by a Debtor, check here and your name (DEBTOR) authorized by Assignor.

12. ORIGINAL FILE REFERENCE DATA FILE FLORIDA SECURED TRANSACTION REGISTRY 071455/0376

13. REVISED FORM - FORM UCC-3 (REV. 12/2001)

14. FINANCING STATEMENT AMENDMENT FORM

15. APPROVED BY THE SECRETARY OF STATE, STATE OF FLORIDA

STATE OF FLORIDA UNIFORM COMMERCIAL CODE
ARTICLE 9 STATEMENT AMENDMENT FORM

HP OfficeJet T Series
Personal Printer/Fax/Copier/Scanner

Fax History Report for
J. M. Oxley, Jr. Clerk
904-548-4829
Aug 11 2004 2:28pm

Last Fax

<u>Date</u>	<u>Time</u>	<u>Type</u>	<u>Identification</u>	<u>Duration</u>	<u>Pages</u>	<u>Result</u>
Aug 11	2:13pm	Received	4808581491	5:17	13	Memory full
