

CHICAGO AND



TRANSPORTATION COMPANY

September 13, 1977

File No.: A-9985

RECORDATION NO. 8642-B Filed & Recorded

SEP 16 1977-9 28 AM

INTERSTATE COMMERCE COMMISSION

BERNARD J. ALLEN  
DIANE KOHLER-RAUSCH  
JOAN A. SCHRAMM  
ASSISTANT SECRETARIES  
DIRECT DIAL NUMBER  
312/454-6534

7-259 A011  
date SEP 16 1977  
fee \$ 10  
CC Washington, D.C.

Interstate Commerce Commission  
Washington, D. C. 20423  
Attention: Robert L. Oswald  
Secretary

Re: Construction & Conditional Sale Agreement dated as of 12/15/76 between NWL Company and Chicago and North Western Transportation Company assigned to The First National Bank of Chicago

Gentlemen:

Pursuant to Section 20c of the Interstate Commerce Act, as amended, attached for recordation are Counterpart Nos. 1 to 10, inclusive, of Amendment dated August 1, 1977, to Construction and Conditional Sale Agreement dated as of December 15, 1976, and assigned Recordation No. 8642.

Enclosed is our check for \$10.00 to cover your recording fee. Please return Counterpart Nos. 1 to 9, inclusive, showing your recordation data.

Very truly yours,

Diane Kohler-Rausch  
Assistant Secretary

dk:db  
Encls.

- cc: Z. Steiger, C-17225\*
- R. L. Schardt, A-251
- R. D. Smith
- F. E. Cunningham, Attn: H. Labno\*
- R. F. Guenther, Attn: J. James\*
- D. E. Stockham, Attn: R. S. Brenner\*
- Arthur Andersen & Co., Attn: Gary Holdren

*Stephen W. Childs*

**Interstate Commerce Commission**  
Washington, D.C. 20423

9/16/77

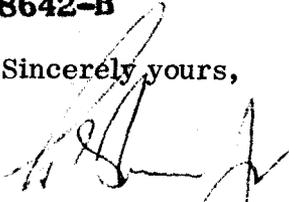
OFFICE OF THE SECRETARY

**Diane Kohler-Rausch**  
**Chicago & North Western Transp. Co.**  
**400 West Madison Street**  
**Chicago, Illinois 60606**

Dear **Ms. Kohler-Rausch**

The enclosed document(s) was recorded pursuant to the provisions of Section 20(c) of the Interstate Commerce Act, 49 U.S.C. 20(c), on **9/16/77** at **9:25am**, and assigned recordation number(s) **8642-B**

Sincerely yours,



**H.G. Homme, Jr.**  
Acting Secretary

Enclosure(s)

SE-30-T  
(6/77)

AMENDMENT dated as of August 1, 1977 among Chicago No. 10 of 15

and North Western Transportation Company (the Railroad), North Western Leasing Company (the Seller) and The First National Bank of Chicago, as Agent (the Agent);

WHEREAS, the Railroad and the Seller have entered into a Construction and Conditional Sale Agreement dated as of December 15, 1976 (the Conditional Sale Agreement) covering the sale and delivery by the Seller and the purchase by the Railroad of railroad equipment described in Schedule B to the Conditional Sale Agreement (the Equipment) and the repair by the Seller of certain of the Equipment designated therein as the Part II Equipment; and

WHEREAS, the Seller and the Agent have entered into an Agreement and Assignment dated as of December 15, 1976 (the Assignment), covering the assignment by the Seller to the Agent, on the terms and conditions therein set forth, of the Seller's interest in the Equipment and in the Conditional Sale Agreement; and

WHEREAS, the Conditional Sale Agreement and the Assignment were filed and recorded with the Interstate Commerce Commission in accordance with Section 20c of the Interstate Commerce Act on December 30, 1976 at 2:05 p.m. and assigned Recordation No. 8642; and

WHEREAS, the Railroad, the Seller and the Agent wish to amend the Conditional Sale Agreement to change the Cut-Off Date (as defined therein) by changing the date set forth in Item 2 of Schedule A thereto from September 30, 1977 to November 30, 1977;

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NOW, THEREFORE, the parties hereto do hereby agree as follows:

1. Item 2 of Schedule A to the Conditional Sale Agreement is amended to change "September 30, 1977" to "November 30, 1977."

IN WITNESS WHEREOF, the parties hereto have executed or caused this instrument to be executed as of the date first above written.

CHICAGO AND NORTH WESTERN  
TRANSPORTATION COMPANY

By *J. Paul Bae*  
Vice President

ATTEST:

*Diane Kohler-Rausch*  
Assistant Secretary

NORTH WESTERN LEASING COMPANY

By *J. Paul Bae*  
Vice President

ATTEST:

*Diane Kohler-Rausch*  
Assistant Secretary

THE FIRST NATIONAL BANK  
OF CHICAGO, as Agent

By *Douglas F. Nelson*  
Vice President

ATTEST:

*R. Stephen Hamrick*  
~~Assistant Secretary~~  
LOAN OFFICER

