

CHICAGO AND



TRANSPORTATION COMPANY

9-173A028

JUN 22 1979

BERNARD J. ALLEN  
DIANE KOHLER-RAUSCH  
JOAN A. SCHRAMM  
ASSISTANT SECRETARIES

June 21, 1979

File No.: A-10790

10.00

RECORDATION NO. 9894-A  
Filed 1425

JUN 22 1979 - 12 05 AM

INTERSTATE COMMERCE COMMISSION

Interstate Commerce Commission  
Washington, D. C. 20423  
Attention: Mr. H. Gordon Homme, Jr., Secretary

Gentlemen:

Pursuant to Section 1103(a), (formerly Sec. 20c),  
of the Interstate Commerce Act, as amended, attached  
for recordation are Counterpart Nos. 1 to 6, inclusive,  
of Confirmatory Release dated as of June 21, 1979,  
covering release of the terms of Guaranty and Security  
Agreement dated as of 8/15/78, assigned Recordation  
No. 9894.

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

Very truly yours,

Diane Kohler-Rausch  
Assistant Secretary

DKR:kg

- cc: G. R. Charles\*
- R. D. Smith
- F. E. Cunningham, Attn: H. Labno\*
- R. F. Guenther, Attn: J. James\*
- D. E. Stockham, Attn: G. Ogurek\*
- Arthur Anderson & Co. Attn: Gary Holdren\*
- Peter D. Horne, Vice President, FEE OPERATIONS
- Continental Illinois National Bank I
- and Trust Company of Chicago

JUN 22 11 53 AM '79

RECEIVED

*Counterpart*  
*Edward J. Scherer*

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

6/22/79

OFFICE OF THE SECRETARY

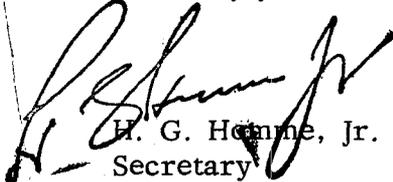
Diane -Kohler Rausch  
Chicago & North Western Transp. Co.  
400 W. Madison Street  
Chicago, Illinois 60606

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 6/22/79 at 12:05pm, and assigned recordation number(s).

9894-A

Sincerely yours,



H. G. Henne, Jr.  
Secretary

Enclosure(s)

SE-30  
(3/79)

9894-A  
RECORDATION NO. 9894-A Filed 1425

JUN 22 1979 - 12 05 AM

INTERSTATE COMMERCE COMMISSION

Confirmatory Release

WHEREAS, under the terms of GUARANTEE AND SECURITY AGREEMENT, dated as of August 15, 1978, between NORTH WESTERN LEASING COMPANY, (hereinafter referred to as "NWL"), and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, (hereinafter referred to as "Bank"), NWL guaranteed the performance of all obligations by the CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, (hereinafter referred to as "CNW"), under the Commercial Letter of Credit dated on or about December 22, 1977, issued by the Bank to the Continental Casualty Company in the amount of \$450,000 as collateral for an appeal bond issued by Continental Casualty Company as surety on behalf of CNW as principal and in favor of Joseph A. Stewart as obligee in the penalty of \$450,000;

WHEREAS, as security for its guarantee of CNW's obligations under the Commercial Letter of Credit, NWL agreed to pledge as collateral for such guarantee a security interest consisting of a first lien in 26 covered hoppers and 3 cabooses identified on the Schedule A attached hereto and made a part hereof (hereinafter referred to as the "Equipment");

WHEREAS, the appeal bond issued by Continental Casualty Company has been cancelled, and CNW's obligations under the Commercial Letter of Credit have been discharged; and therefore, said Guarantee and Security Agreement is by its terms no longer in effect; and the Bank has been requested to release the first lien with respect to the Equipment under said Guarantee and Security Agreement;

NOW, THEREFORE, Bank in consideration of the sum of One Dollar (\$1.00) and other good and valuable considerations, the receipt whereof is hereby acknowledged, DOES HEREBY RELEASE, REMISE, CONVEY AND QUITCLAIM the Equipment unto NORTH WESTERN LEASING COMPANY, its successors and assigns forever, free and clear of all liens, encumbrances and security interests created by or arising under said Guarantee and Security Agreement.

Bank does hereby covenant that it has not done anything whereby the Equipment hereby conveyed is or may be in any manner encumbered or charged; that the Equipment is free and clear of all liens and encumbrances of every kind and nature whatsoever created by Bank or arising out of any act, obligation or liability on its part. The Bank hereby authorizes removal from the Equipment of any and all ownership plates and other markings of Bank.

IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, acting in accordance with the terms and conditions of the aforementioned Guarantee and Security Agreement has caused this instrument to be executed in its corporate name by one of its Vice Presidents and its corporate seal to be hereunto affixed and attested by its Banking Officer this *20th* day of *June*, A. D. 1979.

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

By *[Signature]*  
Vice President

Attest:

*[Signature]*  
Banking Officer

STATE OF ILLINOIS )  
 ) SS  
COUNTY OF COOK )

I, Eileen Hedson, a Notary Public duly commissioned and qualified in and for the County and State aforesaid and residing therein DO HEREBY CERTIFY that PETER D. HORNE and GEORGE A. PARKER, to me personally known and known to me to be, respectively, a Vice President and a Banking Officer of Continental Illinois National Bank and Trust Company of Chicago and the identical persons whose names are subscribed to the foregoing instrument appeared before me this day in person, and being first duly sworn by me, severally acknowledged to me that they are, respectively, a Vice President and a Banking Officer of said corporation; that as such officers they signed, sealed and delivered said instrument in behalf of said corporation by authority and order of its Board of Directors as the free and voluntary act and deed of said corporation, and as their own free and voluntary act; that they know the seal of said corporation; that the seal affixed to said instrument is the seal of said corporation; and that said corporation executed said instrument for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal as such Notary Public, at Chicago, Illinois, this 20th day of June, A. D. 1979.



Eileen Hedson  
Notary Public

MY COMMISSION EXPIRES  
OCTOBER 11, 1982

SCHEDULE A

<u>Quantity</u>	<u>Description</u>	<u>Railroad System No.</u>	<u>Purchase Price</u>
26	Covered Hoppers	CNW 76981	\$ 24,054
		CNW 96757	14,856
		CNW 96758	14,856
		CNW 96759	14,934
		CNW 96761	14,856
		CNW 96762	14,856
		CNW 96763	14,856
		CNW 96764	14,856
		CNW 96765	14,856
		CNW 96767	14,934
		CNW 96768	14,934
		CNW 96769	14,934
		CNW 170000	16,811
		CNW 170001	16,811
		CNW 170002	16,811
		CNW 170003	16,811
		CNW 170004	16,811
		CNW 170005	16,811
		CNW 170006	16,811
		CNW 170008	16,811
		CNW 170009	16,811
		CNW 170010	16,811
		CNW 170011	16,811
		CNW 170012	16,811
		CNW 170013	16,811
		CNW 175002	15,986
3	Cabooses	CNW 11050	15,819
		CNW 11051	16,307
		CNW 11052	16,424
Total			<u>\$470,861</u>