

UNITED STATES RAILWAY LEASING CO.

A SUBSIDIARY OF  EVANS PRODUCTS COMPANY

RECEIVED

TRANSPORTATION SYSTEMS & INDUSTRIAL GROUP

2200 EAST DEVON AVENUE, DES PLAINES, ILLINOIS 60018 (312) 297-3200

RECORDATION NO. 8188-50 Filed & Recorded

May 20, 1977

MAY 23 1977 - 11 00 AM

INTERSTATE COMMERCE COMMISSION

Office of the Secretary
Interstate Commerce Commission
Washington, D. C. 20423

RECORDATION NO. 8188 Filed & Recorded

MAY 23 1977 - 11 00 AM

INTERSTATE COMMERCE COMMISSION

I.C.C.
FEE OPERATION BR.

43 AD40

MAY 23 1977

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RE: Sixth Amendment to Chattel Mortgage 8188-60
Dated as of March 1, 1977

RECORDATION NO. 8188-60 Filed & Recorded

MAY 23 1977 - 11 00 AM

Gentlemen:

Pursuant to Section 20c of the Interstate Commerce Act and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing eight (8) fully executed counterparts of the above referenced Sixth Amendment, and eight (8) fully executed counterparts of two (2) separate Releases of Assignment of Lease, each dated as of April 1, 1977, all as more fully described herein.

The parties to the Sixth Amendment are:

Mortgagor: United States Railway Leasing Company
2200 East Devon Avenue
Des Plaines, Illinois 60018

Mortgagee: Continental Illinois National Bank and
Trust Company of Chicago, as Agent
231 South LaSalle Street
Chicago, Illinois 60693

The parties to the Releases of Assignment of Lease are:

Releasee: United States Railway Leasing Company
2200 East Devon Avenue
Des Plaines, Illinois 60018

Releaser: Continental Illinois National Bank and
Trust Company of Chicago, as Agent
231 South LaSalle Street
Chicago, Illinois 60693

A description including lettering and car numbers of the equipment being deleted by the Sixth Amendment and a

Handwritten note: 1 copy ad. 25-1-77



EVANS
PRODUCTS COMPANY

Office of the Secretary
Interstate Commerce Commission
Washington, D. C. 20423

description of the Releases covered by the Releases of the Assignment of Lease are contained in Schedule A to this letter.

Enclosed is Rosenthal and Schanfield Check No. 21173 in the amount of \$30.00 in payment of all recording and filing fees.

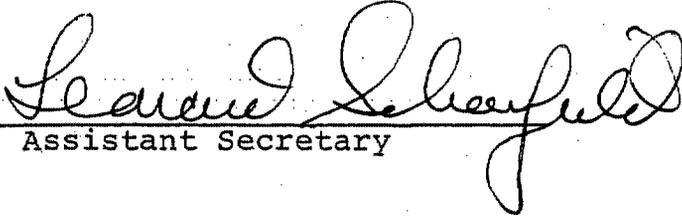
Since the above mentioned documents are being delivered to you by hand, we would appreciate it if you could return to the person delivering the same duly stamped copies of the documents not required to be kept by you. If this is not possible, please return the same by mail to:

I. Walter Deitch, Esq.
ROSENTHAL AND SCHANFIELD
55 East Monroe Street, Suite 4620
Chicago, Illinois 60603

Very truly yours,

UNITED STATES RAILWAY LEASING
COMPANY

BY:


Assistant Secretary

LS:nev
Enc.

SCHEDULE A

DESCRIPTION OF CARS AND LEASES

<u>Type of Car</u>	<u>Quantity</u>	<u>Lessee</u>	<u>Date Lease</u>	<u>Term Yrs.</u>	<u>Car Numbers (Both Inclusive)</u>
Boxcar, 50'6", 70 ton Single Sheathed	100	Louisville, New Albany Corydon Railroad	6-15-76	15	LNAC 30111-31110
Box, 50'6", 70 ton Single Sheathed	50	Toledo, Peoria and Western Railroad Co.	5-13-76	15	TPW 70001-70050

Interstate Commerce Commission
Washington, D.C. 20423

5/23/77

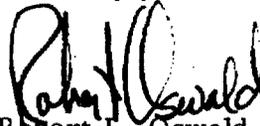
OFFICE OF THE SECRETARY

I. Walter Deitch, Esq.
Rosenthal And Schanfield
55 East Monroe Street, Suite 4620
Chicago, Illinois 60603

Dear Sir:

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 5/23/77 at 11:00am, and assigned recordation number(s) 8188-NN, 8188-00, & 8188-PP

Sincerely yours,



Robert L. Oswald
Secretary

Enclosure(s)

SE-30
(5/76)

MAY 23 1977-11 00 AM

INTERSTATE COMMERCE COMMISSION

RELEASE OF ASSIGNMENT OF LEASE

WHEREAS, UNITED STATES RAILWAY LEASING COMPANY (hereinafter called the "Company") has heretofore executed and delivered to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO (hereinafter called the "Mortgagee") as Agent under that certain Chattel Mortgage (Railroad Equipment Security Agreement) dated as of January 19, 1976, as amended ("Chattel Mortgage"), that certain Assignment of Lease (hereinafter called the "Assignment") dated as of August 1, 1976 wherein and whereby, among other things, the Company assigned to the Mortgagee, all of the Company's right, title and interest, as lessor, under that certain Lease Agreement dated June 15, 1976 (hereinafter called the "Lease") between the Company, as lessor, and LOUISVILLE, NEW ALBANY AND CORYDON RAILROAD COMPANY, as lessee, covering One Hundred (100) units of railroad equipment bearing car reporting marks LNAC 3011-3110, both inclusive (hereinafter called the "Cars"); which Lease has heretofore been filed with the Interstate Commerce Commission as Recordation No. 8477; and

WHEREAS, the Assignment was filed and recorded with the Interstate Commerce Commission as Recordation No. 8188-DD; and

WHEREAS, the Company has heretofore (i) made or will contemporaneously with the delivery hereof make a prepayment on the notes issued under the Revolving Credit Agreement hereinafter described and secured by the Chattel Mortgage and the Assignment and (ii) granted or contemporaneously with the delivery hereof will grant; a security interest in certain railcars and assigned or will assign certain leases thereof, all in such amount and manner that the Company is entitled to the release of the Assignment; and

WHEREAS, the Company desires to obtain the release of the Assignment from the Mortgagee as provided in Section 4.2 of that certain Revolving Credit ("Revolving Credit Agreement") dated as of January 19, 1976 among the Company, Mortgagee and certain other banks pursuant to which the Chattel Mortgage and the Assignment were granted.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, and pursuant to Section 4.2 of the Revolving Credit Agreement, the Mortgagee hereby releases and relinquishes to the Company all of its right, title and interest in the Cars and the Lease and the Assignment shall be of no further force and effect.

IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as Agent aforesaid, has caused this instrument to be executed by its proper officers thereunto duly authorized and its corporate seal to be hereunto affixed on and as of the 1st day of April, 1977.

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO, as
Agent under the Chattel Mortgage

BY: Charles E. Smith
Vice President

ATTEST:

[Signature]
Operations Officer

ACCEPTED:

UNITED STATES RAILWAY LEASING
COMPANY

BY: [Signature]
Vice President

ATTEST:

[Signature]
Assistant Secretary

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 3rd day of May, 1977, before me personally appeared E. L. Solomonsen and Laurence P. Pranza to me personally known, who being by me duly sworn, say that they are, respectively the Vice President and Assistant Secretary of UNITED STATES RAILWAY LEASING COMPANY, an Illinois corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and they acknowledge that the execution of the foregoing instrument was the free act and deed of said corporation.

Nevo Klein
My Commission expires 9/22/78.

STATE OF ILLINOIS)
) SS
COUNTY OF C O O K)

On this 12th day of May, 1977, before me personally appeared Charles E. Smith and GEORGE A. GRONSKIS to me personally known, who being by me duly sworn, say that they are, respectively, the Vice President and Operations Officer of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, a national banking association, that the seal affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and they acknowledge that the execution of the foregoing instrument was the free act and deed of said association.

F. C. Behrendt
My Commission expires 22 May 1977.