

CHICAGO AND TRANSPORTATION COMPANY



October 21, 1976

File No.: A-9912

6-3007404
OCT 26 1976
Date
Fee \$ 100
ICC Washington, D. C

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

8531
RECORDATION NO. Filed & Recorded

OCT 26 1976 -9 20 AM
INTERSTATE COMMERCE COMMISSION

BY MESSENGER

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

8531-A
RECORDATION NO. Filed & Recorded

OCT 26 1976 -9 20 AM
INTERSTATE COMMERCE COMMISSION

Gentlemen:

Pursuant to Section 20c of the Interstate Commerce Act, as amended, attached for recordation are two sets of documents each having Counterpart Nos. 1 to 5, both inclusive, of Security Agreement and Lease both dated as of October 20, 1976, covering 11 Open Top Hoppers, 83 Gondolas, and 5 Covered Hoppers.

The Names and Addresses of the parties to the transactions are as follows:

1. Lease between North Western Leasing Company, 400 West Madison St., Chicago, IL 60606, Owner, and C&NWT Co., 400 West Madison St., Chicago, IL 60606, Lessee.
2. Security Agreement between North Western Leasing Company, Owner, and Continental Illinois National Bank & Trust Co. of Chicago, Bank, 231 South LaSalle Street, Chicago, IL 60693.

Enclosed is check for \$100.00 to cover your recording fees. Please return Counterpart Nos. 1 to 3, inclusive of each agreement, showing your recordation date.

Very truly yours,

Diane Kohler-Rausch

Diane Kohler-Rausch
Assistant Secretary

DK:db
Encls.

Robert D. Smith
R. L. Schardt
E. Cunningham, Attn: H. Labno*
R. F. Guenther, Attn: J. James*
Z. Steiger*

D. E. Stockham, Attn: R. S. Brenner*
Arthur Andersen & Co., Attn: G. Holdren*
Peter D. Horne, VP, Continental Ill.
National Bank & Trust Co. of Chicago
231 S. LaSalle St., Chicago, IL 60693

*with copies Security & Lease Agreements attached

RECEIVED
OCT 26 9 28 AM '76
FEDERAL
I.C.C.
OPERATION

Handwritten notes:
Paul Snyder
Cunningham

JUL 11 1977 - 11 05 AM

RELEASE AND BILL OF SALE

WHEREAS, NORTH WESTERN LEASING COMPANY, a Delaware corporation (hereinafter referred to as "NWL") has heretofore executed and delivered to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, (heretofore referred to as "Bank") that certain Security Agreement dated as of October 20, 1976, (hereinafter referred to as "Agreement") mortgaging 83 65' gondolas, 5 covered hoppers, and 11 open top triple hopper cars, described on Schedule A attached hereto (hereinafter referred to as "Equipment"), as security for the indebtedness of NWL; and

WHEREAS, the indebtedness secured by said Agreement has been fully paid, discharged and satisfied and the conditions and obligations with respect to the Equipment have been satisfied in full and the Bank has been requested to release the lien of said Agreement;

NOW, THEREFORE, Bank in consideration of the sum of One Dollar (\$1.00) to it in hand paid by NWL, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO NORTH WESTERN LEASING COMPANY the Equipment, TO HAVE AND TO HOLD 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 the aforementioned 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 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 one of its Commercial Banking Officers, this 30 day of June A. D. 1977.

CONTINENTAL ILLINOIS NATIONAL BANK
 AND TRUST COMPANY OF CHICAGO

By *R. H. K...*
 Vice President

ATTEST:

M. J. Medstrom
 Commercial Banking Officer

SCHEDULE A

SECURITY AGREEMENT

Dated as of

October 20, 1976

Between

NORTH WESTERN LEASING COMPANY

and

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO

<u>Quantity</u>	<u>Description</u>	<u>Railroad System No.</u>	<u>Purchase Price</u>
83	65' Gondolas	CNW 95084	\$ 12,132.00
		CNW 95086	12,132.00
		CNW 95087	12,132.00
		CNW 95090	12,132.00
		CNW 95091	12,132.00
		CNW 95094	12,184.00
		CNW 95097	12,184.00
		CNW 95099	12,184.00
		CNW 95102	12,184.00
		CNW 95103	12,184.00
		CNW 95105	12,184.00
		CNW 95107	12,184.00
		CNW 95109	12,184.00
		CNW 95110	12,184.00
		CNW 95111	12,184.00
		CNW 95112	12,184.00
		CNW 95113	12,184.00
		CNW 95114	12,184.00
		CNW 95115	12,184.00
		CNW 95116	12,184.00
		CNW 95118	12,184.00
		CNW 95120	12,184.00
		CNW 95125	12,184.00
		CNW 95126	12,184.00
		CNW 95128	12,184.00
		CNW 95131	12,184.00
		CNW 95132	12,184.00
		CNW 95134	12,184.00
		CNW 95136	12,184.00
		CNW 95138	12,184.00
		CNW 95141	12,184.00
		CNW 95142	12,184.00
		CNW 95144	12,184.00
		CNW 95147	12,184.00
		CNW 95148	12,184.00
		CNW 95150	12,184.00
		CNW 95152	12,184.00
		CNW 95153	12,184.00
		CNW 95154	12,184.00
		CNW 95155	12,184.00
		CNW 95156	12,184.00
		CNW 95158	12,184.00
		CNW 95159	12,184.00
		CNW 95161	12,184.00
		CNW 95162	12,184.00
		CNW 95163	12,184.00
		CNW 95164	12,184.00
		CNW 95167	12,184.00
		CNW 95169	12,184.00
		CNW 95170	12,184.00

<u>Quantity</u>	<u>Description</u>	<u>Railroad System No.</u>	<u>Purchase Price</u>
		CNW 95171	\$ 12,184.00
		CNW 95174	12,184.00
		CNW 95176	12,184.00
		CNW 95177	12,184.00
		CNW 95178	12,184.00
		CNW 95181	12,184.00
		CNW 95183	12,184.00
		CNW 95184	12,184.00
		CNW 95186	12,184.00
		CNW 95187	12,184.00
		CNW 95189	12,184.00
		CNW 95190	12,184.00
		CNW 95191	12,184.00
		CNW 95193	12,184.00
		CNW 95197	12,184.00
		CNW 95198	12,184.00
		CNW134001	14,127.00
		CNW134002	14,127.00
		CNW134003	14,067.00
		CNW134004	14,127.00
		CNW134005	14,127.00
		CNW134006	14,067.00
		CNW134007	14,067.00
		CNW134008	14,127.00
		CNW134009	14,067.00
		CNW134010	14,127.00
		CNW134011	14,127.00
		CNW134012	14,127.00
		CNW134013	14,067.00
		CNW134015	14,127.00
		CNW134016	14,127.00
		CNW134018	14,067.00
		CNW134026	14,127.00
5	29'6" Covered Hoppers	CNW 69605	\$ 15,448.00
		CNW 69607	15,805.00
		CNW 69609	15,448.00
		CNW 69611	15,448.00
		CNW 69613	15,482.00
11	100 ton Open Top Triple Hopper Cars	CNW 135589	29,418.09
		CNW 135590	29,418.09
		CNW 135591	29,418.09
		CNW 135592	29,418.09
		CNW 135593	29,418.09
		CNW 135594	29,418.09
		CNW 135595	29,418.09
		CNW 135596	29,418.09
		CNW 135597	29,418.09
		CNW 135598	29,418.09
		CNW 135599	29,418.09
		Total	<u>\$1,444,912.99</u>

