

CHICAGO AND



TRANSPORTATION COMPANY

OFFICE OF THE SECRETARY
DIRECT DIAL NUMBER

312/559-6158

December 5, 1988

INTERSTATE COMMERCE COMMISSION

See File # A-11530-B
A-327

DEC 7 1988 10-55 AM

RECORDATION NO. 14626-B
FORM 1405

8-342A022

No. DEC 7 1988

Date

Fee \$ 13.00

ICC Washington, D.C.

100 OFFICE OF
THE SECRETARY
DEC 7 10 50 AM '88
FACTOR OPERATING UNIT

Ms. Noretta McGee
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Ms. McGee:

Pursuant to Section 11303 (formerly 20(c) of the Interstate Commerce Act, as amended, enclosed for recordation are Counterparts of a Partial Release and Bill of Sale dated December 2, 1988 covering five (5) locomotives, Nos. CNW 4119, CNW 4133, CNW 4146, CNW 4151 and CNW 4159 under Conditional Sale Agreement and Agreement and Assignment both dated March 29, 1985 by and between North Western Leasing Company, Continental Illinois National Bank and Trust Company of Chicago, and this Company, recorded with the Interstate Commerce Commission on April 15, 1985 assigned recordation numbers 14626 and 14626-A, respectively.

Enclosed is our check in the amount of \$13.00 to cover your recording fee. Please retain a counterpart copy for your files and return the remaining counterparts showing recordation data to me.

Sincerely,

Lisa M. Fanelli
Assistant Secretary

csp27-3(14)

Counterpart - S.P.R.

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

]2/7/88

Lisa M. Fanelli
One North Western Center
Chicago, IL 60606

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/7/88 at 10:55AM, and assigned recordation number(s). 14626-B & 15056-B

Sincerely yours,

Narita L. McEue

Secretary

Enclosure(s)

Counterpart No. 1 of 6

A-11530-B
(A-327)

INTERSTATE COMMERCE COMMISSION

DEC 7 1988 7.55 AM

RECORDATION NO. 14626-B FROM 1425

PARTIAL RELEASE AND BILL OF SALE

WHEREAS, under the terms of CONDITIONAL SALE AGREEMENT dated as of March 29, 1985, (hereinafter called the "Conditional Sale Agreement") between NORTH WESTERN LOCOMOTIVE COMPANY, (hereinafter called "Seller") and CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware corporation (hereinafter called "Railroad"), Seller agreed to sell and deliver to the Railroad and Railroad agreed to purchase one hundred nineteen (119) locomotives described on Schedule A attached to the Conditional Sale Agreement, (hereinafter referred to as the "Equipment"); and

WHEREAS, under the terms of AGREEMENT AND ASSIGNMENT dated as of March 29, 1985 (hereinafter called the "Agreement and Assignment") between Seller and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO (hereinafter referred to as "Agent"), Seller sold, assigned, transferred and set over all of its right, title and interest under the aforesaid Conditional Sale Agreement and all of its right, title and interest to said Equipment to Agent; and

WHEREAS, Agent has received from Railroad all payments due under said Conditional Sale Agreement and Agreement and Assignment with respect to locomotives bearing identification numbers CNW 4119, CNW 4133, CNW 4146, CNW 4151, and CNW 4159, (hereinafter referred to as the "Locomotives"), and, the conditions and obligations of Railroad with respect to the Locomotives have been satisfied in full;

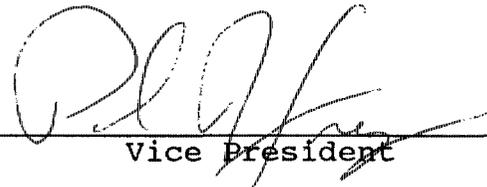
NOW, THEREFORE, Agent, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by Railroad, the receipt whereof is hereby acknowledged, does hereby quit claim to Chicago and North Western Transportation Company, the Locomotives.

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

IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, 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 2nd day of December, A.D., 1988.

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

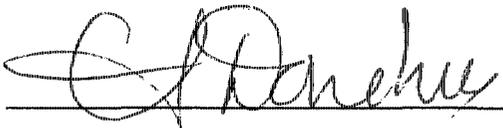
By



Vice President

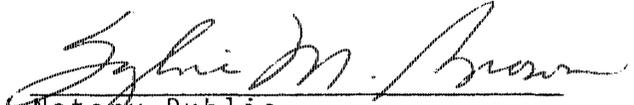
(Seal)

ATTEST:



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

On this 2nd day of DECEMBER 1988, before me personally appeared PAUL R. FREY and C. G. DONOHUE to me personally known, who, being by me duly sworn, says that they are, respectively, a Vice President and a Banking Officer of Continental Illinois National Bank and Trust Company of Chicago, a 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 acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

My Commission Expires

October 20, 1991

(NOTARY SEAL)

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