

CHICAGO AND



TRANSPORTATION COMPANY

*Handwritten initials*

RECORDATION NO. **10139-A** FILED 1426

CORPORATE COMMUNICATIONS AND SECRETARY

DIRECT DIAL NUMBER

312/559-6158

**AUG 26 1986 12 12 PM**

August 20, 1986

INTERSTATE COMMERCE COMMISSION

File Nos. A-10828  
A-291

Mr. James H. Bayne  
Secretary  
Interstate Commerce Commission  
Washington, D. C. 20423

**6-238A050**

**AUG 26 1986**  
Date .....  
\$ *10.00* .....  
ICC Washington, D. C.

Dear Mr. Bayne:

Pursuant to Section 11303 (formerly Section 20(c)) of the Interstate Commerce Act, as amended, enclosed for recordation are Counterparts of a Partial Release covering six (6) Locomotives, CNW 817, CNW 835, CNW 844, CNW 845, CNW 857 and CNW 860 under Agreement and Assignment dated February 29, 1979 by and between Chicago and North Western Transportation Company and Continental Illinois National Bank, recorded with the Interstate Commerce Commission on February 26, 1979, recordation No. 10139.

Enclosed is a check for \$10.00 to cover your recording fee. Please assign a sequential recordation number, retain one counterpart for your files, and return the remaining counterparts each showing recordation data.

Sincerely

*Lisa M. Fanelli*

Lisa M. Fanelli  
Assistant Secretary

Enclosure

cc: A. E. Keating  
J. V. Jolley  
G. R. Charles  
M. R. Jeske

f-cs37(3)ksn2

*Counterpart - 10139-A*

**AUG 26 12 10 PM '86**  
100 OFFICE OF THE SECRETARY  
MOTOR OPERATED UNIT

AUG 26 1986 - 12 10 PM

INTERSTATE COMMERCE COMMISSION of 5

A-10828  
A-291PARTIAL RELEASE AND BILL OF SALE

WHEREAS, under the terms of CONDITIONAL SALE AGREEMENT dated as of February 23, 1979, (hereinafter called the "Conditional Sale Agreement") between NORTH WESTERN LEASING COMPANY, a Delaware corporation (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 Fifty-Two (52) locomotives, described on Schedule A attached to the Conditional Sale Agreement, (hereinafter individually referred to as a Unit and collectively referred to as "Locomotives"); and

WHEREAS, under the terms of AGREEMENT AND ASSIGNMENT dated as of February 23, 1979, (hereinafter called the "Agreement and Assignment") between Seller and CONTINENTAL ILLINOIS NATIONAL BANK (hereinafter referred to as "Assignee"), Seller assigned and transferred all right, title and interest under the aforesaid Conditional Sale Agreement and all right, title and interest to said Locomotives to Assignee; and

WHEREAS, Assignee has received from Railroad all payment due under said Conditional Sale Agreement and Agreement and Assignment with respect to Units CNW 817, CNW 835, CNW 844, CNW 845, CNW 857 and CNW 860 (hereinafter referred to as the "Released Locomotives") and the conditions and obligations of Railroad with respect to the Released Locomotives have been satisfied in full;

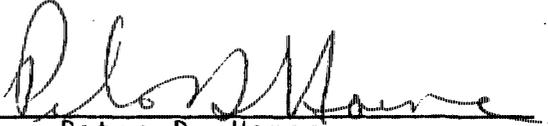
NOW, THEREFORE, Assignee, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by Railroad, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, the Released Locomotives, TO HAVE AND TO HOLD unto CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, its successors and assigns forever, free and clear of all liens, encumbrances and security interests created by or arising under the above mentioned Conditional Sale Agreement and Agreement and Assignment.

Assignee 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 Released Locomotives are

free and clear of all liens and encumbrances of every kind and nature whatsoever created by Assignee or arising out of any act, obligation or liability on its part. The Assignee hereby authorizes removal from the Released Locomotives of any and all ownership plates and other markings of Assignee.

IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK 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 Banking Officer, this 12<sup>th</sup> day of August, A.D. 1986.

CONTINENTAL ILLINOIS NATIONAL BANK

By   
Peter D. Horne  
Vice President

(Seal)

ATTEST:



cs/p6/3(1-2)(k1-2)

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

On this 12<sup>th</sup> day of August 1986, before me personally appeared Peter D. Horne and Craig S. Munro 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, 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  
September 17, 1986

(NOTARY SEAL)

cs/p6/3 3k3

Interstate Commerce Commission  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Lisa M. Fanelli  
Chicago and Northwestern Trans. Co.  
One Western Center  
Chicago, IL. 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 8-26-86 at 12:10 PM, and assigned re-  
recording number(s). 10139-A

Sincerely yours,

*Noreta R. McGee*  
Secretary

Enclosure(s)

SE-30  
(7/79)