

CHICAGO AND



TRANSPORTATION COMPANY

RECORDATION NO. 12960-A Filed 1425

SEP 25 1981 - 10 40 AM

INTERSTATE COMMERCE COMMISSION

LAW DEPARTMENT  
DIRECT DIAL NUMBER  
(312) 454-6535

September 29, 1981  
File No.: A-11479

Ms. Agatha L. Mergenovich  
Secretary  
Interstate Commerce Commission  
12th & Constitution Ave., N.W.  
Washington, D. C. 20423

1-300EAC14  
No. ...  
SEP 25 1981  
703.00  
400 Washington, D. C.

RECEIVED  
SEP 25 10 32 AM '81  
FEE OPERATIONS

Dear Ms. Mergenovich:

Pursuant to Section 11303 (formerly Section 20c) of the Interstate Commerce Act, enclosed for recordation are counterparts of a Partial Release dated September 23, 1981 covering 14 EMD type GP-40 locomotive units 3,000 HP, CNW Nos. 5524 through 5537 both inclusive. The financing arrangement covering the subject 14 locomotives was previously recorded with the I.C.C. under Recordation No. 12960.

The names and addresses of the parties to the transaction are as follows:

Chicago and North Western Transportation Company,  
Railroad, North Western Leasing Company, Subsidiary,  
both of 400 West Madison Street, Chicago, Illinois  
60606 and Continental Illinois National Bank and  
Trust Company of Chicago, Bank.

Enclosed is our check for \$10.00 to cover your recording fee. Keep one counterpart for your files and return the other counterparts showing your recordation data.

Very truly yours,

J. S. Edwards  
Assistant Secretary

Enclosures

cc: J. A. Barnes  
G. R. Charles - C323  
R. D. Smith  
J. D. O'Neill  
M. H. Shumate  
R. F. Guenther, Attn:  
J. James

D. E. Stockham, Attn: P. J. Brod  
Arthur Anderson & Co.  
Attn: G. Holdren\*  
Peter Horne, Vice President  
Continental Illinois National  
Bank & Trust Company  
Cary J. Malkin  
Mayer, Brown & Platt

Counterpart - Steven J. Kane

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INTERSTATE COMMERCE COMMISSION

PARTIAL RELEASE AND BILL OF SALE

WHEREAS, NORTH WESTERN LEASING COMPANY, a Delaware corporation (hereinafter referred to as "Debtor") has heretofore executed and delivered to CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, (hereinafter referred to as "Secured Party") that certain Security Agreement dated as of December 15, 1980, (hereinafter referred to as "Agreement") mortgaging thirty-eight EMD GP-40 3000 HP Diesel Electric Locomotives CNW Nos. 5500 through 5537, both inclusive as security for the indebtedness of the Debtor; and

WHEREAS, the indebtedness secured by said Agreement with respect to fourteen of said locomotives CNW Nos. 5524 through 5537 inclusive (hereinafter referred to as "Equipment"), has been fully paid, discharged and satisfied and the conditions and obligations with respect to such Equipment have been satisfied in full and the Secured Party has been requested to release the lien of said Agreement;

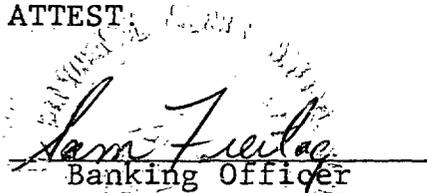
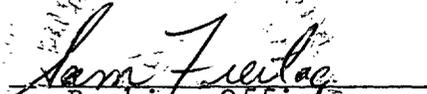
NOW, THEREFORE, Secured Party, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by Debtor, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO NORTH WESTERN LEASING COMPANY the Equipment, to HAVE AND TO HOLD the Equipment unto NORTH 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.

Secured Party 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 Secured Party 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 Secured Party.

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 its Banking Officer, this 23<sup>rd</sup> day of September, A.D. 1981.

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

By   
Vice President

ATTEST:   
  
Banking Officer



STATE OF ILLINOIS )  
                          ) SS  
COUNTY OF COOK   )

On this 23<sup>rd</sup> day of September 1981, before me personally appeared Peter D. Horne and Sam Freitag to me personally know, 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.

Lelean Hedson  
Notary Public

My Commission Expires Oct. 11, 1982

(NOTARIAL SEAL)