

CHICAGO AND



TRANSPORTATION COMPANY

JOAN A. SCHRAMM
J.S. EDWARDS
FRANCES L. TURNER
ASSISTANT SECRETARIES

DIRECT DIAL NUMBER

312/454-6535

September 2, 1980

File No. A-11264

RECORDATION NO. 11771-A Filed 142b

Agatha L. Mergenovich, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

SEP 4 1980 - 10 AM

INTERSTATE COMMERCE COMMISSION

Re: Equipment Lease dated as of April 15, 1980 between North Western Leasing Company, 400 West Madison Street, Chicago, IL, 60606, Lessor, and the Chicago and North Western Transportation Company, 400 West Madison Street, Chicago, IL, 60606, Lessee, covering 35 Used EMD GP-7 Locomotives, CNW Nos. 4331 through 4365, inclusive

Dear Ms. Mergenovich:

Please refer to the abovementioned document assigned recordation number 11771 on May 8, 1980 at 12:15 p.m., pursuant to Section 11303 (formerly 20c) of the Interstate Commerce Act.

Enclosed for recording are five (5) counterparts of Amendment to Equipment Lease dated as of August 7, 1980, between North Western Leasing Company, 400 West Madison Street, Chicago, IL, 60606, Lessor, and Chicago and North Western Transportation Company, 400 West Madison Street, Chicago, IL, 60606, Lessee, covering the aforementioned equipment.

Please assign a sequential recordation number to the Amendment to Equipment Lease. Keep one counterpart for your files and return the other four (4) counterparts, each showing your recordation date.

Enclosed is a check in the amount of \$10.00 to cover your recording fees.

Very truly yours,

J. S. Edwards
Assistant Secretary

JSE:lc
Enclosures*

cc: G. R. Charles*	R. F. Guenther	Arthur Anderson & Co.
R. D. Smith	Attn: J. James*	Attn: G. Holdren*
J. D. O'Neill	D. E. Stockham	Theodosia Fitzmorris
M. H. Shumate	Attn: G. Ogurek*	Commercial Banking Officer
		Continental Illinois
		Nat'l Bank and Trust

Handwritten notes and signatures on the left margin, including a large signature that appears to be 'C. O. ...'

Interstate Commerce Commission
Washington, D.C. 20423

9/4/80

OFFICE OF THE SECRETARY

J.S. Edwards
Chicago & North Western Transp. Co.
400 West Madison Street
Washington, D.C. 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 **9/4/80** at **10:10am**, and assigned re-
recording number(s). **11771-A & 11772-A**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

COUNTERPART

RECORDATION NO. 11771-A Filed 1425

No. 1 of 5

AMENDMENT TO EQUIPMENT LEASE

SEP 4 1980 - 10 AM

INTERSTATE COMMERCE COMMISSION

THIS AGREEMENT, made and entered into this 7th day of August, 1980, by and between CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY (the "Lessee") and NORTH WESTERN LEASING COMPANY (the "Lessor"),

W I T N E S S E T H:

WHEREAS, Lessor and Lessee did enter into an equipment lease (the "Equipment Lease") dated April 15, 1980; and

WHEREAS, the Equipment Lease does provide for the lease of 35 EMD GP-7 locomotive units (the "Units") to Lessee; and

WHEREAS, Schedule A to the Equipment Lease provides a list of each Railroad System Number to be placed on each Unit; and

WHEREAS, because of a typographical error the sequence of Railroad System Numbers provided on said Schedule A differ from the sequence of Railroad System Numbers available for use on equipment bearing Lessee's reporting marks;

NOW, THEREFORE, in consideration of the premises it is agreed between the parties hereto as follows:

That the sequence of Railroad System Numbers provided on Schedule A to the Equipment Lease is hereby changed from CNW 4331 through 4365, inclusive, to CNW 4431 through 4465, inclusive.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to Equipment Lease to be executed by their respective officers thereunder duly authorized and the corporate seals to be hereto affixed as of the day and year first above written.

NORTH WESTERN LEASING COMPANY

By Louis P. Duerr
Vice President

[Corporate Seal]

ATTEST:

Jean A. Schramm
Assistant Secretary

[Corporate Seal]

ATTEST:

Jean A. Schramm
Assistant Secretary

CHICAGO AND NORTH WESTERN
TRANSPORTATION COMPANY

By Louis P. Duerr
Senior Vice President

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 7th day of August, 1980, before me personally appeared Louis T. Duerinck, to me personally known, who being by me duly sworn, says that he is a Vice President of NORTH WESTERN LEASING COMPANY, that one of the seals 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 he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(SEAL)

Sylvia B. Thomas
Notary Public

My commission expires: 2/9/83

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 20th day of August, 1980, before me personally appeared Theresea Titmanis, to me personally known, who being by me duly sworn, says that she is a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said national banking association, that said instrument was signed and sealed on behalf of said national banking association by authority of its Board of Directors; and she acknowledged that the execution of the foregoing instrument was the free act and deed of said national banking association.

(SEAL)

Linda Calder
Notary Public

My commission expires: 4/9/82