

CHICAGO AND



TRANSPORTATION COMPANY

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

DIRECT DIAL NUMBER  
312/454-6535

RECORDATION NO. 11771-D  
FILED 1425

June 17, 1981 JUN 22 1981 - 11 00 AM

File No. A-11264 INTERSTATE COMMERCE COMMISSION

1-173A090

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

No.  
Date JUN 22 1981  
Fee \$ 10.00  
ICC Washington, D. C.

RECEIVED  
JUN 22 10 50 AM '81  
R-11111111

Re: Equipment Lease dated as of April 15, 1980 between North Western Leasing Company, Lessor, and Chicago and North Western Transportation Company, Lessee, as amended, covering 35 EMD GP-7 Locomotives CNW Nos. 4431 through 4465 inclusive, filed pursuant to Section 11303 (formerly 20c) of the Interstate Commerce Act and assigned Recordation No. 11771

Dear Ms. Mergenovich:

Enclosed for recordation are four counterparts of a Release executed by the Continental Illinois National Bank and Trust Company of Chicago releasing their security interest in one unit of the aforementioned equipment as described on the attached "Schedule A."

Enclosed is our check in the amount of \$10.00 to cover your recording fee. Please keep one counterpart for your file and return the other counterparts each showing your recordation data.

Yours very truly,

J. S. Edwards  
Assistant Secretary

JSE/baf  
Enclosures

cc: R. D. Smith  
J. D. O'Neill  
T. E. Greeland  
R. F. Guenther  
D. E. Stockham

Peter Horne  
Continental Illinois National  
Bank and Trust Company of  
Chicago

Counterpart - [Signature]

SCHEDULE A

1 EMD GP-7 Locomotive Unit

CNW 4439

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

J. S. Edwards  
Chicago & NorthWestern Trnsp. Co.  
400 West Madison Street  
Chicago, Illinois 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 **6/22/81** at **11:00AM**, and assigned recordation number(s). **11771-D**

Sincerely yours,

*Agatha L. Mergenovich*  
Agatha L. Mergenovich  
Secretary

Enclosure(s)

JUN 22 1981 -11 00 AM

## INTERSTATE COMMERCE COMMISSION

WHEREAS, NORTH WESTERN LEASING COMPANY (the Debtor) and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO (the Secured Party) have entered into a Security Agreement dated as of April 15, 1980 (as amended, the Security Agreement) pursuant to which the Secured Party was granted a security interest in 35 used EMD GP-7 Locomotive Units (the Equipment) to secure the payment of indebtedness and performance of obligations under a related note dated May 9, 1980 (the Note), the Security Agreement and the Finance Agreement (as defined in the Security Agreement); and

WHEREAS, the indebtedness under the Note has been in part paid, discharged and satisfied in accordance with Section 3.4(b) of the Finance Agreement, all conditions and obligations under Section 3.2(ii) of the Security Agreement have been satisfied for release of a part of the security interest created by or arising under the Security Agreement and the Secured Party has been requested to release such part of such security interest;

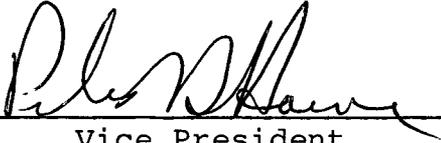
NOW, THEREFORE, the Secured Party, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by the Debtor and other valuable consideration, the receipt whereof is hereby acknowledged, DOES HEREBY RELEASE the security interest created by or arising under the Security Agreement in and to the 1 Item of Equipment described in Schedule A attached hereto (the "Released Equipment").

The Secured Party does hereby warrant that the Released Equipment is free and clear of all liens and encumbrances of every kind and nature whatsoever created by the Secured Party or arising out of any act, obligation or liability on its part. Except as set forth above, the Secured Party makes no express or implied warranty of any kind with respect to the Released Equipment or any part thereof. The Secured Party authorizes removal from the Released Equipment of any and all ownership plates and other markings.

IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, acting in accordance with the terms and conditions of the 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 Banking Officers, this  
10th day of April 1981.

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

By   
Vice President

ATTEST:

  
Banking Officer



SCHEDULE A

1 EMD GP-7 Locomotive Unit

CNW 4439