

CHICAGO AND



TRANSPORTATION COMPANY

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

DIRECT DIAL NUMBER

312/454-6535

February 2, 1981

File No. A-11264

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

1-034A031
No.
Date FEB 3 1981
Fee \$ 10.00
RECORDATION I.C.C. 11772-
Filed 1425
FEB 3 - 1981 - 10 52 AM
ICC Washington, D.C. INTERSTATE COMMERCE COMMISSION

Re: Security Agreement dated as of April 15, 1980 between North Western Leasing Company, Debtor, to Continental Illinois National Bank and Trust Company of Chicago, Secured Party, 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. 11772

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 fifteen units 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:lc
Enclosures

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

Theodosia Fitzmorris
Continental Illinois National Bank
and Trust Company of Chicago

RECEIVED
FEB 3 10 49 AM '81
I.C.C.
FEE OPERATION BR.

Chen J. J. - C. H. Kunkel

COUNTERPART

RECORDATION NO. 11772 C Filed 1425

No. 8 of 10

FEB 3 - 1981 10 53 AM

RELEASE

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 15 Items 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
2nd day of February 1981.

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

By Theodosia Lixmanis
Vice President

ATTEST:

W. H. Kennedy
Banking Officer

STATE OF ILLINOIS)
)
COUNTY OF COOK)

I, Eileen Hudson, a Notary Public
duly commissioned and qualified in and for the County and
State aforesaid and residing therein DO HEREBY CERTIFY that
Theodora Symonis and
W. J. Kennedy, to me personally known and known
to me to be, respectively, a Vice President and a Banking
Officer of Continental Illinois National Bank and Trust
Company of Chicago and the identical persons whose names are
subscribed to the foregoing instrument appeared before me
this day in person, and being first duly sworn by me,
severally acknowledged to me that they are, respectively, a
Vice President and a Banking Officer of said corporation;
that as such officers they signed, sealed and delivered said
instrument in behalf of said corporation by authority and
order of its Board of Directors as the free and voluntary
act and deed of said corporation, and as their own free and
voluntary act; that they know the seal of said corporation;
that the seal affixed to said instrument is the seal of said
corporation; and that said corporation executed said
instrument for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal as such Notary Public, at
Chicago, Illinois, this 2nd day of February 1981
1981.



Eileen Hudson
Notary Public

MY COMMISSION EXPIRES
OCTOBER 11, 1982

SCHEDULE A

15 EMD GP-7 Locomotive Units

CNW 4431
CNW 4432
CNW 4433
CNW 4434
CNW 4435
CNW 4436
CNW 4437
CNW 4438
CNW 4440
CNW 4441
CNW 4442
CNW 4445
CNW 4447
CNW 4453
CNW 4455