

11579-C
RECORDATION NO. FILED 1423

MAR 13 1980 - 9 10 AM

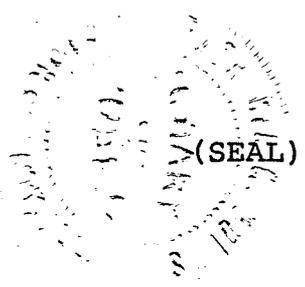
INTERSTATE COMMERCE COMMISSION

State of Illinois))
County of Cook) SS
)

Certificate

I, Patricia M. Downs, a notary public
in and for the county and state aforesaid, hereby certify
that I have examined the foregoing copy of Equipment Lease
Supplement No. 3, dated Dec. 4, 1979, have compared
it to the original thereof, and that the foregoing copy is
a true, correct and complete copy of such original in all
respects.

Patricia M Downs
Notary Public





Regional Transportation Authority

300 N. State Street, Chicago, Illinois 60610
312 836-4000

Lewis W. Hill
Chairman

MAR 13 1980 - 9 10 AM

INTERSTATE COMMERCE COMMISSION

(312) 558-6620

0-073A011

3734-77-22

Date **MAR 13 1980**

Fee \$ **170.00**

ICB Washington, D. C.

February 22, 1980

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

REGISTERED MAIL - Return Receipt Requested

Re: Lease of Equipment to Chicago & NorthWestern Transportation Company

Dear Sir:

Enclosed herewith for filing on behalf of the Regional Transportation Authority please find one original and two certified copies of:

- a) "Equipment Lease Agreement Between the Chicago & NorthWestern Transportation Company and the Regional Transportation Authority dated November 28, 1979;
- b) "Equipment Lease Supplement No. 1", dated November 26, 1979;
- c) "Equipment Lease Supplement No. 2", dated November 28, 1979;
- d) "Equipment Lease Supplement No. 3", dated December 4, 1979;
- e) "Equipment Lease Supplement No. 4", dated December 5, 1979;
- f) "Equipment Lease Supplement No. 5", dated December 7, 1979;
- g) "Equipment Lease Supplement No. 6", dated December 11, 1979;
- h) "Equipment Lease Supplement No. 7", dated December 17, 1979;
- i) "Equipment Lease Supplement No. 8", dated December 17, 1979;
- j) "Equipment Lease Supplement No. 9", dated December 19, 1979;
- k) "Equipment Lease Supplement No. 10", dated December 24, 1979;
- l) "Equipment Lease Supplement No. 11", dated December 24, 1979;
- m) "Equipment Lease Supplement No. 12", dated December 24, 1979;

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RECORDATION NO. 11579-H
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RECORDATION NO. 11579-I
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RECORDATION NO. 11579-K
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RECORDATION NO. 11579-L
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RECORDATION NO. 11579-M
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MAR 13 1980 8:05 AM:80
OPERATION BR

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February 22, 1980
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Also enclosed is this firm's check for \$ 170.00 for the filing fee.

The parties to the lease and lease supplements are the Regional Transportation Authority, 300 North State Street, Chicago, Illinois 60610, as lessor, and Chicago & Northwestern Transportation Company, 400 West Madison Street, Chicago, Illinois 60604, as lessee.

The equipment covered by the lease supplement consists of fourteen railroad passenger locomotives more particularly described as follows:

A.A.R. Mechanical Description: Passenger Locomotives.

Manufacturer: EMD Electro-Motive, Division of General Motors, Corp.

Description: F-40-PH (B32 A)

Manufacturer's Numbers:	786293-3;	786293-2
	786293-4;	786293-1
	786293-5;	786293-6
	786293-7;	786293-9
	786293-10;	786293-8
	786293-11;	786293-12
	786293-13;	786293-14.

RTA Numbers:	130;	129;
	131;	128;
	132;	133;
	134;	136;
	137;	135;
	138;	139;
	140;	141.

Quantity: Fourteen

Identifying Marks: "Regional Transportation Authority - Owner"

Please give me a call if you have any questions with respect to this matter.

Sincerely,


James E. Cole
Division Manager
Transportation Operations

WGM/mm

Enclosure

cc: Ronald Ward

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

James E. Cole
Regional Transportation Auth.
300 N. State Street,
Chicago, Illinois 60610

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 3//3/80 at 9:10AM, and assigned recordation number(s). 11579, 11570-A, 11579-B, 11579-C, 11579-D, 11579-E, 11579-F, 11579-G, 11579-H, 11579-I, 11579-J, 11579-K, 11579-L.
Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

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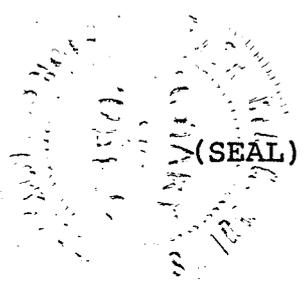
INTERSTATE COMMERCE COMMISSION

State of Illinois))
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that I have examined the foregoing copy of Equipment Lease
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it to the original thereof, and that the foregoing copy is
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respects.

Patricia M Downs
Notary Public



EQUIPMENT LEASE SUPPLEMENT NO. 3

This Equipment Lease Supplement No. 3 is entered into as of December 4, 1979, by and between the REGIONAL TRANSPORTATION AUTHORITY ("Authority"), and the CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY ("Railroad").

1. The purchase by the Authority of the Equipment described in this Equipment Lease Supplement has been funded in part by the Urban Mass Transportation Administration of the United States Department of Transportation ("UMTA") (Project IL-03-0065), and by the Illinois Department of Transportation ("IDOT") (Project CAP-77-102 -FED).

2. The Authority and Railroad have entered into an Equipment Lease Agreement dated, November 28 1979, ("Equipment Lease Agreement"), which provides for the execution and delivery from time to time of Equipment Lease Supplements in the form hereof for the purpose of leasing railroad locomotives under the Equipment Lease Agreement as and when delivered by the Authority to Railroad in accordance with the terms hereof.

3. The Authority hereby delivers and leases to Railroad under the Equipment Lease Agreement, and Railroad hereby accepts and leases from the Authority under the Equipment Lease Agreement, on this date, the following described railroad locomotives (the "Delivered Units"):

Manufacturer: EMD Electro-Motive, Div. of Gen. Motors Corp.
Description: F-40-PH (B32 A)
Specifications: RTA 76-4A.

Manufacturer's numbers: 786293-4

RTA numbers: 131

Railroad numbers: None
Funded by UMTA Project IL-03-0065 and IDOT Project CAP-77
102-FED.

4. Railroad hereby confirms to the Authority that, as between Railroad and the Authority, Railroad has accepted the Delivered Units for all purposes of this Equipment Lease Supplement and of the Equipment Lease Agreement. Railroad hereby certifies and acknowledges that each Delivered Unit (a) has been delivered to, and inspected by, Railroad, (b) is of a size, design, capacity and manufacture acceptable to Railroad for lease under this Equipment Lease Supplement and the Equipment Lease Agreement, (c) is suitable for Railroad's purposes, and (d) is in good working order, repair and condition.

5. All of the terms and provisions of the Equipment Lease Agreement are hereby incorporated by reference in this Equipment Lease Supplement to the same extent as if fully set forth herein.

IN WITNESS WHEREOF, the Authority and Railroad have caused this Equipment Lease Supplement to be duly executed as of the date and year first written above.

REGIONAL TRANSPORTATION AUTHORITY

By: J. E. Cole

CHICAGO AND NORTH WESTERN
TRANSPORTATION COMPANY

By: Michael W. Payette

CERTIFICATE OF INSPECTION AND ACCEPTANCE

To: General Motors Corporation
 (Electro-Motive Division)
 La Grange, Illinois

EMD Order 786293

This is to certify that I, a duly appointed and authorized representative of the below named railroad, have inspected the following unit(s) of railroad equipment:

<u>TYPE</u>	<u>QUANTITY</u>	<u>RAILROAD'S ROAD NOS.</u>	<u>BUILDER'S SERIAL NOS.</u>
3200 H.P. Model F40PH Diesel Electric Locomotive (s)	1	131	786293-4

and that such Equipment, built by General Motors Corporation (Electro-Motive Division) for REGIONAL TRANSPORTATION AUTHORITY, has been completed in accordance with the applicable specifications as defined and referred to in

Specification No. 76-4A

dated as of May 20, 1979 between REGIONAL TRANSPORTATION AUTHORITY - - - - - and GENERAL MOTORS CORPORATION
(ELECTRO-MOTIVE DIVISION) - - - - -

I further certify that, at the time of delivery thereof, there was plainly, distinctly, permanently and conspicuously marked on each side of each unit of the Equipment the following legend in letters not less than One (1) inch in height:

REGIONAL TRANSPORTATION AUTHORITY
 OWNER

I hereby accept delivery of the said Equipment.

Dated at Chicago
 this 4th day of December, 1979

Signed 
 Authorized Representative of
REGIONAL TRANSPORTATION AUTHORITY