

CHICAGO AND



TRANSPORTATION COMPANY

CORPORATE COMMUNICATIONS AND SECRETARY

DIRECT DIAL NUMBER

312/559-6158

11303-B
RECORDATION NO. _____, FILED 1413 January 8, 1986

JAN 10 1986 -2 25 PM

INTERSTATE COMMERCE COMMISSION

Mr. James H. Bayne
Secretary
Interstate Commerce Commission
Washington, DC 20423

No. 6-019A086
Date JAN 10 1986
Fee \$ 10.00
ICC Washington, D.C.

Dear Mr. Bayne:

14303

Pursuant to Section 11303 (formerly 20(c) of the Interstate Commerce Act, as amended, enclosed for recordation are Counterparts of a Partial Release covering fourteen (14) used EMD Model SD 45 Locomotives, Railroad Nos. 6562 to 6575 and other units of equipment under Conditional Sales Agreement and Assignment both dated December 1, 1983 by and between North Western Leasing Company and Norwest Bank, Des Moines, National Association, recorded with the Interstate Commerce Commission on March 30, 1984.

Enclosed is our check in the amount of \$10.00 to cover your recording fee. Please retain the notarized copy for your files and return the original showing your recordation date thereon.

Thank you.

Sincerely,

Lisa M. Fanelli

Lisa M. Fanelli
Assistant Secretary

JAN 10 2 25 PM '86
RECORDED

- cc: A. E. Keating
- T. V. Jolley
- G. R. Charles
- R. R. DeWitt
- M. R. Jeske

csd7/51(1)

1/13/86

Interstate Commerce Commission
Washington, D.C. 20423

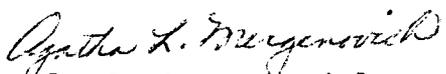
OFFICE OF THE SECRETARY

Lisa M. Panelli
Assist. Sec.
Chicago & North Western Transp. Co.
One North Western Center
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 1/10/86 at 2:25pm , and assigned re-
recording number(s). 14303-B

Sincerely yours,


Agatha L. Mergenovich
Secretary

Enclosure(s)

REGISTRATION NO.

14303-B

Counterpart No. 1 of 8

JAN 10 1986 2 25 PM

A-8723

A-185

INTERSTATE COMMERCE COMMISSION

PARTIAL RELEASE AND BILL OF SALE

WHEREAS, under the terms of CONDITIONAL SALE AGREEMENT dated as of December 1, 1983 between NORTHWESTERN LEASING COMPANY, a Delaware corporation (hereinafter called "Seller") and CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware corporation (hereinafter called "Railroad"), Seller agreed to sell and Railroad agreed to buy Fourteen (14) used EMD Model SD 45 Locomotives, Railroad Nos. 6562 to 6575, inclusive (hereinafter referred to as "Locomotives") and other units of equipment (hereinafter referred to as "Other Units"); and

WHEREAS, under the terms of AGREEMENT AND ASSIGNMENT dated as of December 1, 1983, between Seller and NORWEST BANK DES MOINES, NATIONAL ASSOCIATION (hereinafter referred to as "Assignee"), Seller assigned and transferred all right, title and interest under the aforesaid Conditional Sale Agreement and all right, title and interest to said Locomotives and Other Units to Assignee; and

WHEREAS, Assignee has received from Railroad all payments due under said Conditional Sale Agreement and Agreement and Assignment with respect to the Locomotive No. 6564 and, the conditions and obligations of Railroad with respect to the Locomotive No. 6564 has been satisfied in full;

NOW, THEREFORE, Assignee, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by Railroad, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY the Locomotive No. 6564, TO HAVE AND TO HOLD the Locomotive No. 6564 unto CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, its successors and assigns, forever, free and clear of all liens, encumbrances and security interests created by or arising under the aforementioned Conditional Sale Agreement and Agreement and Assignment.

Assignee does hereby covenant that it has not done anything whereby the Locomotive hereby conveyed is or may be in any manner encumbered or charged; that the Locomotive is free and clear of all liens and encumbrances of every kind and nature whatsoever created by Assignee or arising out of any act, obligation or liability on its part. The Assignee hereby authorizes removal from the Locomotive of any and all ownership plates and other markings of Assignee.

IN WITNESS WHEREOF, NORWEST BANK DESMOINES, NATIONAL ASSOCIATION, 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 Commercial Banking Officers, this 9 day of December, A.D. 1985.



NORWEST BANK DES MOINES,
NATIONAL ASSOCIATION

By: Walter Pinnot
Vice President

(Seal)

ATTEST:

Commercial Banking Officer
2nd Vice-President

STATE OF ~~ILLINOIS~~)
COUNTY OF ~~COOK~~) SS.
Iowa
Polk

On this 9th day of December, 1985, before me personally appeared Walter Pirnot and John F. Ambrosen, to me personally known, who, being by me duly sworn, says that they are, respectively, a Vice President and a ^{2nd Vice-President} ~~Banking Officer~~ of NORWEST BANK DES MOINES, NATIONAL ASSOCIATION, 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.



Rosalie I. Farr
NOTARY PUBLIC
Rosalie I. Farr

My Commission Expires:

9/30/86

(NOTARY SEAL)

cs/p(9)26