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Grand Trunk Western Railroad Co.

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RECORDATION NO. 7175-D FILED 1488

JUN 20 1989 -1 05 PM

INTERSTATE COMMERCE COMMISSION

9-171A077

June 16, 1989
File: 301

Secretary
Interstate Commerce Commission
Room 2215
12th & Constitution Ave., N.W.
Washington, D.C. 20423

Dear Secretary:

Enclosed for recordation with the Interstate Commerce Commission pursuant to 49 USC §11303 are counterparts of Notice of Lease Termination regarding certain locomotives, dated June 16, 1989, by Grand Trunk Western Railroad Company (Grand Trunk), successor in interest to the Detroit, Toledo & Ironton Railroad Company. The lease for which notice is given is dated as of October 1, 1973, and terminated December 31, 1988. That document was filed with the Commission and assigned Recordation No. 7175. The latest filing in this series was made November 14, 1988, as No. 7175-C.

The parties to the lease, which has terminated, are:

Lessor: October Equipment Leasing Company
535 N. Michigan Avenue
Suite 1914
Chicago, IL 60611

Lessee: Grand Trunk Western Railroad Co.
1333 Brewery Park Boulevard
Detroit, MI 48207-2699

Agent for Lessor: Leasing Consultants
535 N. Michigan Avenue
Suite 1914
Chicago, IL 606011

JUN 20 12 49 PM '89
MOTOR OPERATING UNIT

\$13.00 filing fee

This will be 7175-D

Conrad...
Hendy...

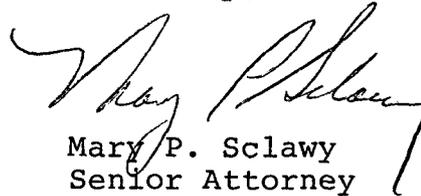
Interstate Commerce Commission
June 16, 1989
Page -2-

The locomotives so released are 8 GP-40-2 locomotives bearing the reporting marks GT 6414-6421, both inclusive.

Enclosed is our check No. 1406 in the amount of \$13.00.

Please accept one counterpart of this document for filing, stamp the remaining with your recordation number and return them to the person presenting this matter for filing.

Sincerely,



Mary P. Sclawy
Senior Attorney

MPS:val
/301-ICC - MPS10

Interstate Commerce Commission
Washington, D.C. 20423

6/20/89

OFFICE OF THE SECRETARY

Mary P. Sclawy

Senior Attorney

Grand Trunk Western Railroad Co.

1333 Brewery Park Blvd

Detroit, Michigan 48207

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 6/20/89 at 1:05pm, and assigned recordation number(s). 7175-7175-D

Sincerely yours,

Nerita L. McEwen

Secretary

Enclosure(s)

RECORDATION # 7175-A
FILED 1488

JUN 20 1989 -1 05 PM

INTERSTATE COMMERCE COMMISSION

NOTICE OF LEASE TERMINATION

Grand Trunk Western Railroad Company ("Grand Trunk") hereby gives notice of a lease termination and subsequent purchase of certain locomotives.

Grand Trunk, as successor in interest to Detroit, Toledo & Ironton Railroad (DTI), acquired DTI's interest as lessee in a certain lease of locomotives, dated as of October 1, 1973, with October Equipment Leasing Company. The lease was recorded with the Commission as No. 7175.

The lease expired in accordance with its terms and Grand Trunk acquired the locomotives leased thereunder, as evidenced by a bill of sale, dated January 3, 1989, copy attached, covering eight GP-40-2 locomotives, numbered GT 6414-6421, both inclusive.

Therefore, Grand Trunk serves this notice that the said lease has been terminated.

IN WITNESS WHEREOF, Grand Trunk Western Railroad Company has executed this notice of lease termination.

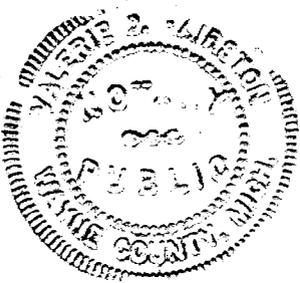
By Bonnie Reyes
Bonnie Reyes
Its Treasurer

STATE OF MICHIGAN)
) ss.
COUNTY OF WAYNE)

On this 19th day of June, 1989, before me personally appeared Bonnie Reyes, to me personally known, who, being by me duly sworn, says that (s)he is the Treasurer of GRAND TRUNK WESTERN RAILROAD COMPANY, a Michigan corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and (s)he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

(NOTARIAL SEAL)

Valerie A. Hurston
Notary Public
Wayne County, Michigan
My commission expires: 3-8-93



/TERMINATION - LEASES

BILL OF SALE

For valuable consideration, Arthur Heim, as agent for October Equipment Leasing Company and Arthur Heim, dba Leasing Consultants (individually and collectively called "Seller") does hereby transfer and assign to GRAND TRUNK WESTERN RAILROAD COMPANY ("Buyer") all of Seller's rights, title and interest in and to the following described personal property:

Eight (8) GP 40-2, 3000 H.P. GMC [EMD]
locomotives bearing marks and numbers:

GT 6414 (DTI 414)	GT 6418 (DTI 418)
GT 6415 (DTI 415)	GT 6419 (DTI 419)
GT 6416 (DTI 416)	GT 6420 (DTI 420)
GT 6417 (DTI 417)	GT 6421 (DTI 421)

legal title to which property is currently held by Seller.

Said property is sold as-is, where-is, without any covenant or warranty expressed or implied, of any nature whatsoever except, however, that Seller covenants and warrants that said property is free of all liens and encumbrances created by, through or under Seller, other than liens and encumbrances which Buyer is obligated to satisfy under a certain lease dated October 1, 1973 as amended by First Amendment dated October 29, 1973.

Date:

Jan. 3, 1989

Arthur Heim, as agent
and Arthur Heim, dba
LEASING CONSULTANTS

By

Arthur Heim

ARTHUR HEIM