

CHICAGO AND



TRANSPORTATION COMPANY

CORPORATE COMMUNICATIONS AND SECRETARY

DIRECT DIAL NUMBER

312/559-6167

RECORDATION NO. 7249-B Filed 1426

AUG 23 1985 -11 20 AM August 21, 1985

INTERSTATE COMMERCE COMMISSION File: A-8727 (A187)

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

Dear Mr. Bayne:

Pursuant to Section 11303 (formerly Section 20c), of the Interstate Commerce Act, as amended, attached for recordation are counterparts of Release and Bill of Sale dated August 9, 1985, which is the final release of equipment under Conditional Sale Agreement and Agreement and Assignment, both dated November 15, 1973, assigned Recordation No. 7249.

Also, Release and Bill of Sale dated November 15, 1973 releasing three (3) EMD diesel electric locomotives was filed with the Interstate Commerce Commission on December 27, 1977 and assigned recordation No. 7249-A.

Enclosed is our check for \$10.00 to cover your recording fee. Please assign a sequential recordation number, retain one counterpart for your files, and return the remaining counterparts each showing recordation data.

This is a final release.

Sincerely,

Joan A. Schramm:  
Assistant Secretary

Enclosure

- cc: R. D. Smith
- J. V. Jolley
- G. R. Charles
- R. R. DeWitt
- M. R. Jeske

CSD 4

Interstate Commerce Commission  
Washington, D.C. 20423

8/23/85

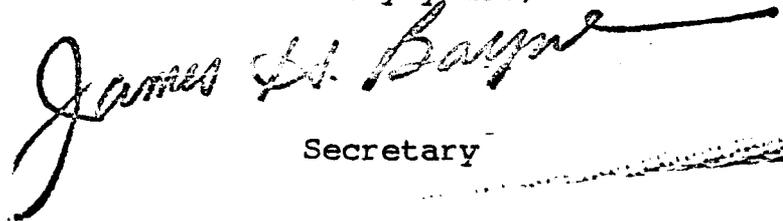
OFFICE OF THE SECRETARY

Joan A. Schramm  
Assistant Secretary  
Chicago & North Western Transp Co.  
One North Western Center  
Chicago, Illinois 60606

Dear Ms. Schramm:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/23/85 at 11:30am and assigned re-  
recording number(s) .7249-A, 7590-C, 7671-F, 7672-A, 7756-C & 7853-F

Sincerely yours,

  
Secretary

Enclosure(s)

RECORDATION NO. 7249 B Filed 1428

Counterpart No. \_\_\_ of \_\_\_

A-8727  
A-187

AUG 23 1985 11 30 AM

INTERSTATE COMMERCE COMMISSION  
RELEASE AND BILL OF SALE

WHEREAS, under the terms of CONDITIONAL SALE AGREEMENT dated as of November 15, 1973, (hereinafter called the "Conditional Sale Agreement") between NORTH WESTERN 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 deliver to the Railroad, and Railroad agreed to purchase three (3) EMD diesel electric locomotives, twenty-seven (27) open top hopper cars and twenty-five (25) 50 ton Pullman steel box cars, described on Schedule A attached to the Conditional Sale Agreement, (hereinafter referred to as "Equipment"); and

WHEREAS, under the terms of AGREEMENT AND ASSIGNMENT dated as of November 15, 1973, (hereinafter called the "Agreement and Assignment") between Seller and CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO (hereinafter referred to as "Assignee"), Seller sold, assigned, transferred and set over all right, title and interest under the aforesaid Conditional Sale Agreement and all right, title and interest to said Equipment to Assignee; and

WHEREAS, under the terms of the Release and Bill of Sale dated October 13, 1977, three (3) EMD 2250 H.P. diesel electric locomotives, Railway Nos. 502, 506, and 509 were released from the Conditional Sale Agreement and Agreement and Assignment; and

WHEREAS, Assignee has received from Railroad full payment due under said Conditional Sale Agreement and Agreement and Assignment and the conditions and obligations of Railroad with respect to the Equipment have 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 Equipment, TO HAVE AND TO HOLD the Equipment 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.

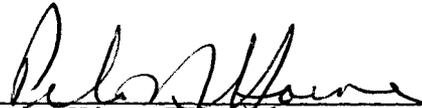
Assignee does hereby covenant that it has not done anything whereby the Equipment hereby conveyed is or may be in any manner encumbered or charged; that the Equipment is free and clear of all liens and encumbrances of every kind and nature whatsoever created by Assignee or arising out of any act, obligation or

liability on its part. The Assignee hereby authorizes removal from the Equipment of any and all ownership plates and other markings of Assignee.

IN WITNESS WHEREOF, CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO 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 Officer, this 9<sup>th</sup> day of August, A.D. 1985.

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

By: \_\_\_\_\_

  
Vice President

(Seal)

ATTEST:

  
Banking Officer

CSP6-5

STATE OF ILLINOIS )  
                          ) SS  
COUNTY OF C O O K )

On this 9<sup>th</sup> day of August, 1985, before me personally appeared Peter D. Horvath and Craig S. Munro to me personally known, who, being by me duly sworn, say that they are, respectively, a Vice President and a Banking Officer of Continental Illinois National Bank and Trust Company of Chicago, 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.

Dawn M. Schuler  
Notary Public

My Commission Expires:  
9-14-88

(NOTARY SEAL)  
CS/P6-0