

MCLACHLAN AND RISSMAN
COUNSELORS AT LAW

#13
ICC Copy -
15699-B

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FLECOPIER: 312-527-2023

RECORDATION NO. 15699-A Filed 7/8/88

July 5, 1988 JUL 8 1988-2 4:44 PM

INTERSTATE COMMERCE COMMISSION

Secretary of the Interstate
Commerce Commission
Washington, D.C. 20423

No. 8-190A019

Date JUL 8 1988

Fee \$1300

ICC Washington, D. C

FOR INFORMATION UNIT
JUL 8 2 28 PM '88
TOO OFFICE OF
THE SECRETARY

Dear Secretary:

1. Please record the enclosed supplement to Order No. 809 of the United States District Court for the Northern District of Illinois (Eastern Division) dated February 19, 1985 (Recordation No. 15699-A; Recorded on June 28, 1988) (the "Order"), and the Asset Purchase Agreement dated April 6, 1984 by and among Soo Line Railroad Company, a Minnesota corporation, SLRCO, Inc., a Minnesota corporation, and Richard B. Ogilvie, as Trustee of the Property of the Chicago, Milwaukee, St. Paul and Pacific Railroad Company (Recordation No. 15699; Recorded on June 28, 1988).

2. The Supplement to the Order and Purchase Agreement is filed to evidence the release of the rail car identified on Schedule 1 (the "Rail Car") from the document set forth opposite it on the Schedule (the recordation number and date for that document have been included). In its Order, the Court approved the sale of certain Rail Assets (as defined in the Purchase Agreement) free and clear of all liens, security interests, claims and encumbrances. Rail Assets is defined in the Purchase Agreement to include the various rail cars listed on Exhibit A-4 attached to the Purchase Agreement. The Rail Car is among the rail cars listed on Exhibit A-4 and, thus, is part of the Rail Assets.

3. Since this filing is a supplement to the Purchase Agreement and Order, it is a secondary document.

4. A copy of the recorded supplement should be sent to the following person and address:

Debora J. Choate, Esq.
McLachlan and Rissman
54 West Hubbard Street
Suite 204
Chicago, Illinois 60610

Counterpart of Kennel

Secretary of the Interstate
Commerce Commission
July 5, 1988
Page 2

Please contact me at (312) 527-2300 if you have any
questions regarding this filing.

Sincerely yours,


Debora J. Choate

DJC:fg

Enclosure

Also enclosed is a check in the amount of \$13 payable to the
order of the Interstate Commerce Commission covering the
required recordation fee.

ACKNOWLEDGEMENT

State of Illinois)
) SS.
County of Cook)

On this 5th day of July, 1988, before me, personally appeared Debora J. Choate, to me known to be the person described in and who executed the foregoing instrument and she acknowledged that she executed the same as her free act and deed.

(SEAL)

Faith A. Greene
Notary Public

My commission expires: August 20, 1988

RECORDATION NO. 15699-B FILED 3420

SCHEDULE 1
TO
SUPPLEMENT

JUL 8 1988-2 44 PM

INTERSTATE COMMERCE COMMISSION

Cross Reference
to Relevant
Order and Purchase
Agreement Sections

Rail Car

Document From
Which Released

MILW 11460

CSA dated 12/1/61 by and
between Continental
Illinois National Bank and
Trust Company of Chicago
(assignee of Pullman,
Incorporated) and Chicago,
Milwaukee, St. Paul and
Pacific Railroad Company
(Recordation No. 2157;
Recorded: 3/1/62)

- Paragraph 1 on page 8 of Order
- Paragraph 3(c) of Purchase Agreement
- Page 17 of Exhibit A-4

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

7/8/88

Debora J. Choate, Esq.
McLachlan & Rissman
54 West Hubbard Street
Suite 204
Chicago, IL 60610

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 7/8/88 at 2:30PM, and assigned recordation number(s). 15699-B & 15699-C

Sincerely yours,

Nurita R. McGee

Secretary

Enclosure(s)