



BURLINGTON NORTHERN RAILROAD

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2362

RECORDATION NO. 9127A Filed 12/28

April 5, 1988

APR 8 1988-2 30 PM

INTERSTATE COMMERCE COMMISSION

8-099A033
APR 8 1988
13.00
IC Commission

Ms. Noretta R. McGee, Secretary
Interstate Commerce Commission
Room 1324
12th and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Satisfaction and Bill of Sale to Burlington Northern Inc. (now Burlington Northern Railroad Company) Conditional Sale Agreement

Dear Ms. McGee:

I am enclosing six counterparts of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

The document to be recorded, a secondary document, is a Satisfaction and Bill of Sale, dated March 16, 1988, by which all right, title and interest in and to the existing equipment covered by the Burlington Northern Inc. (now Burlington Northern Railroad Company) Conditional Sale Agreement, dated as of December 2, 1977, is conveyed to Burlington Northern Railroad Company.

The Conditional Sale Agreement, the primary document to which the Satisfaction and Bill of Sale is connected, was recorded with the Interstate Commerce Commission on December 19, 1977, and assigned Recordation No. 9127.

The names and addresses of the parties to the transaction are:

Vendor: Harris Trust and Savings Bank
111 West Monroe
Chicago, Illinois 60690

Owner: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

APR 8 2 30 PM '88
NOTIFICATION SENT

Ms. Noreta R. McGee

-2-

April 5, 1988

A general description of the equipment covered by the enclosed Satisfaction and Bill of Sale is shown on Exhibit A of said document.

A fee of \$13.00 is enclosed for recording the Satisfaction and Bill of Sale. Please return the original and any extra copies not needed by the Commission for recordation to the undersigned.

A short summary of the document to appear in the index follows:

Satisfaction and Bill of Sale, dated March 16, 1988, to the Burlington Northern Inc. (now Burlington Northern Railroad Company) Conditional Sale Agreement (ICC Recordation No. 9127, December 19, 1977), conveying the equipment described on Exhibit A of said document.

Very truly yours,



Mark E. Southerst
Assistant General Solicitor

MES/rrm/ca,18
Enclosures

RECORDATION NO. 9127 A
FILED 1425

Executed in 9 Counterparts
of which this is No. 2

APR 8 1988-2 20 PM

INTERSTATE COMMERCE COMMISSION SATISFACTION AND BILL OF SALE

WHEREAS, Burlington Northern Inc. (now Burlington Northern Railroad Company) (hereinafter referred to as the "Railroad") and Harris Trust and Savings Bank (hereinafter referred to as "Vendor") have entered into a Conditional Sale Agreement, dated as of December 2, 1977 (hereinafter referred to as the "Agreement"), covering the sale of certain railroad equipment described in Schedule A hereto (hereinafter referred to as the "Equipment");

WHEREAS, the Agreement was recorded with the Interstate Commerce Commission in accordance with Section 11303 of the Interstate Commerce Act on December 19, 1977, and assigned Recordation No. 9127;

WHEREAS, the Vendor has been paid the full indebtedness in respect of the purchase price of the Equipment, together with interest and all other payments as provided in the Agreement and the Railroad has performed all obligations therein contained.

NOW THEREFORE, the Vendor, in accordance with the provisions of the Agreement does hereby (a) acknowledge that the Agreement has been satisfied in full and (b) sell, assign and transfer to the Railroad all its title and property interest in the Equipment described in Schedule A, free of all liens and encumbrances created or retained by the Agreement.

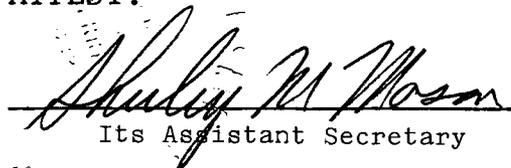
This Satisfaction and Bill of Sale is simultaneously executed in several counterparts, each of which so executed is

deemed to be an original and such counterparts together constitute but one and the same instrument.

IN WITNESS WHEREOF, Harris Trust and Savings Bank, as Vendor, has caused its corporate name to be hereunto subscribed and its corporate seal to be duly affixed and attested by its officers thereunto duly authorized this 16th day of March, 1988.

HARRIS TRUST AND SAVINGS BANK

ATTEST:


Its Assistant Secretary


Its Senior Vice President

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

On this 17th day of March, 1988, before me personally appeared Randall B. Becker, to me personally known, who being by me duly sworn, says that he/~~she~~ is a Senior Vice President of the Harris Trust and Savings Bank, 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 he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

R.D. White

Notary Public

My Commission Expires 8-21-90



EQUIPMENT

No. of
Units

Description

Numbered BN

1

Diesel Electric
Locomotive Crane

975316