

Agatha Mergenovich  
Interstate Commerce Commission  
Washington, D.C.

RECORDATION NO. 13368-13  
FEB 14 1985

JAN 25 1985 -9 15 AM

INTERSTATE COMMERCE COMMISSION

Dear Ms. Mergenovich:

Enclosed for recordation under the provisions of 49 USC 11303(a) are the original and seven counterparts of a Release, Discharge and Satisfaction of Security Agreement dated as of December 28, 1984. The Security Agreement and the First Amendment thereto to which said Release, Discharge and Satisfaction relates were dated as of October 1, 1981 and May 1, 1984, respectively, and were filed with your office at 3:50 P.M. on December 17, 1981 and at 12:05 P.M. on May 1, 1984, respectively, and given Recordation Nos. 13368 and 13368-A. Said Release, Discharge and Satisfaction is a secondary document.

A general description of the railroad equipment covered by the enclosed document is set forth in Schedule A attached to this letter and made a part hereof.

The name and address of the party to such document is:

Secured Party: The Northern Trust Company  
50 South LaSalle Street  
Chicago, Illinois 60675

The undersigned has acted as special counsel in connection with the preparation of the enclosed document and has knowledge of the matters set forth therein.

Please return the original and six copies of the Release, Discharge and Satisfaction to Larry Elkins, Esq., Chapman and Cutler, 111 West Monroe Street, Chicago, Illinois 60603.

Also enclosed is a check in the amount of \$10.00 covering the required recording fee.

A short summary of the enclosed secondary document to appear in the Index follows:

Release, Discharge and Satisfaction of Security Agreement from The Northern Trust Company, as Secured Party, 50 South LaSalle Street, Chicago, Illinois 60675, covering 11 rebuilt locomotives and 260 open top hopper cars.

Very truly yours,

CHAPMAN AND CUTLER

By

  
Larry Elkins

Enclosures

DESCRIPTION OF EQUIPMENT

Description of New Items: 260 100-Ton Open Top Hopper Cars  
Marked and Numbered ICG 387740  
through ICG 387999, inclusive

Description of Rebuilt Items: 11 Rebuilt SW-14 Diesel Electric  
Locomotives Marked and Numbered  
ICG 1489 through ICG 1499,  
inclusive

(I.C.G. No. 81-4)

SCHEDULE A

Law Offices of

**CHAPMAN AND CUTLER**

a partnership including professional corporations

111 West Monroe Street, Chicago, Illinois 60603

TWX 910-221-2103 Telex 206281

Telephone 312 845-3000

Theodore S. Chapman  
1877-1943  
Henry E. Cutler  
1879-1959

Salt Lake City Office  
50 South Main Street  
Salt Lake City, Utah 84144  
Telephone 801 533-0066

Larry Elkins, P.C.  
312 845-3832

January 21, 1985

RECORDATION NO. 13368-B  
JAN 25 1985 -9 15 AM  
INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Room 2303  
Washington, D.C. 20423

Dear Ms. Lee:

Enclosed you will find two copies of a form of transmittal letter together with the eight counterparts referred to therein of a Release, Discharge and Satisfaction of Security Agreement. Please file the same upon receipt and return the additional counterparts to me stamped to evidence recordation with the I.C.C.

Very truly yours,

CHAPMAN AND CUTLER

By

  
Larry Elkins, P.C.

LE:br  
Enclosures

Interstate Commerce Commission  
Washington, D.C. 20423

1/25/85

1/25/85

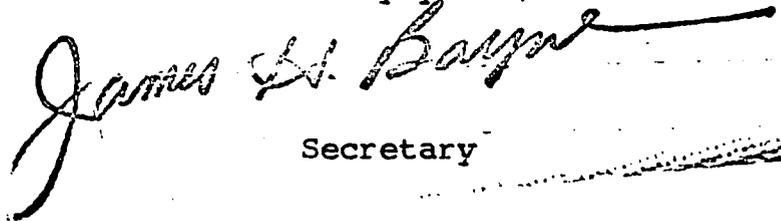
OFFICE OF THE SECRETARY

Larry Elkins, Esq  
Chapman & Cutler  
111 West Monroe St.  
Chicago, Illinois 60603

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 1/25/85 at 9:15am and assigned re-  
recording number(s). 13368-B

Sincerely yours,

  
Secretary

Enclosure(s)

RECORDATION NO. 13368-13  
JAN 25 1985 -9 15 AM  
INTERSTATE COMMERCE COMMISSION

RELEASE, DISCHARGE AND SATISFACTION OF SECURITY AGREEMENT

THIS RELEASE, DISCHARGE AND SATISFACTION OF SECURITY AGREEMENT dated as of December 28, 1984 (the "Release") is from The Northern Trust Company (the "Secured Party"), whose post office address is 50 South LaSalle Street, Chicago, Illinois 60675, Attention: Commercial Loan Services B-2, to IC Equipment Leasing Company, an Illinois corporation (the "Debtor"), whose post office address is 111 East Wacker Drive, Suite 2700, Chicago, Illinois 60601, Attention: Treasurer.

RECITALS:

A. The Debtor and the Secured Party have heretofore entered into a Security Agreement dated as of October 1, 1981 (the "Security Agreement"), which was filed and recorded in the Office of the Secretary of the Interstate Commerce Commission at 3:50 P.M. on December 17, 1981 and was given Recordation No. 13368.

B. The Debtor and the Secured Party thereafter entered into a First Amendment to Security Agreement dated as of May 1, 1984, which was filed and recorded in the Office of the Secretary of the Interstate Commerce Commission at 12:05 P.M. on May 1, 1984 and was given Recordation No. 13368-A.

C. The Security Agreement provided that the Secured Party would release the Security Agreement and the security interest granted thereby upon its satisfaction that all indebtedness secured by the Security Agreement has been fully paid.

D. The Debtor has on December 28, 1984 caused to be paid to the Secured Party all principal of and interest accrued to such date on all indebtedness secured by the Security Agreement.

In order to evidence the satisfaction and discharge of all indebtedness secured by the Security Agreement and the release of the security interest granted by the Security Agreement, the Secured Party now executes and delivers this Release, Discharge and Satisfaction of the Security Agreement in compliance with the provisions of the Security Agreement and in contemplation that this instrument will be filed and recorded with the Secretary of the Interstate Commerce Commission to evidence such release of public record. The Items of Equipment upon which a security interest was granted by the Security Agreement are described in Schedule A hereto.



DESCRIPTION OF EQUIPMENT

Description of New Items: 260 100-Ton Open Top Hopper Cars  
Marked and Numbered ICG 387740  
through ICG 387999, inclusive

Description of Rebuilt Items: 11 Rebuilt SW-14 Diesel Electric  
Locomotives Marked and Numbered  
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SCHEDULE A