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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

RECORDATION NO. 18699-A FILED 1425
Mar
FEB 2 1994 - 11 10 AM
INTERSTATE COMMERCE COMMISSION

March 2, 1994

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two (2) duly executed copies of a Total Release of Chattel Mortgage, dated February 4, 1994, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Chattel Mortgage and Security Agreement-J, which was duly filed with the Commission under Recordation Number 18699.

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

Secured Party: Old Kent Bank
Sears Tower
Chicago, Illinois 60606

A description of the railroad equipment covered by the enclosed document is: seven (7) 2,000 horsepower GP38-2 locomotives manufactured by General Motors Corporation (Electro-Motive Division) and numbered ATSF2374 through ATSF2380, inclusive, formerly ATSF3565 through ATSF3571, inclusive, and prior thereto TP&W2005 through TP&W2011, inclusive.

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,


Robert W. Alvord

Counterpart - *Alvord*

RECEIVED
OFFICE OF THE
SECRETARY
MAR 2 11 06 AM '94
LICENSING BRANCH

ALVORD AND ALVORD
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—
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ELLSWORTH C. ALVORD (1964)

RECEIVED
OFFICE OF THE
SECRETARY
OF COUNSEL
URBAN A. LESTER
MAR 2 11 07 AM '94
LIBERATING BRANCH

March 2, 1994

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Secretary
Interstate Commerce Commission
Washington, DC 20423

0100110001

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Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Robert W. Alford
Alford And Alford
918 Sixteenth Street, N.W.
Suite 200
Washington, D.C. 20006-2973

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 3/2/94 at 11:10 AM, and assigned
recording number(s). 18699-A

Sincerely yours,

Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

RECORDATION NO. 18699-A FILED 1425
Mar
FEB 2 1994 - 11 10 AM

TOTAL RELEASE OF CHATTEL MORTGAGE

INTERSTATE COMMERCE COMMISSION

The undersigned, Old Kent Bank, an Illinois banking corporation ("Bank"), hereby releases and terminates the Chattel Mortgage and Security Agreement-J dated as of ~~April 7~~ Aug. 4, 1993 between Bank and Residual Based Finance Corporation, an Illinois corporation ("RBF"), recorded with the Interstate Commerce Commission and receiving Recordation Number 18699.

Dated: February 4, 1994

OLD KENT BANK

By: *Christine M. Abbatech*
Title: *Vice President*

State of Illinois)
 DuPage) ss:
County of ~~Cook~~)

On this 18th day of February, 1994, before me, personally appeared Christine M. Abbatech, to me personally known, who being by me duly sworn, says that (s)he is the vice president of Old Kent Bank, an Illinois banking 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.

[Seal]

Ruth P. Painter
Signature of Notary Public

My commission expires 10-19-95

Subscribed and sworn to before me
this 18th day of FEBRUARY, 1994.



Ruth P. Painter
Notary Public