

\$15.00



# NORTHBROOK CORPORATION

Rail Division

1-010A022

6 January 1991

17185

RECORDED IN \_\_\_\_\_ FILE NO.

Ms. Rita McGee  
Interstate Commerce Commission  
12th and Constitution Ave, NW  
Washington, DC 20423

JAN 10 1991 -3 10 PM

INTERSTATE COMMERCE COMMISSION

JAN 10 3 02 PM '91  
MOTOR OPERATING UNIT

Dear Ms. McGee:

Please find enclosed for recordation two (2) originals of the Memorandum of Purchase Agreement dated as of December 28, 1990 by and between GWI Leasing Corporation and Upper Merion and Plymouth Leasing Co. and a check in the amount of \$15.00 to cover the recordation fee.

The originals of the documents after recordation should be returned to Ms. Tracy Boyce, Contract Coordinator, Rail Division, Northbrook Corporation, 900 N. Michigan Ave., Suite 2860, Chicago, IL 60611.

Sincerely,

Tracy A. Boyce  
Contract Coordinator  
Rail Division

enclosures

Interstate Commerce Commission  
Washington, D.C. 20423

1/22/91

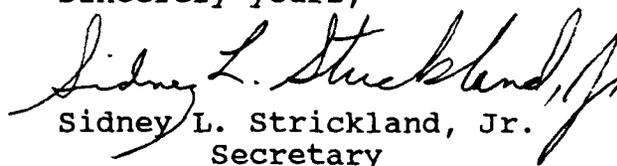
OFFICE OF THE SECRETARY

Tracy A. Boyce  
Northbrook Corporation  
900 North Michigan Avenue ,  
Chicago, Illinois 60611

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 1/10/91 at 3:10pm , and assigned recordation number(s). 17185 \*

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

17185

REGISTRATION NO. \_\_\_\_\_ FILED 143

JAN 10 1991 -3 10 PM

INTERSTATE COMMERCE COMMISSION

MEMORANDUM OF

PURCHASE AGREEMENT

Dated as of December 28, 1990

Between

GWI LEASING CORPORATION ("SELLER")

and

UPPER MERION AND PLYMOUTH LEASING CO.  
("OWNER")

F: CONmegwi

Memorandum of Purchase Agreement, made and entered into as of December 28, 1990, by and between GWI Leasing Corporation ("Seller") and Upper Merion and Plymouth Leasing Co. ("Owner").

WITNESSETH:

The term and certain other provisions are mutually agreed to by parties hereto.

In Witness Whereof, the parties hereto have caused this instrument to be signed and sealed as of the 28th day of December, 1990.

GWI LEASING CORPORATION  
("Seller")

BY: *William C. Hartung*

TITLE: *Treasurer*

UPPER MERION AND PLYMOUTH  
LEASING CO. ("Owner")

BY: *Gerald T. Kilcannon*

TITLE: *VICE PRESIDENT*

F: CONnegwi

**EXHIBIT A**

Ten (10) used 1978-79, 100 ton, 4,550 cubic foot covered hopper cars, built by National Steel Car Corporation limited generally to specification number D-1346-1, bearing the following reporting marks:

UMP      810000  
          810001  
          810006  
          810008  
          810009

UMPX     810002  
          810003  
          810004  
          810005  
          810007