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December 10, 1990

RECORDATION NO. 13604-B  
FILED PER  
DEC 10 1990 -9 45 AM  
INTERSTATE COMMERCE COMMISSION

The Honorable Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Room 2215  
12th Street & Constitution Avenue, N.W.  
Washington, D.C. 20423

Dear Mr. Strickland:

I have enclosed an original and two counterparts or copies of the document described below, to be filed and recorded pursuant to Section 11303 of Title 49 of the United States Code. It relates to the railroad rolling stock identified below.

This document is a Release and Bill of Sale, a secondary document, dated December 6, 1990 from Bank of America National Trust and Savings Association to Chicago and North Western Transportation Company.

The primary document to which this Release and Bill of Sale is connected is the Conditional Sale Agreement recorded under Recordation No. 13604. Accordingly, it is requested that this document be given the next available letter designation under Recordation No. 13604.

The names and addresses of the parties to the document are as follows:

Assignee:

Bank of America National Trust and  
Savings Association  
55 Hawthorn Street  
San Francisco, California 94137

The Honorable Sidney L. Strickland, Jr.  
December 10, 1990  
Page 2

Purchaser:

Chicago and North Western  
Transportation Company  
One North Western Center  
Chicago, Illinois 60606

Please file and record the document with indexing under the foregoing names.

A description of the equipment covered by the document follows:

Railroad rolling stock identified in Schedule A of the primary document, as the same may have been supplemented or amended.

A fee of \$15.00 is enclosed for the recordation. Please return the original and any extra copies not needed by the Commission for recordation to the person presenting this letter.

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

Release and Bill of Sale dated December 6, 1990 from Bank of America National Trust and Savings Association to Chicago and North Western Transportation Company, covering the railroad rolling stock identified in Schedule A of the primary document, as the same may have been supplemented or amended.

Very truly yours,



Robert J. Corber  
Attorney for Chicago and North  
Western Transportation Company

Enclosures

13604-B  
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RELEASE AND BILL OF SALE

INTERSTATE COMMERCE COMMISSION

WHEREAS, under the terms of the CONDITIONAL SALE AGREEMENT dated as of March 23, 1982, (hereinafter called the "Conditional Sale Agreement") between NORTH WESTERN LEASING COMPANY, a Delaware corporation (hereinafter called "Seller") and CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware corporation (hereinafter called "Railroad"), Seller agreed to sell and deliver to the Railroad, and Railroad agreed to purchase one hundred ninety (190) cabooses, one hundred forty-nine (149) covered hoppers, eleven (11) gondolas and one hundred (100) 60 foot box cars, described on Schedule A attached to the Conditional Sale Agreement (hereinafter referred to as "Equipment"); and

WHEREAS, under the terms of the AGREEMENT AND ASSIGNMENT dated as of March 23, 1982, (hereinafter called the "Agreement and Assignment") between Seller and BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION (hereinafter referred to as "Bank"), Seller sold, assigned, transferred and set over all right, title and interest under the aforesaid Conditional Sale Agreement and all right, title and interest to said Equipment to Bank; and

WHEREAS, under the terms of the FINANCE AGREEMENT dated as of June 15, 1981 (as amended by the Amendment Agreement dated as of March 23, 1982, and as at any time amended, modified or supplemented, the "Finance Agreement"), Bank agreed to pay Seller and acquire from it, pursuant to the Agreement and Assignment, Seller's interest in the Conditional Sale Agreement; and

WHEREAS, Bank has received from Railroad full payment due under said Conditional Sale Agreement and Agreement and Assignment and all conditions and obligations of Railroad with respect to the Equipment have been satisfied in full;

NOW, THEREFORE, Bank, in consideration of the sum of One Dollar (\$1.00) to it in hand paid by Railroad, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, the Equipment, TO HAVE AND TO HOLD the Equipment unto CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, its successors and assigns forever, free and clear of all liens, encumbrances and security interests created by or arising under the aforementioned Conditional Sale Agreement and Agreement and Assignment.

Bank does hereby covenant that the Equipment is free and clear of all liens and encumbrances of every kind and nature whatsoever created by Bank. The Bank hereby authorizes removal from the Equipment of any and all ownership plates and other markings of Bank.

IN WITNESS WHEREOF, BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION, has caused this instrument to be executed in its corporate name by one of its

Vice Presidents and attested by one of its Assistant Vice Presidents this 6th day of December, A.D. 1990.

BANK OF AMERICA NATIONAL TRUST  
AND SAVINGS ASSOCIATION

By

  
Vice President

ATTEST:

  
Assistant Vice President

STATE OF ILLINOIS    )  
                              )  
COUNTY OF COOK     )     SS

On this 6th day of December, 1990, before me personally appeared John C. Masters and Terence R. Rogers to me personally known, who, being by me duly sworn, say that they are, respectively, a Vice President and an Assistant Vice President of BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION, a corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

11/25/91

(NOTARY SEAL)

