



October 10, 1990

RECORDATION NO 7577-B FILED 1485

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INTERSTATE COMMERCE COMMISSION

0-284A015

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FBI - WASH DC

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, D.C. 20423

Dear Ms. McGee:

I have enclosed an original and two copies of the documents described below to be recorded pursuant to Section 11301 of Title 49 of the United States Code. Each document is a Release dated September 6, 1990.

The primary document to which the first Release is connected is a Conditional Sale Agreement dated February 1, 1974, which was filed under Recordation Number 7457.

The primary document to which the second Release is connected is an Equipment Lease dated May 1, 1974, which was filed under Recordation Number 7577.

The name and address of the party to both Releases is:

First Security Bank of Utah, NA
P.O. Box 30007
Salt Lake City, Utah 84130

The equipment covered by the first Release consists of eighty-one (81) 3,000 h.p. diesel electric locomotives, Model SDPF40, which bore Amtrak road numbers 540 through 620. The equipment covered by the second Release consists of twenty-eight (28) 3,000 h.p. diesel electric locomotives, Model SDPF40, which bore Amtrak road numbers 621 through 646 and 648 through 649.

A fee of \$30 is enclosed. Please return the original and any extra copies not needed by the Commission for recordation to the National Railroad Passenger Corporation.

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

Release dated September 6, 1990 by First Security Bank of Utah, NA, P.O. Box 30007, Salt Lake City, Utah 84130. The Release covers eighty-one (81) 3,000 h.p. diesel electric locomotives, Model SDPF40, which bore Amtrak road numbers 540

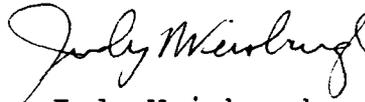
Shirley J. Evans
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through 620.

Release dated September 6, 1990 by First Security Bank of Utah, NA, P.O. Box 30007, Salt Lake City, Utah 84130. The Release covers twenty-eight (28) 3,000 h.p. diesel electric locomotives, Model SDPF40, which bore Amtrak road numbers 621 through 646 and 648 through 649.

The undersigned is one of the attorneys for Amtrak.

Respectfully submitted,



Judy Weisburgh
Associate General Counsel

cc: Larry Elkins
Larry Montgomery



October 11, 1990

Ms. Lee
Docket Room 2303
Interstate Commerce Commission
12th Street and Constitution Avenue
Washington, D.C. 20423

Dear Ms. Lee:

Earlier today, an Amtrak representative delivered an original and two copies of a letter to be filed with the ICC, together with a \$30 check to cover the fee. The letter contained two releases, one of which pertained to documents filed under Recordation Number 7457, and the other to documents filed under Recordation Number 7577. The representative returned with two copies of the letter, but one of the copies contained two Releases pertaining to the documents filed under Recordation Number 7577. Thus, I received back the original and both copies of the Release pertaining to 7577, but only one copy of the Release pertaining to 7457.

As we discussed today, I have enclosed for filing under Recordation Number 7457-Q the original Release of a lien which pertained to documents filed under Recordation Number 7577-A. Please return one copy of the Release of lien which pertained to documents filed under Recordation Number 7457, and which is stamped for filing under Recordation Number 7457-Q. I have enclosed a self-addressed stamped envelope for your convenience.

Please feel free to call me if you have any questions. My telephone number is (202) 906-2941.

Sincerely,

A handwritten signature in cursive script that reads "Judy Weisburgh".

Judy Weisburgh
Associate General Counsel

Encl.

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RELEASE

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INTERSTATE COMMERCE COMMISSION

The undersigned, First Security Bank of Utah, National Association ("Trustee"), as trustee under that certain Trust Agreement dated as of May 1, 1974, entered into an Amendment Agreement dated as of September 28, 1983 (the "Amendment Agreement"), among Trustee, National Railroad Passenger Corporation ("Lessee") and First Financing Bank, which Amendment Agreement was filed with the Interstate Commerce Commission ("ICC") on January 6, 1984 under recordation number 7577-A. The Amendment Agreement provided that, upon payment of the purchase price specified therein, Trustee would convey to Lessee title to the units covered thereunder (the "Units"), including, inter alia, R. R. Nos. 627, 631, 636, 637, 641, 646 and 648 of Model SDP40F locomotives, by a bill of sale. Trustee executed a bill of sale for the Units on September 29, 1983 (the "Bill of Sale"), but the Bill of Sale was not recorded with the ICC. Accordingly, to clear any misunderstanding on the record concerning the title to the Units, Trustee does hereby agree and acknowledge that it has released and terminated all its right, title and interest in and to the Units pursuant to the attached copy of the Bill of Sale, and that this Release is to be recorded under recordation number 7577.

Dated: September 6, 1990.

FIRST SECURITY BANK OF UTAH,
NATIONAL ASSOCIATION, not in
its individual capacity, but
solely as trustee

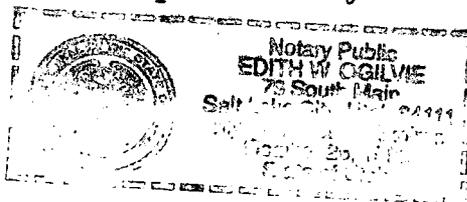
By Larry C. Montgomery

STATE OF Utah)
COUNTY OF Salt)

On this 6 day of Sept, 1990, before me personally appeared Larry C. Montgomery, to me personally known, who being by me duly sworn, says that he is the Trust Admin of the First Security Bank of Utah, National Association, that the foregoing instrument was signed on behalf of the association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

Edith W. Ogilvie
Notary Public

My commission expires:



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BILL OF SALE

KNOW ALL MEN BY THESE PRESENTS THAT:

FIRST SECURITY BANK OF UTAH, National Association, as Trustee under a Trust Agreement dated as of May 1, 1974 (hereinafter referred to as the "Seller") in consideration of One Dollar and other good and valuable consideration receipt whereof is hereby acknowledged, does hereby grant, bargain, sell and assign to National Railroad Passenger Corporation, a corporation organized under the Rail Passenger Service Act, as amended, and the laws of the District of Columbia (hereinafter referred to as "Buyer") all Seller's right, title and interest in the following property:

<u>Buyer's R. R. Nos.</u>	<u>Type</u>
621 through 646 648 through 649	3,000 H.P. Diesel Electric Locomotive Model SDP40F

TO HAVE AND TO HOLD said property to Buyer, its successors and assigns to its and their own use forever.

Seller hereby warrants that (i) the Seller has received whatever title (subject to any security title) to such property as was conveyed to the Seller by the Seller's predecessor in title to such property; and (ii) such property will be free of all liens, charges, encumbrances, claims or security interests, which either (A) result from action taken or omissions to act by the Seller which are not expressly permitted by the Equipment Lease (hereinafter referred to as the "Lease") dated as of May 1, 1974 between the Seller and the Buyer or which are not expressly requested or consented to by the Buyer in writing or (B) result from action taken or omissions to act by the Seller other than with respect to the Equipment as defined in the Lease or in connection with the Lease.

SELLER MAKES NO WARRANTY OR REPRESENTATION, EXPRESS OR IMPLIED, AS TO DESIGN, VALUE, OPERATION, OR CONDITION OF, OR AS TO THE QUALITY OF THE MATERIAL OR WORKMANSHIP IN, THE EQUIPMENT. SELLER MAKES NO WARRANTY OF MERCHANTABILITY OR FITNESS OF THE EQUIPMENT FOR ANY PARTICULAR PURPOSE OR ANY OTHER WARRANTY OR REPRESENTATION WHATSOEVER, EXCEPT AS IS SET FORTH SPECIFICALLY IN (i) AND (ii) ABOVE. SELLER SHALL IN NO EVENT BE RESPONSIBLE FOR DAMAGES ARISING IN STRICT LIABILITY OR FOR INCIDENTAL OR CONSEQUENTIAL DAMAGES, HOWEVER ARISING.

IN WITNESS WHEREOF, First Security Bank of Utah, National Association, as Trustee, has caused this instrument to be executed in its corporate name by its respective officer thereunto duly authorized and its corporate seal to be hereunto duly affixed and attested this 29th day of September, 1983.

(Corporate Seal)

**FIRST SECURITY BANK OF UTAH
NATIONAL ASSOCIATION, not in its
individual capacity but solely as Trustee**

Attest: [Signature]
Authorized Officer

By [Signature]
Authorized Officer