

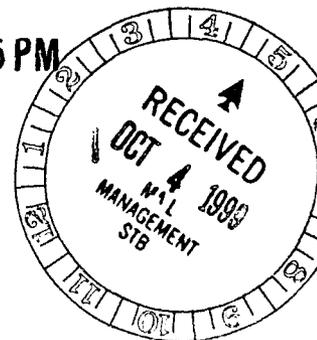
RECORDATION NO. 7283-F LED

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HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

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October 4, 1999

HAND DELIVERED

Mr. Vernon Williams
Secretary
Surface Transportation Board
1925 K Street, NW
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation under Primary Recordation Number 7283, pursuant to the provisions of 49 U.S.C. Section 11301(a), are the original and one counterpart of a Notice of termination of Lease of Equipment Nos. 1-5, dated as of September 29, 1999. Lease of Equipment No. 5 was recorded under Recordation No. 7283 on January 2, 1974. The names of the parties to the enclosed document are as follows:

Owner-Trustee:	First Western Bank & Trust Company, Predecessor in interest to Sanwa Bank California
Lessee:	Canadian National Railway Company

The railroad equipment covered by the enclosed document is listed in the attached Schedule A-5.

A short summary of the document to appear in the index is attached hereto at Schedule B. Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Please return to the undersigned the original document, along with the extra copies that we would like date-stamped. Thank you for your assistance.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jamie P. Rennert".

Jamie P. Rennert

Enclosures

SCHEDULE B

Summary of the Document to Appear in the Index

<u>Parties</u>	<u>Document Recorded</u>	<u>Description</u>
First Western Bank & Trust Company, predecessor in interest to Sanwa Bank California	Notice of termination of Lease of Equipment No. 5 Recordation No. 7283-____	Locomotives, Boxcars, and Flat cars with various CN road unit numbers
Canadian National Railway Company		
Cross Reference Recordation Nos.	7180 7201 7202 7181	

SCHEDULE A-5

<u>QUANTITY</u>	<u>TYPE</u>	<u>PREVIOUS SERIAL NUMBERS</u>	<u>CURRENT SERIAL NUMBERS</u>	
241	100-ton steel container flat cars		CN 639200-639257	
			CN 639259-639276	
			CN 639278-639286	
			CN 639288-639394	
			CN 639396-639444	
753	70-ton steel sheathed box cars		CN 410004	
			CN 410006-410031	
			CN 410033-410049	
			CN 410051-410055	
			CN 410058-410079	
			CN 410081-410085	
			CN 410088	
			CN 410090-410096	
			CN 410098	
			CN 411000-411015	
			CN 411017-411020	
			CN 411022-411117	
			CN 411119-411129	
			CN 411132-411153	
			CN 411156-411176	
			CN 411178-411185	
			CN 411187-411193	
			CN 411195-411234	
			CN 411236-411245	
			CN 411247-411250	
			CN 411252-411290	
			CN 411292	
			CN 411294-411313	
			CN 411315-411336	
			CN 411338-411357	
			CN 411359-411372	
			CN 411374-411399	
			CN 410056	CN 411901
			CN 410032	CN 411932
			CN 410057	CN 411952
			CN 410080	CN 411974
			CN 410086	CN 411902
			CN 410089	CN 411903
	CN 410097	CN 411904		
		CN 557440-557444		
		CN 557446-557459		
		CN 557461		
		CN 557463-557468		
		CN 557470-557514		
		CN 557516-557519		
		CN 557521-557532		
		CN 557534-557545		
		CN 557547		
		CN 557549-557571		

SCHEDULE A-5

<u>Quantity</u>	<u>Type</u>	<u>Previous Serial Numbers</u>	<u>Current Serial Numbers</u>
3	GP38-2 2000HP locomotives	CN 5600 CN 5602 CN 5610	CN 557573-557588 CN 557590-557592 CN 557594-557604 CN 557606-557622 CN 557624-557642 CN 557644-557647 CN 557649-557659 CN 557661-557669 CN 557671-557678 CN 557680-557702 CN 557704-557739 CN 4800 CN 4802 CN 4810

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NOTICE dated as of September 29, 1999.

WHEREAS, First Western Bank and Trust Company (predecessor-in-interest to *Sanwa Bank California*) as owner-trustee ("Owner-Trustee") and Canadian National Railway Company as lessee ("Lessee") entered into the following agreements:

Lease of Equipment No. 1 dated as of September 1, 1973 covering the units of railroad rolling stock specified in Schedule A-1 hereto;

Lease of Equipment No. 2 dated as of September 1, 1973 covering the units of railroad rolling stock specified in Schedule A-2 hereto;

Lease of Equipment No. 3 dated as of September 1, 1973 covering the units of railroad rolling stock specified in Schedule A-3 hereto;

Lease of Equipment No. 4 dated as of September 1, 1973 covering the units of railroad rolling stock specified in Schedule A-4 hereto;

Lease of Equipment No. 5 dated as of September 1, 1973 covering the units of railroad rolling stock specified in Schedule A-5 hereto;

AND WHEREAS, each of the above mentioned Leases of Equipment has terminated.

IN WITNESS WHEREOF, the Owner-Trustee wishes to show for the public record that i) each of the aforementioned Leases of Equipment has been terminated and ii) it hereby releases its security interest of record in the units of railroad rolling stock described in Schedules A-1, A-2, A-3, A-4 & A-5 hereto and accordingly, the Owner-Trustee has caused this Notice to be executed by its officer thereunto duly authorized as of the year and day first above written.

SANWA BANK CALIFORNIA,
as owner-trustee

By: 
Its: Patricia A. Ohanesian
Vice President

By: 
Its: Charles J. Paolino
Vice President

Note: Between October 1973 and January 1974, each of the aforementioned i) Equipment Trust Agreements and ii) Leases were deposited in the Office of the Registrar General of Canada pursuant to Section 86 (which became Section 90) of the Railway Act of Canada (now Section 105 of the Canada Transportation Act);

Between October 1973 and January 1974, each of the aforementioned i) Equipment Trust Agreements and ii) Leases were filed at the Interstate Commerce Commission (now the Surface Transportation Board) pursuant to 49 U.S.C 11301.

STATE OF CALIFORNIA) *In the matter of a Notice dated*
) *as of September 29, 1999.*
CITY AND COUNTY OF LOS ANGELES)

On this 29th day of September, 1999, before me personally appeared Patricia A. Ohanesian, to me personally known, who, being by me duly sworn, says that he / she is Vice President of Sanwa Bank California, that the foregoing memorandum was signed on behalf of said bank by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing memorandum was the free act and deed of said bank.

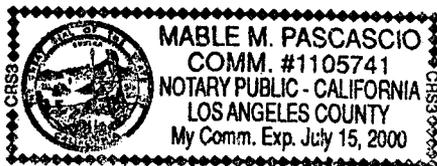


Mable M. Pascascio
Notary Public

My commission expires: JULY 15, 2000

STATE OF CALIFORNIA) *In the matter of a Notice dated*
) *as of September 29, 1999.*
CITY AND COUNTY OF LOS ANGELES)

On this 29th day of September, 1999, before me personally appeared Charles J. Paolino, to me personally known, who, being by me duly sworn, says that he / she is Vice President of Sanwa Bank California, that the foregoing memorandum was signed on behalf of said bank by authority of its Board of Directors, and he / she acknowledged that the execution of the foregoing memorandum was the free act and deed of said bank.



Mable M. Pascascio
Notary Public

My commission expires: JULY 15, 2000

SCHEDULE A -1

<u>Quantity</u>	<u>Type</u>	<u>Previous Serial Numbers</u>	<u>Current Serial Numbers</u>
22	GP38-2 2000 HP locomotives	CN 5562 CN 5565 - 5566 CN 5569 - 5572 CN 5574 - 5581 CN 5583 - 5585 CN 5587 - 5590	CN 4762 CN 4765 - 4766 CN 4769 - 4772 CN 4774 - 4781 CN 4783 - 4785 CN 4787 - 4790
5	70-ton 50'6" box cars		CN 410000 - 410002 CN 410005 CN 410099
119	100-ton gondola cars		CN 137350 - 137351 CN 137353 CN 137355 - 137357 CN 137360 - 137362 CN 137364 - 137372 CN 137377 - 137378 CN 137384 - 137387 CN 137391 - 137394 CN 137398 - 137399 CN 137401 - 137402 CN 137405 CN 137410 - 137413 CN 137416 - 137448 CN 137451 - 137457 CN 137459 - 137461 CN 137466 - 137468 CN 137472 CN 137474 CN 137476 CN 137478 CN 137481 CN 137484 CN 137492 CN 137494 CN 137501 CN 137506 CN 137509 CN 137511 - 137515 CN 137518 CN 137520 - 137524 CN 137530 - 137542 CN 137546

SCHEDULE A -2

<u>Quantity</u>	<u>Type</u>	<u>Previous Serial Numbers</u>	<u>Current Serial Numbers</u>
12	GP38-2 2000 HP locomotives	CN 5563 - 5564 CN 5582 CN 5591 - 5598 CN 5609	CN 4763 - 4764 CN 4782 CN 4791 - 4798 CN 4809

SCHEDULE A-3

<u>Quantity</u>	<u>Type</u>	<u>Previous Serial Numbers</u>	<u>Current Serial Numbers</u>
6	GP38-2 2000 HP locomotives	CN 5599 CN 5603 CN 5605 - 5608	CN 4799 CN 4803 CN 4805 - 4808

SCHEDULE A-4

<u>Quantity</u>	<u>Type</u>	<u>Previous Serial Numbers</u>	<u>Current Serial Numbers</u>
4	GP38-2 2000 HP locomotives	CN 5561 CN 5567 - 5568 CN 5573	CN 4761 CN 4767 - 4768 CN 4773
75	100-ton gondola cars		CN 137352 CN 137354 CN 137358 - 137359 CN 137363 CN 137373 - 137376 CN 137379 CN 137381 - 137383 CN 137388 - 137389 CN 137395 - 137397 CN 137400 CN 137403 - 137404 CN 137406 CN 137408 - 137409 CN 137414 - 137415 CN 137449 CN 137458 CN 137462 - 137465 CN 137469 - 137471 CN 137473 CN 137475 CN 137477 CN 137479 - 137480 CN 137482 - 137483 CN 137485 - 137487 CN 137489 - 137491 CN 137493 CN 137495 - 137500 CN 137502 - 137505 CN 137507 - 137508 CN 137510 CN 137516 - 137517 CN 137519 CN 137525 - 137529 CN 137544 - 137545 CN 137547 - 137549

SCHEDULE A-S

<u>QUANTITY</u>	<u>TYPE</u>	<u>PREVIOUS SERIAL NUMBERS</u>	<u>CURRENT SERIAL NUMBERS</u>
241	100-ton steel container flat cars		CN 639200-639257 CN 639259-639276 CN 639278-639286 CN 639288-639394 CN 639396-639444
753	70-ton steel sheathed box cars		CN 410004 CN 410006-410031 CN 410033-410049 CN 410051-410055 CN 410058-410079 CN 410081-410085 CN 410088 CN 410090-410096 CN 410098 CN 411000-411015 CN 411017-411020 CN 411022-411117 CN 411119-411129 CN 411132-411153 CN 411156-411176 CN 411178-411185 CN 411187-411193 CN 411195-411234 CN 411236-411245 CN 411247-411250 CN 411252-411290 CN 411292 CN 411294-411313 CN 411315-411336 CN 411338-411357 CN 411359-411372 CN 411374-411399 CN 411901 CN 411932 CN 411952 CN 411974 CN 411902 CN 411903 CN 411904 CN 557440-557444 CN 557446-557459 CN 557461 CN 557463-557468 CN 557470-557514 CN 557516-557519 CN 557521-557532 CN 557534-557545 CN 557547 CN 557549-557571
		CN 410056 CN 410032 CN 410057 CN 410080 CN 410086 CN 410089 CN 410097	

SCHEDULE A-5

<u>Quantity</u>	<u>Type</u>	<u>Previous Serial Numbers</u>	<u>Current Serial Numbers</u>
3	GP38-2 2000HP locomotives	CN 5600 CN 5602 CN 5610	CN 557573-557588 CN 557590-557592 CN 557594-557604 CN 557606-557622 CN 557624-557642 CN 557644-557647 CN 557649-557659 CN 557661-557669 CN 557671-557678 CN 557680-557702 CN 557704-557739 CN 4800 CN 4802 CN 4810