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KENNETH K. SKOGG
DAVID W. FELL

September 3, 1993

KENNETH M. ROBINS
OF COUNSEL

3-250A052

Mr. Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
1201 Constitution Avenue, N.W.
Washington, D.C. 20423

12349A
RECORDED BY FILED

SEP 7 1993 - 3 15 PM

INTERSTATE COMMERCE COMMISSION

Dear Secretary:

I have enclosed an original and one certified true copy of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Release of Security Interest, a secondary document, dated August 30, 1993.

The primary document to which this is connected is recorded under Recordation No. 12349.

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

Chicago, West Pullman & Southern Railroad Company
("Debtor" and Assignor)
2738 East 104th Street
Chicago, Illinois 60617

Continental Illinois National Bank and
Trust Company of Chicago
("Bank" and Assignee)
231 South LaSalle Street
Chicago, Illinois 60604

NOTICE OPERATING UNIT
SEP 7 3 11 PM '93

A description of the equipment covered by the document follows:

All real and personal property owned or hereafter acquired by Debtor.

A fee of \$16.00 is enclosed. Please return the original and any extra copies not needed by the Commission for the recordation to:

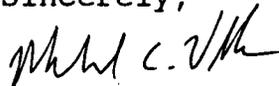
Mr. Sidney L. Strickland, Jr.
Secretary
September 3, 1993
Page 2

Michael C. Villano, Esq.
Otten, Johnson, Robinson, Neff & Ragonetti, P.C.
950 17th Street, Suite 1600
Denver, Colorado 80202

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

Release of Security Interest to Indenture of Mortgage and
Trust and Security Agreement with Recordation No. 12349,
dated August 30, 1993 and covering all real and personal
property owned or hereinafter acquired by Debtor.

Sincerely,



Michael C. Villano
for
OTTEN, JOHNSON, ROBINSON,
NEFF & RAGONETTI, P.C.

MCV/gm
Enclosures
cc: Mr. Michael J. Ogborn

Interstate Commerce Commission
Washington, D.C. 20423

9/7/93

OFFICE OF THE SECRETARY

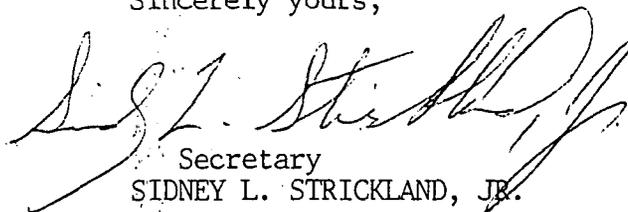
Michael C. Villano
Otten Johnson, Robinson Neff & Ragonetti
950 17th Street, Suite 1600
Denver, Colorado 80202

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 9/7/93 at 3:15pm, and assigned
recording number(s).
12349-A

Sincerely yours,



Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

9/16/93

12349-A
RECORDED IN FILED IN

RELEASE OF SECURITY INTEREST SEP 7 1993 -3 15 PM

KNOW ALL MEN BY THESE PRESENTS:

INTERSTATE COMMERCE COMMISSION

Continental Bank, National Association, f/k/a Continental Illinois National Bank and Trust Company of Chicago, hereby releases and discharges Chicago, West Pullman & Southern Railroad Company effective as of this date from all obligations, debts, terms and provisions set forth in that certain Indenture of Mortgage and Trust and Security Agreement dated as of November 1, 1979, executed by Chicago, West Pullman & Southern Railroad Company, an Illinois corporation, inter alia, and Continental Illinois National Bank and Trust Company of Chicago, as Trustee, recorded on October 27, 1980, with the Interstate Commerce Commission pursuant to Section 11303 of Title 49 of the United States Code.

CONTINENTAL BANK, NATIONAL ASSOCIATION, f/k/a CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, *as trustee*

By: _____
Title: *Vice President*

State of Illinois

County of Cook, ss.

On this 30th day of August, 1993, before me personally appeared Greg Jordan, personally known to me, who being duly sworn, says that he/~~she~~ is the Vice President of Continental Bank, National Association, f/k/a Continental Illinois National Bank and Trust Company of Chicago, and that this Release of Security Interest was executed by same for the purposes and considerations stated therein.

[SEAL]

"OFFICIAL SEAL"
MARGARET M. FACCENDA
Notary Public, State of Illinois
My Commission Expires 2-26-97

Margaret Faccenda
Notary Public

My Commission Expires 2-26-97

12348-A

SEP 7 1993 - 3 15 PM

Certificate

INTERSTATE COMMERCE COMMISSION

The undersigned hereby certifies that he is the filer of the attached Release of Security Interest, that he has compared the attached copy with the original document and found the copy to be complete and identical in all respects to the original document, and that he declares under penalty of perjury that the foregoing is true and correct.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the 2nd day of September, 1993.

Michael C. Villano
Michael C. Villano

STATE OF COLORADO)
CITY AND) ss.
COUNTY OF DENVER)

The foregoing instrument was subscribed and sworn to before me this 2nd day of September, 1993 by Michael C. Villano.

Witness my hand and official seal.

My commission expires: January 28, 1995

William F. Shushel
Notary Public