8330.00

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16631-D

0-345A058

DEC 11 1990 -3 30 PM

INTERSTATE COMMERCE COMMISSION

DEC 11 3 26 PM '90

MOTOR OPERATING UNIT

December 11, 1990

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 one counterpart 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 Deed of Release, a secondary document, dated December 10, 1990 from Chemical Bank, as collateral agent, to Chicago and North Western Transportation Company, Midwestern Railroad Properties, Inc., North Western Leasing Company, and Wisconsin Town Lot Company (the "Mortgagors").

The primary document to which this Deed of Release is connected is the Mortgage, Deed of Trust, Assignment of Leases and Rents, Security Agreement and Financing Statement recorded under Recordation No. 16631. Accordingly, it is requested that this document be given the next available letter designation under Recordation No. 16631.

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

Mortgagee/Collateral Agent:

Chemical Bank
277 Park Avenue
New York, New York 10172

Mortgagors:

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

2. Midwestern Railroad Properties, Inc.
   One North Western Center
   Chicago, Illinois 60606

3. North Western Leasing Company
   One North Western Center
   Chicago, Illinois 60606

4. Wisconsin Town Lot 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 the Schedule attached to the enclosed Deed of Release.

A fee of $15.00 is enclosed for the recordation. Please return the original to the person presenting this letter.

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

Deed of Release dated December 10, 1990 from Chemical Bank, as collateral agent, to Chicago and North Western Transportation Company, Midwestern Railroad Properties, Inc., North Western Leasing Company, and Wisconsin Town Lot Company covering the railroad rolling stock identified in the Schedule attached thereto.

Very truly yours,

Timothy M. Walsh

Timothy M. Walsh
Attorney for the Mortgagors

Enclosures

16631-D

DEC 11 1990 -3 30 PM

INTERSTATE COMMERCE COMMISSION

DEED OF RELEASE

KNOW ALL MEN BY THESE PRESENTS, that CHEMICAL BANK, a New York banking corporation, as collateral agent (together with any successor or successors as collateral agent and any additional mortgagees or trustees appointed and acting as mortgagees or trustees from time to time, hereinafter referred to as the "Mortgagee"), as Mortgagee under the Mortgage, Deed Of Trust, Assignment Of Leases And Rents, Security Agreement And Financing Statement dated as of October 27, 1989, as modified, (hereinafter referred to as the "Mortgage"), from CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware corporation, MIDWESTERN RAILROAD PROPERTIES, INCORPORATED, a Delaware corporation, NORTH WESTERN LEASING COMPANY, a Delaware corporation, and WISCONSIN TOWN LOT COMPANY, a Wisconsin corporation, each having a principal office at One North Western Center, Chicago, Illinois 60606 (hereinafter collectively referred to as "Mortgagors"), and as Agent under the Security Agreement dated as of October 27, 1989, as amended (the "Security Agreement") among CHICAGO AND NORTH WESTERN ACQUISITION CORP., CHICAGO AND NORTH WESTERN HOLDINGS CORP., CNW CORPORATION, CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, NORTH WESTERN LEASING COMPANY, MIDWESTERN RAILROAD PROPERTIES, INC., CNW REALCO, INC., TRANSPORTATION QUALITY SYSTEMS, INC., WISCONSIN TOWN LOT (hereinafter collectively referred to as "Grantors") and CHEMICAL BANK, as Agent (hereinafter referred to as the "Security Agreement"), the Mortgage and Security Agreement having been filed with the Interstate Commerce Commission.

FOR AND IN CONSIDERATION of the payment of the sum of ONE ($1.00) DOLLAR and other good and valuable considerations, the receipt whereof is hereby acknowledged, the Mortgagee does hereby RELEASE, REMISE, CONVEY and QUITCLAIM unto Mortgagors and Grantors, all of the right, title and interest and every claim and demand whatsoever which said Mortgagee may now have or claim to have acquired in, under, through, or by virtue of said Mortgage and Security Agreement, in the property described in the Schedule attached hereto.

This instrument shall in no manner affect the lien or security interest of said Mortgage and Security Agreement as to the remainder of the property therein described and not hereby specifically released.

IN WITNESS WHEREOF, said CHEMICAL BANK, as Mortgagee, as aforesaid, has caused its name to be signed to this Deed of Release by one of its Vice Presidents thereunto duly authorized, and its corporate seal to be affixed hereunto and attested by one of its Officers, this 10th day of December, A.D. Nineteen Hundred and Ninety.

(SEAL)

CHEMICAL BANK,
as Mortgagee as aforesaid

By: _____
Vice President

ATTEST:

_____

WITNESSES:

TO THE SIGNATURES OF THE
OFFICERS OF CHEMICAL BANK:

_____

_____

CSP29-1

STATE OF NEW YORK)
) SS
COUNTY OF NEW YORK)

I, Penny Drapkin a Notary Public, duly commissioned and qualified in and for the County and State aforesaid and residing therein, DO HEREBY CERTIFY that Birgitta Honan and Vita Alpovanis to me personally known and known to me to be, respectively, a Vice President and a Assistant Vice President of CHEMICAL BANK, a New York banking corporation described in and which executed the within and foregoing Instrument in writing, and known to me to be the identical persons whose names are subscribed to said Instrument, appeared before me this day in person, and being first duly sworn by me, did severally depose and say that Birgitta Honan resides in New York and that Vita Alpovanis resides in New York and they severally acknowledged to me that they are, respectively, a Vice President and a Assistant Vice President of said corporation; that as such officers they signed, sealed, and delivered said Instrument in behalf of said corporation by authority of its By-Laws as the free and voluntary act and deed of said corporation, and as their own free and voluntary act; that they know the seal of said corporation; that the seal affixed to said Instrument is the seal of said corporation; and that said corporation executed said Instrument for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal as such Notary Public, at New York, New York, this 10th day of December A. D., Nineteen Hundred and Ninety.

Penny Drapkin
NOTARY PUBLIC
In and for the County of New York in the State of New York

PENNY DRAPKIN
Notary Public, State of New York
No. 01-4945044
Qualified in Nassau County
Commission Expires January 27, 1991

My Commission as such Notary Public Expires: 1/27/91

This instrument was prepared by the Chicago and North Western Transportation Company, One North Western Center, Chicago, Illinois 60606.

CSP29-1

12-6-90

EXHIBIT A-1
Description of the Equipment

9-Year Locomotives

Model	Initial	Road Number	No. Units	Year Built	Purchase Price/Unit	Purchase Price/Total
SD40-2	CNW	6801-6814	14	73	$325,000	$4,550,000
MP15	CNW	1302-1312	11	75	$235,000	$2,585,000
	CNW	1314-1316	3	75	$235,000	$705,000
		Grand Total				$7,840,000

EXHIBIT A-1
Description of the Equipment

10-Year Locomotives

Model	Road Number	No. Locos	Year Built	Purchase Price/Loc.	Purchase Price/Total
SD40-2	6815-6821	7	74	$335,000	$2,345,000
	6823-6889	67	74	335,000	22,445,000
					$24,790,000
GP15	4400-4406	7	76	$245,000	$1,715,000
	4408-4410	3	76	$245,000	$735,000
	Grand Total				$27,240,000

EXHIBIT A-1
Description of the Equipment

11-Year Locomotives

Model	Road Number	No. Locos	Year Built	Purchase Price/Loc.	Purchase Price/Total
SD40-2	6890-6897	8	75	$345,000	$2,760,000
	6899-6909	11	75	$345,000	$3,795,000
	6911	1	75	345,000	345,000
	6913-6925	13	75	345,000	4,485,000
					$11,385,000
SD38-2	6650-6659	10	75	$275,000	$2,750,000
	Grand Total				$14,135,000

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EXHIBIT A-1
Description of the Equipment

8-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Covered Hoppers	CL215	C211	CNW	96470-96473	4	66	-	$12,662	$8,800	$35,200
		C211	CNW	96475-96478	4	66	-	12,662	8,800	$35,200
		C211	CNW	96480-96481	2	66	-	12,662	8,800	$17,600
		C211	CNW	96483-96494	12	66	-	12,662	8,800	$105,600
		C211	CNW	96496-96510	15	66	-	12,662	8,800	$132,000
		C211	CNW	96513	1	66	-	12,662	8,800	$8,800
		C211	CNW	96515-96522	8	66	-	12,662	8,800	$70,400
		C211	CNW	96524	1	66	-	12,662	8,800	$8,800
		C211	CNW	96526-96582	57	66	-	12,662	8,800	$501,600
		C211	CNW	96584-96603	20	66	-	12,662	8,800	$176,000
		C211	CNW	96605-96619	15	66	-	12,662	8,800	$132,000
	CL278	C111	CNW	96624	1	66	-	13,188	8,800	$8,800
		C111	CNW	96632	1	66	-	13,188	8,800	$8,800
		C111	CNW	96638	1	66	-	13,188	8,800	$8,800
		C111	CNW	96640	1	66	-	13,188	8,800	$8,800
		C111	CNW	96643-96644	2	66	-	13,188	8,800	$17,600
		C111	CNW	96659	1	66	-	13,188	8,800	$8,800
		C111	CNW	96662	1	66	-	13,188	8,800	$8,800
		C111	CNW	96668	1	66	-	13,188	8,800	$8,800
		C111	CNW	96671	1	66	-	13,188	8,800	$8,800
		C111	CNW	96682	1	66	-	13,188	8,800	$8,800
		C111	CNW	96689	1	66	-	13,189	8,800	$8,800
		C111	CNW	96696	1	66	-	13,189	8,800	$8,800
		C111	CNW	96712	1	66	-	13,189	8,800	$8,800
		C111	CNW	96722	1	66	-	13,189	8,800	$8,800
		C111	CNW	96732	1	66	-	13,189	8,800	$8,800
		C111	CNW	96734	1	66	-	13,189	8,800	$8,800
		C111	CNW	96740	1	66	-	13,189	8,800	$8,800
		C111	CNW	96746	1	66	-	13,189	8,800	$8,800
		C111	CNW	96750-96755	6	66	-	13,174	8,800	$52,800
		C111	CNW	96757-96759	3	66	-	13,174	8,800	$26,400
		C111	CNW	96761-96765	5	66	-	13,174	8,800	$44,000
		C111	CNW	96767-96769	3	66	-	13,174	8,800	$26,400
	CL280	C111	CNW	175001-175003	3	67	-	12,628	9,000	$27,000
		C111	CNW	175005-175006	2	67	-	12,628	9,000	$18,000
										$1,585,000
Gondolas	CE214	G539	CNW	89002	1	66	-	$17,229	$9,500	$9,500
		G539	CNW	89005	1	66	-	17,229	9,500	$9,500
		G539	CNW	89012	1	66	-	17,229	9,500	$9,500
		G539	CNW	89023	1	66	-	17,205	9,500	$9,500
		G539	CNW	89025-89026	2	66	-	17,205	9,500	$19,000
		G539	CNW	89028	1	66	-	17,205	9,500	$9,500
		G539	CNW	89032	1	66	-	17,205	9,500	$9,500
		G539	CNW	89036	1	66	-	17,205	9,500	$9,500
		G539	CNW	89038	1	66	-	17,205	9,500	$9,500
		G539	CNW	89040	1	66	-	17,205	9,500	$9,500
		G539	CNW	89045	1	66	-	17,205	9,500	$9,500
		G539	CNW	89047-89050	4	66	-	19,445	9,500	$38,000
		G539	CNW	89053-89055	3	66	-	19,445	9,500	$28,500
		G539	CNW	89056-89057	2	66	-	19,314	9,500	$19,000
		G539	CNW	89062-89063	2	66	-	19,314	9,500	$19,000
		G539	CNW	89065-89066	2	66	-	19,314	9,500	$19,000
		G539	CNW	89071	1	66	-	19,314	9,500	$9,500
		G539	CNW	89073-89074	2	66	-	19,314	9,500	$19,000
		G539	CNW	89078	1	66	-	19,314	9,500	$9,500
		G539	CNW	89081	1	66	-	19,314	9,500	$9,500
		G539	CNW	89089	1	66	-	19,314	9,500	$9,500

EXHIBIT A-1
Description of the Equipment

8-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
										$294,500
Equipped Gondolas	CE214	E540	CNW	89003	1	66	-	$17,229	$9,500	$9,500
		E540	CNW	89006-89009	4	66	-	17,229	9,500	$38,000
		E540	CNW	89011	1	66	-	17,229	9,500	$9,500
		E540	CNW	89014	1	66	-	17,229	9,500	$9,500
		E540	CNW	89046	1	66	-	19,445	9,500	$9,500
		E540	CNW	89052	1	66	-	19,445	9,500	$9,500
		E540	CNW	89064	1	66	-	19,314	9,500	$9,500
										$95,000
				Grand Total						$1,974,500

5/21

415 854 8335 P.05

EXHIBIT A-1
Description of the Equipment

10-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Covered Hoppers	CL219	C112	CNW	176049	1	69	-	$13,368	$9,500	$9,500
		C112	CNW	176054	1	69	-	13,368	9,500	9,500
	CL279	C111	CNW	96800	1	69	-	14,592	9,300	9,300
		C311	CNW	96801	1	69	-	14,592	9,300	9,300
		C111	CNW	96802	1	69	-	14,592	9,300	9,300
		C311	CNW	96803	1	69	-	14,592	9,300	9,300
		C111	CNW	96804	1	69	-	14,592	9,300	9,300
		C311	CNW	96806	1	69	-	14,592	9,300	9,300
		C111	CNW	96807	1	69	-	14,592	9,300	9,300
		C311	CNW	96809	1	69	-	14,592	9,300	9,300
		C111	CNW	96811-96812	2	69	-	14,592	9,300	18,600
		C311	CNW	96813	1	69	-	14,592	9,300	9,300
										$121,300
				Grand Total						$121,300

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EXHIBIT A-1
Description of the Equipment

11-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Covered Hoppers	CL527	C313	CNW	95880	1	65	-	16,065	$7,500	$7,500
		C113	CNW	95888	1	65	-	16,065	7,500	7,500
		C313	CNW	95903	1	65	-	16,065	7,500	7,500
		C313	CNW	95909	1	65	-	16,065	7,500	7,500
		C313	CNW	95918	1	65	-	16,065	7,500	7,500
		C313	CNW	95925	1	65	-	16,065	7,500	7,500
		C313	CNW	95956	1	65	-	16,065	7,500	7,500
	CL528	C113	CNW	95870-95878	9	65	-	16,065	7,500	67,500
		C113	CNW	95881-95885	5	65	-	16,065	7,500	37,500
		C113	CNW	95887	1	65	-	16,065	7,500	7,500
		C113	CNW	95889-95893	5	65	-	16,065	7,500	37,500
		C113	CNW	95895-95899	5	65	-	16,065	7,500	37,500
		C113	CNW	95901	1	65	-	16,065	7,500	7,500
		C113	CNW	95904-95908	5	65	-	16,065	7,500	37,500
		C113	CNW	95911-95917	7	65	-	16,065	7,500	52,500
		C113	CNW	95919-95922	4	65	-	16,065	7,500	30,000
		C113	CNW	95924	1	65	-	16,065	7,500	7,500
		C113	CNW	95927	1	65	-	16,065	7,500	7,500
		C113	CNW	95929-95931	3	65	-	16,065	7,500	22,500
		C113	CNW	95933-95935	3	65	-	16,065	7,500	22,500
		C113	CNW	95937-95938	2	65	-	16,065	7,500	15,000
		C113	CNW	95940-95949	10	65	-	16,065	7,500	75,000
		C113	CNW	95951-95955	5	65	-	16,065	7,500	37,500
		C113	CNW	95957-95961	5	65	-	16,065	7,500	37,500
		C113	CNW	95963	1	65	-	16,065	7,500	7,500
		C113	CNW	95965-95967	3	65	-	16,065	7,500	22,500
		C113	CNW	95969	1	65	-	16,065	7,500	7,500
	CL530	C113	CNW	170506	1	67	-	15,073	8,000	8,000
		C113	CNW	170513	1	65	-	14,647	8,000	8,000
		C113	CNW	170516	1	65	-	14,647	8,000	8,000
		C113	CNW	170530-170531	2	65	-	14,647	8,000	16,000
		C113	CNW	170548	1	65	-	14,647	8,000	8,000
		C113	CNW	170551	1	65	-	14,647	8,000	8,000
		C113	CNW	170559	1	65	-	14,647	8,000	8,000
		C113	CNW	170562	1	65	-	14,647	8,000	8,000
		C113	CNW	170569	1	65	-	14,647	8,000	8,000
		C113	CNW	170572	1	65	-	14,647	8,000	8,000
		C113	CNW	170576	1	65	-	14,647	8,000	8,000
		C113	CNW	170577	1	67	-	15,073	8,000	8,000
		C113	CNW	170582	1	65	-	14,647	8,000	8,000
		C113	CNW	170584-170585	2	65	-	14,647	8,000	16,000
		C113	CNW	170589	1	65	-	14,647	8,000	8,000
		C113	CNW	170595	1	65	-	14,647	8,000	8,000
		C113	CNW	170599	1	65	-	14,647	8,000	8,000
		C113	CNW	170605-17609	5	65	-	14,647	8,000	40,000
		C113	CNW	170629-170631	3	65	-	14,647	8,000	24,000
		C113	CNW	170634-170635	2	65	-	14,647	8,000	16,000
		C113	CNW	170638	1	65	-	14,647	8,000	8,000
		C113	CNW	170643	1	65	-	14,647	8,000	8,000
		C113	CNW	170646	1	65	-	14,647	8,000	8,000
		C113	CNW	170649	1	65	-	14,647	8,000	8,000
		C113	CNW	170650	1	67	-	15,073	8,000	8,000
		C113	CNW	170652	1	65	-	14,647	8,000	8,000
		C113	CNW	170660-170661	2	65	-	14,647	8,000	16,000
		C113	CNW	170668	1	65	-	14,647	8,000	8,000
		C113	CNW	170670	1	65	-	14,647	8,000	8,000
		C113	CNW	170672	1	66	-	14,647	8,000	8,000
		C113	CNW	170683	1	65	-	14,647	8,000	8,000

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EXHIBIT A-1
Description of the Equipment

11-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
		C113	CNW	170686	1	65	-	14,647	8,000	8,000
		C113	CNW	170689	1	65	-	14,647	8,000	8,000
		C113	CNW	170691-170692	2	65	-	14,647	8,000	16,000
		C113	CNW	170696-170697	2	65	-	14,647	8,000	16,000
		C113	CNW	170700	1	65	-	14,647	8,000	8,000
		C113	CNW	170703-170704	2	65	-	14,647	8,000	16,000
		C113	CNW	170710	1	65	-	14,647	8,000	8,000
		C113	CNW	170712	1	65	-	14,647	8,000	8,000
		C113	CNW	170715	1	65	-	14,647	8,000	8,000
		C113	CNW	170718	1	65	-	14,647	8,000	8,000
		C113	CNW	170721-170722	2	65	-	14,647	8,000	16,000
		C113	CNW	170738	1	65	-	14,647	8,000	8,000
		C113	CNW	170742	1	65	-	14,647	8,000	8,000
		C113	CNW	170745	1	65	-	14,647	8,000	8,000
		C113	CNW	170746	1	66	-	14,647	8,000	8,000
		C113	CNW	170749	1	65	-	14,647	8,000	8,000
		C113	CNW	170761	1	65	-	14,647	8,000	8,000
		C113	CNW	170762	1	67	-	15,073	8,000	8,000
		C113	CNW	170765	1	65	-	14,647	8,000	8,000
		C113	CNW	170767	1	65	-	14,647	8,000	8,000
		C113	CNW	170784	1	65	-	14,647	8,000	8,000
		C113	CNW	170786	1	65	-	14,647	8,000	8,000
		C113	CNW	170807-170808	2	65	-	14,647	8,000	16,000
		C113	CNW	170810	1	65	-	15,073	8,000	8,000
		C113	CNW	170813	1	65	-	14,647	8,000	8,000
		C113	CNW	170817-170818	2	65	-	14,647	8,000	16,000
		C113	CNW	170820-170821	2	65	-	14,647	8,000	16,000
		C113	CNW	170823	1	65	-	14,647	8,000	8,000
		C113	CNW	170827	1	65	-	14,647	8,000	8,000
		C113	CNW	170830-170831	2	65	-	14,647	8,000	16,000
		C113	CNW	170836	1	65	-	14,647	8,000	8,000
		C113	CNW	170850	1	65	-	14,647	8,000	8,000
		C113	CNW	170852	1	67	-	15,073	8,000	8,000
		C113	CNW	170863	1	65	-	14,647	8,000	8,000
		C113	CNW	170876	1	65	-	14,647	8,000	8,000
		C113	CNW	170877-170878	2	66	-	14,647	8,000	16,000
		C113	CNW	170879	1	65	-	14,647	8,000	8,000
		C113	CNW	170889	1	65	-	14,647	8,000	8,000
		C113	CNW	170896	1	66	-	14,647	8,000	8,000
		C113	CNW	170897	1	65	-	14,647	8,000	8,000
		C113	CNW	170926	1	67	-	15,073	8,000	8,000
										$1,358,000
Equipped Boxcars	QA127	A331	CGW	10214	1	65	-	13,299	$5,100	$5,100
		A331	CGW	10218-10221	4	65	-	13,299	5,100	20,400
		A331	CGW	10223	1	65	-	13,299	5,100	5,100
		A331	CGW	10227-10228	2	65	-	13,299	5,100	10,200
		A331	CGW	10230	1	65	-	13,299	5,100	5,100
		A331	CGW	10232	1	65	-	13,299	5,100	5,100
		A331	CGW	10239	1	65	-	13,299	5,100	5,100
		A331	CGW	10245-10246	2	65	-	13,299	5,100	10,200
		A331	CGW	10248	1	65	-	13,299	5,100	5,100
		A331	CGW	10251-10255	5	65	-	13,299	5,100	25,500
		A331	CGW	10257-10258	2	65	-	13,299	5,100	10,200
		A331	CGW	10263-10271	9	65	-	13,299	5,100	45,900
		A331	CGW	10273-10278	6	65	-	13,299	5,100	30,600
		A331	CGW	10280-10281	2	65	-	13,299	5,100	10,200
		A331	CGW	10284-10287	4	65	-	13,299	5,100	20,400

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EXHIBIT A-1
Description of the Equipment

11-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
		A331	CGW	10290-10291	2	65	-	13,299	5,100	10,200
		A331	CGW	10293-10297	5	65	-	13,299	5,100	25,500
		A331	CGW	10299-10300	2	65	-	13,299	5,100	10,200
	CA252	A633	CNW	91318	1	65	-	23,054	6,000	6,000
		A633	CNW	91321-91322	2	65	-	23,054	6,000	12,000
		A633	CNW	91324-91326	3	65	-	23,054	6,000	18,000
		A633	CNW	91328	1	65	-	23,054	6,000	6,000
		A633	CNW	91330-91331	2	65	-	23,054	6,000	12,000
		A633	CNW	91334	1	65	-	23,054	6,000	6,000
		A633	CNW	91336-91337	2	65	-	23,054	6,000	12,000
		A633	CNW	91341-91343	3	65	-	23,054	6,000	18,000
		A633	CNW	91349	1	65	-	22,527	6,000	6,000
		A633	CNW	91352	1	65	-	22,527	6,000	6,000
		A633	CNW	91354	1	65	-	22,527	6,000	6,000
		A633	CNW	91356	1	65	-	22,527	6,000	6,000
		A633	CNW	91359	1	65	-	22,527	6,000	6,000
		A633	CNW	91365	1	65	-	22,527	6,000	6,000
		A633	CNW	91367	1	65	-	22,527	6,000	6,000
		A633	CNW	91372-91374	3	65	-	22,527	6,000	18,000
		A633	CNW	91376-91377	2	65	-	22,527	6,000	12,000
		A633	CNW	91378	1	65	-	23,054	6,000	6,000
		A633	CNW	91380	1	65	-	23,054	6,000	6,000
		A633	CNW	91382	1	65	-	23,054	6,000	6,000
		A633	CNW	91384	1	65	-	23,054	6,000	6,000
		A633	CNW	91388	1	65	-	23,054	6,000	6,000
		A633	CNW	91390-91391	2	65	-	23,054	6,000	12,000
		A636	CNW	91397	1	65	-	19,609	6,000	6,000
		A636	CNW	91399-91400	2	65	-	19,609	6,000	12,000
		A636	CNW	91402	1	65	-	19,609	6,000	6,000
		A636	CNW	91404-91407	4	65	-	19,609	6,000	24,000
		A636	CNW	91412	1	65	-	19,609	6,000	6,000
		A636	CNW	91414	1	65	-	19,609	6,000	6,000
		A636	CNW	91416	1	65	-	19,609	6,000	6,000
		A632	CNW	91300	1	65	-	20,220	6,000	6,000
		A632	CNW	91302-91307	6	65	-	20,220	6,000	36,000
		A632	CNW	91310-91311	2	65	-	20,220	6,000	12,000
		A632	CNW	91313	1	65	-	20,204	6,000	6,000
		A632	CNW	91315-91317	3	65	-	20,218	6,000	18,000
	CA253	A603	CNW	91550	1	65	-	22,342	8,500	8,500
		A603	CNW	91556	1	65	-	23,118	8,500	8,500
		A633	CNW	91558	1	65	-	22,212	8,500	8,500
		A603	CNW	91560	1	65	-	23,739	8,500	8,500
		A603	CNW	91579	1	65	-	22,212	8,500	8,500
	CA360	A806	CNW	92045	1	65	-	34,318	7,800	7,800
		A806	CNW	92048	1	65	-	31,338	7,500	7,500
		A826	CNW	92050	1	65	-	31,338	7,500	7,500
		A806	CNW	92052	1	65	-	31,338	7,500	7,500
		A806	CNW	92054	1	65	-	31,338	7,500	7,500
		A826	CNW	92056	1	65	-	31,338	7,500	7,500
		A806	CNW	92057-92058	2	65	-	31,338	7,500	15,000
		A826	CNW	92059	1	65	-	31,338	7,500	7,500
		A806	CNW	92060	1	65	-	31,338	7,500	7,500
		A806	CNW	92062	1	65	-	31,338	7,500	7,500
		A806	CNW	92064	1	65	-	31,338	7,500	7,500
		A826	CNW	92065-92066	2	65	-	31,338	7,500	15,000
		A806	CNW	92067	1	65	-	31,338	7,500	7,500
		A826	CNW	92069	1	65	-	31,338	7,500	7,500
		A806	CNW	92026-92030	5	65	-	35,095	7,800	39,000

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EXHIBIT A-1
Description of the Equipment

11-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rbit	Original Cost	Purchase Price/Car	Purchase Price/Total
		A806	CNW	92033	1	65	-	35,095	7,800	7,800
		A806	CNW	92037	1	65	-	35,095	7,800	7,800
		A806	CNW	92039	1	65	-	35,095	7,800	7,800
		A806	CNW	92041	1	65	-	35,095	7,800	7,800
		A806	CNW	92043	1	65	-	35,095	7,800	7,800
										$848,900
RBL Boxcars	CR024	R310	CNW	32610	1	65	-	19,549	$3,500	$3,500
	CR025	R410	CNW	32616	1	65	-	20,025	5,000	5,000
		R410	CNW	32618	1	65	-	20,025	5,000	5,000
		R410	CNW	32621-32622	2	65	-	20,025	5,000	10,000
		R410	CNW	32624-32625	2	65	-	20,025	5,000	10,000
		R410	CNW	32627	1	65	-	20,025	5,000	5,000
		R410	CNW	32633	1	65	-	20,025	5,000	5,000
		R410	CNW	32639-32641	3	65	-	20,025	5,000	15,000
		R410	CNW	32644	1	65	-	20,025	5,000	5,000
		R410	CNW	32646-32647	2	65	-	20,025	5,000	10,000
		R410	CNW	32649-32650	2	65	-	20,025	5,000	10,000
		R410	CNW	32655	1	65	-	20,025	5,000	5,000
		R410	CNW	32659-32664	6	65	-	20,025	5,000	30,000
		R410	CNW	32666	1	65	-	20,025	5,000	5,000
		R410	CNW	32668-32669	2	65	-	20,025	5,000	10,000
		R410	CNW	32671-32672	2	65	-	20,025	5,000	10,000
		R410	CNW	32675	1	65	-	20,025	5,000	5,000
		R410	CNW	32678	1	65	-	20,025	5,000	5,000
		R410	CNW	32681	1	65	-	20,025	5,000	5,000
		R410	CNW	32683	1	65	-	20,025	5,000	5,000
		R410	CNW	32685	1	65	-	20,025	5,000	5,000
		R410	CNW	32689	1	65	-	20,025	5,000	5,000
		R410	CNW	32691	1	65	-	20,025	5,000	5,000
		R410	CNW	32693-32694	2	65	-	20,025	5,000	10,000
		R410	CNW	32696-32698	3	65	-	20,025	5,000	15,000
		R410	CNW	32700-32701	2	65	-	20,025	5,000	10,000
	CR028	R410	CNW	33024	1	65	-	19,015	3,500	3,500
	CR030	R410	CNW	33027	1	65	-	18,876	3,500	3,500
		R410	CNW	33028	1	65	-	19,106	3,500	3,500
		R410	CNW	33031	1	65	-	18,876	3,500	3,500
		R410	CNW	33032	1	65	-	19,106	3,500	3,500
		R410	CNW	33034-33035	2	65	-	18,876	3,500	7,000
		R410	CNW	33037	1	65	-	19,206	3,500	3,500
		R410	CNW	33038-33039	2	65	-	18,876	3,500	7,000
		R410	CNW	33041	1	65	-	18,876	3,500	3,500
		R410	CNW	33043	1	65	-	18,876	3,500	3,500
		R410	CNW	33045	1	65	-	18,876	3,500	3,500
		R410	CNW	33047	1	65	-	18,876	3,500	3,500
		R410	CNW	33048-33049	2	65	-	19,102	3,500	7,000
	CR109	R410	CGW	518	1	65	-	19,768	3,500	3,500
		R410	CGW	520-522	3	65	-	19,768	3,500	10,500
	CR127	R410	CNW	33016	1	65	-	18,688	3,600	3,600
		R410	CNW	33018	1	65	-	18,688	3,600	3,600
		R410	CNW	33020	1	65	-	18,914	3,600	3,600
		R410	CNW	33022	1	65	-	18,919	3,600	3,600
										$297,900
				Grand Total						$2,504,800

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EXHIBIT A-1
Description of the Equipment

12-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Covered Hoppers	CL527	C113	CNW	95973	1	66	-	$15,869	$8,000	$8,000
		C313	CNW	96019	1	66	-	15,869	8,500	8,500
		C313	CNW	96045	1	66	-	15,869	8,500	8,500
		C313	CNW	96087	1	66	-	15,869	8,500	8,500
		C313	CNW	96123	1	66	-	15,869	8,500	8,500
		C313	CNW	96160	1	66	-	15,869	8,500	8,500
		C313	CNW	96216	1	66	-	15,869	8,500	8,500
		C313	CNW	96249	1	66	-	15,869	8,500	8,500
		C313	CNW	96252	1	66	-	15,869	8,500	8,500
		C313	CNW	96263	1	66	-	15,869	8,500	8,500
		C313	CNW	96286	1	66	-	15,869	8,500	8,500
		C313	CNW	96319	1	66	-	15,869	8,500	8,500
		C313	CNW	96323	1	66	-	15,869	8,500	8,500
		C313	CNW	96379	1	66	-	15,869	8,500	8,500
		C313	CNW	96392	1	66	-	15,869	8,500	8,500
		C313	CNW	96393	1	66	-	15,869	8,500	8,500
		C313	CNW	96428	1	66	-	15,869	8,500	8,500
		C313	CNW	96431	1	66	-	15,869	8,500	8,500
		C113	CNW	96437	1	66	-	15,869	8,500	8,500
		C313	CNW	96465	1	66	-	15,869	8,500	8,500
	CL528	C113	CNW	95972	1	66	-	16,064	8,000	8,000
		C113	CNW	95974-95975	2	66	-	15,869	8,000	16,000
		C113	CNW	95979-95986	8	66	-	15,869	8,000	64,000
		C113	CNW	96090	1	66	-	15,869	8,000	8,000
		C113	CNW	96100	1	66	-	15,869	8,000	8,000
		C113	CNW	96142	1	66	-	15,869	8,000	8,000
		C113	CNW	96189	1	66	-	15,869	8,000	8,000
		C113	CNW	96234	1	66	-	15,869	8,000	8,000
		C113	CNW	96237-96239	3	66	-	15,869	8,000	24,000
		C113	CNW	96241-96242	2	66	-	15,869	8,000	16,000
		C113	CNW	96244-96248	5	66	-	15,869	8,000	40,000
		C113	CNW	96250-96251	2	66	-	15,869	8,000	16,000
		C113	CNW	96253-96254	2	66	-	15,869	8,000	16,000
		C113	CNW	96256-96262	7	66	-	15,869	8,000	56,000
		C113	CNW	96265-96268	4	66	-	15,869	8,000	32,000
		C113	CNW	96270-96271	2	66	-	15,869	8,000	16,000
		C113	CNW	96274-96279	6	66	-	15,869	8,000	48,000
		C113	CNW	96281	1	66	-	15,869	8,000	8,000
		C113	CNW	96283	1	66	-	15,869	8,000	8,000
		C113	CNW	96288-96291	4	66	-	15,869	8,000	32,000
		C113	CNW	96293-96294	2	66	-	15,869	8,000	16,000
		C113	CNW	96296-96297	2	66	-	15,869	8,000	16,000
		C113	CNW	96299	1	66	-	15,869	8,000	8,000
		C113	CNW	96301-96305	5	66	-	15,869	8,000	40,000
		C113	CNW	96307	1	66	-	15,869	8,000	8,000
		C113	CNW	96309-96312	4	66	-	15,869	8,000	32,000
		C113	CNW	96315-96317	3	66	-	15,869	8,000	24,000
		C113	CNW	96322	1	66	-	15,869	8,000	8,000
		C113	CNW	96325-96327	3	66	-	15,869	8,000	24,000
		C113	CNW	96329-96330	2	66	-	15,869	8,000	16,000
		C113	CNW	96332	1	66	-	15,869	8,000	8,000
		C113	CNW	96334	1	66	-	15,869	8,000	8,000
		C113	CNW	96336-96337	2	66	-	15,869	8,000	16,000
		C113	CNW	96340-96344	5	66	-	15,869	8,000	40,000
		C113	CNW	96346-96349	4	66	-	15,869	8,000	32,000
		C113	CNW	96355-96358	4	66	-	15,869	8,000	32,000
		C113	CNW	96360-96361	2	66	-	15,869	8,000	16,000
		C113	CNW	96363	1	66	-	15,869	8,000	8,000

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EXHIBIT A-1
Description of the Equipment

12-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
		C113	CNW	96365-96368	4	66	-	15,869	8,000	32,000
		C113	CNW	96370-96371	2	66	-	15,869	8,000	16,000
		C113	CNW	96373-96374	2	66	-	15,869	8,000	16,000
		C113	CNW	96376-96378	3	66	-	15,869	8,000	24,000
		C113	CNW	96380-96382	3	66	-	15,869	8,000	24,000
		C113	CNW	96388-96390	3	66	-	15,869	8,000	24,000
		C113	CNW	96395-96396	2	66	-	15,869	8,000	16,000
		C113	CNW	96402	1	66	-	15,869	8,000	8,000
		C113	CNW	96421	1	66	-	15,869	8,000	8,000
		C113	CNW	96425-96427	3	66	-	15,869	8,000	24,000
		C113	CNW	96429	1	66	-	15,869	8,000	8,000
		C113	CNW	96432-96436	5	66	-	15,869	8,000	40,000
		C113	CNW	96439-96440	2	66	-	15,869	8,000	16,000
		C113	CNW	96442-96458	17	66	-	15,869	8,000	136,000
		C113	CNW	96460	1	66	-	15,869	8,000	8,000
		C113	CNW	96462-96464	3	66	-	15,869	8,000	24,000
		C113	CNW	96466-96469	4	66	-	15,869	8,000	32,000
	CL529	C113	CNW	170000	1	67	-	14,100	9,000	9,000
	CL529	C113	CNW	170002-170004	3	67	-	14,100	9,000	27,000
		C113	CNW	170008-170009	2	67	-	14,100	9,000	18,000
		C113	CNW	170011-170018	8	67	-	14,100	9,000	72,000
		C113	CNW	170020-170024	5	67	-	14,100	9,000	45,000
		C113	CNW	170026-170031	6	67	-	14,100	9,000	54,000
		C113	CNW	170034-170036	3	67	-	14,100	9,000	27,000
		C113	CNW	170038-170041	4	67	-	14,100	9,000	36,000
		C113	CNW	170231	1	67	-	14,144	9,000	9,000
		C113	CNW	170233	1	67	-	14,144	9,000	9,000
		C113	CNW	170244	1	67	-	14,144	9,000	9,000
		C113	CNW	170273	1	67	-	14,144	9,000	9,000
		C113	CNW	170279	1	67	-	14,144	9,000	9,000
		C113	CNW	170356	1	67	-	14,144	9,000	9,000
		C113	CNW	170368	1	67	-	14,144	9,000	9,000
		C113	CNW	170374	1	67	-	14,144	9,000	9,000
		C113	CNW	170377	1	67	-	14,144	9,000	9,000
		C113	CNW	170482	1	67	-	14,144	9,000	9,000
		C113	CNW	170484	1	67	-	14,144	9,000	9,000
		C113	CNW	170488	1	67	-	14,144	9,000	9,000
	GL671	C113	CGW	7202-7203	2	66	-	14,672	10,500	21,000
		C113	CGW	7207	1	66	-	14,672	10,500	10,500
		C113	CGW	7214-7215	2	66	-	14,672	10,500	21,000
		C113	CGW	7217	1	66	-	14,672	10,500	10,500
		C113	CGW	7220-7222	3	66	-	14,672	10,500	31,500
		C113	CGW	7230-7232	3	66	-	14,672	10,500	31,500
		C113	CGW	7234-7236	3	66	-	14,672	10,500	31,500
		C113	CGW	7240	1	66	-	14,672	10,500	10,500
		C113	CGW	7243-7244	2	66	-	14,672	10,500	21,000
		C113	CGW	7247	1	66	-	14,672	10,500	10,500
		C113	CGW	7250	1	66	-	14,672	10,500	10,500
	CL774	C113	CGW	7254	1	67	-	17,046	11,500	11,500
										$2,035,000
Gondolas	CE540	G718	CNW	134023	1	67	-	13,994	8,000	8,000
	CE660	G718	CNW	133005	1	67	-	13,994	8,000	8,000
		G718	CNW	133019	1	67	-	13,994	8,000	8,000
		G718	CNW	133021	1	67	-	13,994	8,000	8,000
		G718	CNW	133028	1	67	-	13,994	8,000	8,000
	CG770	G718	CNW	88409	1	66	-	14,231	7,500	7,500
		G718	CNW	88414-88415	2	66	-	14,231	7,500	15,000

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EXHIBIT A-1
Description of the Equipment

12-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rbit	Original Cost	Purchase Price/Car	Purchase Price/Total
		G718	CNW	88424	1	66	-	14,231	7,500	7,500
	CG771	G718	CNW	132420	1	67	-	14,049	8,000	8,000
		G718	CNW	132437	1	67	-	14,049	8,000	8,000
		G718	CNW	132469	1	67	-	14,049	8,000	8,000
		G718	CNW	132479	1	67	-	14,049	8,000	8,000
		G718	CNW	132487-132488	2	67	-	13,994	8,000	16,000
		G718	CNW	132490	1	67	-	13,994	8,000	8,000
		G718	CNW	132492-132495	4	67	-	13,994	8,000	32,000
		G718	CNW	132498-132501	4	67	-	13,994	8,000	32,000
		G718	CNW	132504-132513	10	67	-	13,994	8,000	80,000
		G718	CNW	132516-132518	3	67	-	13,994	8,000	24,000
		G718	CNW	132520	1	67	-	13,994	8,000	8,000
		G718	CNW	132522-132524	3	67	-	13,994	8,000	24,000
		G718	CNW	132526-132527	2	67	-	13,994	8,000	16,000
		G718	CNW	132531-132532	2	67	-	13,994	8,000	16,000
		G718	CNW	132534	1	67	-	13,994	8,000	8,000
		G718	CNW	132536-132540	5	67	-	13,994	8,000	40,000
		G718	CNW	132542-132545	4	67	-	13,994	8,000	32,000
		G718	CNW	132548	1	67	-	13,994	8,000	8,000
		G718	CNW	132550-132561	12	67	-	13,994	8,000	96,000
		G718	CNW	132564-132568	5	67	-	13,994	8,000	40,000
		G718	CNW	132571	1	67	-	13,994	8,000	8,000
		G718	CNW	132573	1	67	-	13,994	8,000	8,000
		G718	CNW	132575-132581	7	67	-	13,994	8,000	56,000
		G718	CNW	132583-132584	2	67	-	13,994	8,000	16,000
		G718	CNW	132586-132595	10	67	-	13,994	8,000	80,000
		G718	CNW	132598-132599	2	67	-	13,994	8,000	16,000
										$766,000
Equipped Gondolas	CE106	E431	CNW	39520	1	67	-	$19,045	$12,000	$12,000
		E441	CNW	39521	1	67	-	19,045	12,000	12,000
		E441	CNW	39523	1	67	-	19,045	12,000	12,000
		E441	CNW	39526	1	67	-	19,045	12,000	12,000
		E431	CNW	39528	1	67	-	19,045	12,000	12,000
		E431	CNW	39531-39532	2	67	-	19,045	12,000	24,000
		E441	CNW	39533	1	67	-	19,045	12,000	12,000
		E431	CNW	39536	1	67	-	19,045	12,000	12,000
		E441	CNW	39537	1	67	-	19,045	12,000	12,000
		E431	CNW	39538-39539	2	67	-	19,045	12,000	24,000
		E431	CNW	39543	1	67	-	19,045	12,000	12,000
	CE538	E730	CNW	88421	1	66	-	14,231	7,500	7,500
	CE660	E730	CNW	133009	1	67	-	13,994	8,000	8,000
		E730	CNW	133022	1	67	-	13,994	8,000	8,000
		E730	CNW	133037	1	67	-	13,994	8,000	8,000
		E730	CNW	133044	1	67	-	13,994	8,000	8,000
		E730	CNW	133047	1	67	-	13,994	8,000	8,000
		E730	CNW	133049-133050	2	67	-	13,994	8,000	16,000
										219,500
Equipped Boxcars	CA182	A435	CNW	164000-164010	11	67	-	$17,439	$12,000	$132,000
		A435	CNW	164012-164017	6	67	-	17,439	12,000	72,000
		A435	CNW	164019-164021	3	67	-	17,439	12,000	36,000
		A435	CNW	164024-164029	6	67	-	17,439	12,000	72,000
		A435	CNW	164031-164038	8	67	-	17,439	12,000	96,000
		A435	CNW	164040-164048	9	67	-	17,439	12,000	108,000
		A435	CNW	164050-164056	7	67	-	17,439	12,000	84,000
		A435	CNW	164058-164059	2	67	-	17,439	12,000	24,000
		A435	CNW	164061	1	67	-	17,439	12,000	12,000

EXHIBIT A-1
Description of the Equipment

12-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
		A435	CNW	164063-164072	10	67	-	17,439	12,000	120,000
		A435	CNW	164074-164087	14	67	-	17,439	12,000	168,000
		A435	CNW	164089-164120	32	67	-	17,439	12,000	384,000
		A435	CNW	164122-164134	13	67	-	17,439	12,000	156,000
		A435	CNW	164136-164138	3	67	-	17,439	12,000	36,000
		A435	CNW	164140-164149	10	67	-	17,439	12,000	120,000
	CA252	A632	CNW	91418	1	66	-	20,497	6,500	6,500
		A632	CNW	91421-91422	2	66	-	20,497	6,500	13,000
		A632	CNW	91426-91428	3	66	-	20,497	6,500	19,500
		A632	CNW	91430	1	66	-	20,497	6,500	6,500
		A632	CNW	91433	1	66	-	20,497	6,500	6,500
		A632	CNW	91435-91436	2	66	-	20,497	6,500	13,000
		A632	CNW	91438-91444	7	66	-	20,497	6,500	45,500
		A632	CNW	91447	1	66	-	20,497	6,500	6,500
		A632	CNW	91449-91450	2	66	-	20,497	6,500	13,000
		A633	CNW	91451-91453	3	66	-	20,497	6,800	20,400
		A633	CNW	91455-91456	2	66	-	20,497	6,800	13,600
		A633	CNW	91458	1	66	-	20,497	6,800	6,800
		A633	CNW	91468	1	66	-	20,497	6,800	6,800
		A633	CNW	91470-91472	3	66	-	20,497	6,800	20,400
		A633	CNW	91474-91475	2	66	-	20,497	6,800	13,600
		A633	CNW	91478	1	66	-	20,497	6,800	6,800
		A633	CNW	91485	1	66	-	20,497	6,800	6,800
		A633	CNW	91488-91489	2	66	-	20,497	6,800	13,600
		A633	CNW	91492-91493	2	66	-	20,497	6,800	13,600
		A633	CNW	91496	1	66	-	20,497	6,800	6,800
	CA253	A603	CNW	91593	1	66	-	21,445	9,000	9,000
		A603	CNW	91595-91596	2	66	-	21,445	9,000	18,000
		A603	CNW	91598	1	66	-	21,445	9,000	9,000
		A603	CNW	91599	1	67	-	21,445	9,000	9,000
		A603	CNW	91600	1	66	-	21,445	9,000	9,000
		A603	CNW	91603-91604	2	66	-	21,445	9,000	18,000
		A603	CNW	91606	1	66	-	21,445	9,000	9,000
		A603	CNW	91608-91609	2	66	-	21,445	9,000	18,000
		A603	CNW	91613-91614	2	66	-	21,445	9,000	18,000
		A633	CNW	91615	1	66	-	21,445	9,500	9,500
	CA360	A806	CNW	92070	1	66	-	31,736	7,800	7,800
		A806	CNW	92072	1	66	-	31,736	7,800	7,800
		A806	CNW	92074-92078	5	66	-	31,736	7,800	39,000
		A806	CNW	92080-92082	3	66	-	31,736	7,800	23,400
		A806	CNW	92085	1	66	-	31,736	7,800	7,800
										$2,091,500
				Grand Total						$5,112,000

EXHIBIT A-1
Description of the Equipment

13-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Gondolas	CG772	G718	CNW	132604	1	68	-	$12,935	$8,500	$8,500
		G718	CNW	132609-132612	4	68	-	12,935	8,500	34,000
		G718	CNW	132616	1	68	-	12,935	8,500	8,500
		G718	CNW	132627	1	68	-	12,935	8,500	8,500
		G718	CNW	132631	1	68	-	12,935	8,500	8,500
		G718	CNW	132645	1	68	-	12,935	8,500	8,500
		G718	CNW	132653	1	68	-	12,935	8,500	8,500
		G718	CNW	132655	1	68	-	12,935	8,500	8,500
		G718	CNW	132665	1	68	-	12,935	8,500	8,500
		G718	CNW	132671	1	68	-	12,935	8,500	8,500
		G718	CNW	132674	1	68	-	12,935	8,500	8,500
		G718	CNW	132676	1	68	-	12,935	8,500	8,500
		G718	CNW	132679	1	68	-	12,935	8,500	8,500
		G718	CNW	132689-132690	2	68	-	12,935	8,500	17,000
		G718	CNW	132694	1	68	-	12,935	8,500	8,500
		G718	CNW	132704	1	68	-	12,935	8,500	8,500
		G718	CNW	132707	1	68	-	12,935	8,500	8,500
		G718	CNW	132720-132721	2	68	-	12,935	8,500	17,000
		G718	CNW	132723	1	68	-	12,935	8,500	8,500
		G718	CNW	132726	1	68	-	12,935	8,500	8,500
		G718	CNW	132728	1	68	-	12,935	8,500	8,500
		G718	CNW	132740	1	68	-	12,935	8,500	8,500
		G718	CNW	132746-132747	2	68	-	12,935	8,500	17,000
		G718	CNW	132753	1	68	-	12,935	8,500	8,500
		G718	CNW	132757	1	68	-	12,935	8,500	8,500
		G718	CNW	132759	1	68	-	12,935	8,500	8,500
		G718	CNW	132772-132773	2	68	-	12,935	8,500	17,000
		G718	CNW	132775	1	68	-	12,935	8,500	8,500
		G718	CNW	132777	1	68	-	12,935	8,500	8,500
		G718	CNW	132780	1	68	-	12,935	8,500	8,500
		G718	CNW	132787-132788	2	68	-	12,935	8,500	17,000
		G718	CNW	132794	1	68	-	12,935	8,500	8,500
		G718	CNW	132797-132799	3	68	-	12,935	8,500	25,500
										$365,500
Equipped Boxcars	CA360	A806	CNW	92121	1	68	-	$28,578	$8,000	$8,000
		A806	CNW	92123-92129	7	68	-	28,578	8,000	56,000
	CA361	A806	CNW	92502	1	69	-	30,596	12,000	12,000
		A806	CNW	92508-92510	3	69	-	27,713	12,000	36,000
		A806	CNW	92512-92513	2	69	-	27,713	12,000	24,000
		A806	CNW	92516-92517	2	69	-	27,713	12,000	24,000
		A806	CNW	92519-92520	2	69	-	27,713	12,000	24,000
		A806	CNW	92522	1	69	-	27,713	12,000	12,000
		A806	CNW	92524	1	69	-	27,713	12,000	12,000
		A806	CNW	92526	1	69	-	27,713	12,000	12,000
		A806	CNW	92528-92531	4	69	-	27,713	12,000	48,000
										$268,000
RBL Boxcars	CR026	R410	CNW	32704-32705	2	68	-	$19,730	$3,800	$7,600
		R410	CNW	32707-32710	4	68	-	19,730	3,800	15,200
		R410	CNW	32712-32717	6	68	-	19,730	3,800	22,800
		R410	CNW	32720	1	68	-	19,730	3,800	3,800
		R410	CNW	32722-32724	3	68	-	19,730	3,800	11,400
		R410	CNW	32726-32727	2	68	-	19,730	3,800	7,600
		R410	CNW	32730-32734	5	68	-	19,730	3,800	19,000
		R410	CNW	32736	1	68	-	19,730	3,800	3,800
		R410	CNW	32739-32740	2	68	-	19,730	3,800	7,600
		R410	CNW	32742-32745	4	68	-	19,730	3,800	15,200

EXHIBIT A-1
Description of the Equipment

13-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rbit	Original Cost	Purchase Price/Car	Purchase Price/Total
		R410	CNW	32748-32749	2	68	-	19,730	3,800	7,600
		R410	CNW	32751	1	68	-	19,730	3,800	3,800
		R410	CNW	32754-32756	3	68	-	19,730	3,800	11,400
		R310	CNW	32759-32761	3	68	-	19,730	3,800	11,400
		R310	CNW	32763	1	68	-	19,730	3,800	3,800
		R310	CNW	32766	1	68	-	19,730	3,800	3,800
		R310	CNW	32768-32771	4	68	-	19,730	3,800	15,200
		R410	CNW	32772	1	68	-	19,730	3,800	3,800
										$174,800
				Grand Total						$808,300

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EXHIBIT A-1
Description of the Equipment

14-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Covered Hoppers	CL281	C111	CNW	175594-175599	6	76	-	$25,800	$13,000	$78,000
	CL285	C111	CNW	435000-435084	85	74	-	19,600	11,500	977,500
	CL467	C413	CNW	69925-69926	2	75	-	33,371	13,500	27,000
		C413	CNW	69928-69940	13	75	-	33,371	13,500	175,500
		C413	CNW	69942-69949	8	75	-	33,371	13,500	108,000
		C413	CNW	69950-69951	2	74	-	23,526	13,000	26,000
		C413	CNW	69953-69954	2	74	-	23,526	13,000	26,000
	CL468	C413	CNW	69976-69984	9	75	-	33,371	13,500	121,500
		C413	CNW	69985-69994	10	76	-	34,424	14,000	140,000
		C413	CNW	69995-69999	5	76	-	34,491	14,000	70,000
	CL888	C113	CNW	753800	1	78	-	36,004	23,000	23,000
	CL286 1	C112	CNW	438000	1	67	87	19,334	13,500	13,500
		C112	CNW	438001	1	67	88	19,334	13,500	13,500
		C112	CNW	438002-438007	6	67	87	19,334	13,500	81,000
		C112	CNW	438008-438011	4	67	88	19,334	13,500	54,000
		C112	CNW	438012	1	67	87	19,334	13,500	13,500
		C112	CNW	438013	1	67	88	19,334	13,500	13,500
		C112	CNW	438014	1	67	87	19,334	13,500	13,500
		C112	CNW	438015-438187	173	67	88	19,334	13,500	2,335,500
										$4,310,500
Open Hoppers	CH324	H350	CNW	135590-135599	10	76	-	$29,418	$15,500	$155,000
	CH325	H350	CNW	135617-135627	11	76	-	28,279	15,500	170,500
		H350	CNW	135629-135634	6	76	-	28,279	15,500	93,000
		H350	CNW	135636-135637	2	76	-	28,279	15,500	31,000
		H350	CNW	135644	1	76	-	28,279	15,500	15,500
		H350	CNW	135651	1	76	-	28,279	15,500	15,500
		H350	CNW	135668-135700	3	76	-	28,279	15,500	46,500
		H350	CNW	135702	1	76	-	28,279	15,500	15,500
		H350	CNW	135704-135724	21	76	-	28,279	15,500	325,500
		H350	CNW	135726-135730	5	76	-	28,279	15,500	77,500
		H350	CNW	135732-135738	7	76	-	28,279	15,500	108,500
		H350	CNW	135740-135741	2	76	-	28,279	15,500	31,000
		H350	CNW	135744-135766	23	76	-	28,279	15,500	356,500
		H350	CNW	135768-135786	19	76	-	28,279	15,500	294,500
		H350	CNW	135788-135799	12	76	-	28,279	15,500	186,000
										$1,922,000
Gondolas	CG547	G517	CNW	340500-340599	100	80	-	$41,117	$22,000	$2,200,000
Equipped Gondolas	CE107	E441	CNW	39600	1	69	-	$17,628	$13,000	$13,000
		E431	CNW	39602-39604	3	69	-	17,628	13,000	39,000
		E431	CNW	39608	1	69	-	17,628	13,000	13,000
		E431	CNW	39613	1	69	-	17,628	13,000	13,000
		E441	CNW	39614	1	69	-	17,628	13,000	13,000
		E431	CNW	39615-39616	2	69	-	17,628	13,000	26,000
		E441	CNW	39617	1	69	-	17,628	13,000	13,000
		E431	CNW	39619	1	69	-	17,628	13,000	13,000
		E431	CNW	39621	1	69	-	17,628	13,000	13,000
		E441	CNW	39624	1	69	-	17,628	13,000	13,000
		E431	CNW	39626	1	69	-	17,628	13,000	13,000
		E431	CNW	39628-39633	6	69	-	17,628	13,000	78,000
		E431	CNW	39635	1	69	-	17,628	13,000	13,000
		E441	CNW	39636	1	69	-	17,628	13,000	13,000
		E431	CNW	39638	1	69	-	17,628	13,000	13,000
		E431	CNW	39642-39647	6	69	-	17,628	13,000	78,000
		E431	CNW	39649	1	69	-	17,628	13,000	13,000
										$390,000

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EXHIBIT A-1
Description of the Equipment

14-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Boxcars	CA181	B414	CNW	155000-155003	4	73	-	$17,294	$9,000	$36,000
		B414	CNW	155005	1	73	-	17,294	9,000	9,000
		B414	CNW	155008	1	73	-	17,294	9,000	9,000
		B414	CNW	155010-155017	8	73	-	17,294	9,000	72,000
		B414	CNW	155018-155020	3	73	-	17,242	9,000	27,000
		B414	CNW	155022-155026	5	73	-	17,242	9,000	45,000
		B414	CNW	155028-155040	13	73	-	17,242	9,000	117,000
		B414	CNW	155042-155047	6	73	-	17,242	9,000	54,000
		B414	CNW	155049-155050	2	73	-	17,242	9,000	18,000
		B414	CNW	155052-155054	3	73	-	17,242	9,000	27,000
		B414	CNW	155057-155058	2	73	-	17,242	9,000	18,000
		B414	CNW	155060-155061	2	73	-	17,242	9,000	18,000
		B414	CNW	155063-155066	4	73	-	17,242	9,000	36,000
		B414	CNW	155068-155072	5	73	-	17,242	9,000	45,000
		B414	CNW	155074	1	73	-	17,242	9,000	9,000
		B414	CNW	155078-155079	2	73	-	17,242	9,000	18,000
		B414	CNW	155081-155084	4	73	-	17,242	9,000	36,000
		B414	CNW	155086-155087	2	73	-	17,242	9,000	18,000
		B414	CNW	155089-155092	4	73	-	17,242	9,000	36,000
		B414	CNW	155093	1	73	-	17,301	9,000	9,000
		B414	CNW	155095	1	73	-	17,242	9,000	9,000
		B414	CNW	155097	1	73	-	17,242	9,000	9,000
		B414	CNW	155099	1	73	-	17,242	9,000	9,000
	CA361	B827	CNW	92511	1	69	-	27,713	11,000	11,000
	CB175	B414	CNW	155048	1	73	-	17,242	9,000	9,000
		B414	CNW	155055-155056	2	73	-	17,242	9,000	18,000
		B414	CNW	155062	1	73	-	17,242	9,000	9,000
		B414	CNW	155067	1	73	-	17,242	9,000	9,000
		B414	CNW	155073	1	73	-	17,242	9,000	9,000
		B414	CNW	155075	1	73	-	17,242	9,000	9,000
		B414	CNW	155077	1	73	-	17,242	9,000	9,000
		B414	CNW	155088	1	73	-	17,242	9,000	9,000
		B414	CNW	155096	1	73	-	17,242	9,000	9,000
		B414	CNW	155098	1	73	-	17,242	9,000	9,000
		B414	CNW	155100-155120	21	73	-	17,242	9,000	189,000
		B414	CNW	155122-155146	25	73	-	17,242	9,000	225,000
		B414	CNW	155148	1	73	-	17,242	9,000	9,000
		B414	CNW	155150-155162	13	73	-	17,242	9,000	117,000
		B414	CNW	155164-155165	2	73	-	17,242	9,000	18,000
		B414	CNW	155166	1	74	-	17,242	9,000	9,000
		B414	CNW	155167-155186	20	73	-	17,242	9,000	180,000
		B414	CNW	155188-155189	2	73	-	17,242	9,000	18,000
		B414	CNW	155191-155205	15	73	-	17,242	9,000	135,000
		B414	CNW	155207-155218	12	73	-	17,242	9,000	108,000
		B414	CNW	155219	1	74	-	17,242	9,000	9,000
		B414	CNW	155220-155223	4	73	-	17,242	9,000	36,000
		B414	CNW	155225-155234	10	73	-	17,242	9,000	90,000
		B414	CNW	155236-155240	5	73	-	17,242	9,000	45,000
		B414	CNW	155242	1	74	-	17,242	9,000	9,000
		B414	CNW	155243	1	73	-	17,242	9,000	9,000
		B414	CNW	155244-155245	2	74	-	17,242	9,000	18,000
		B414	CNW	155246-155262	17	73	-	17,242	9,000	153,000
		B414	CNW	155264	1	74	-	17,242	9,000	9,000
		B414	CNW	155265	1	73	-	17,242	9,000	9,000
		B414	CNW	155267-155269	3	73	-	17,242	9,000	27,000
		B414	CNW	155271-155278	8	73	-	17,242	9,000	72,000
		B414	CNW	155279	1	74	-	17,242	9,000	9,000

EXHIBIT A-1
Description of the Equipment

14-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
		B414	CNW	155280-155292	13	73	-	17,242	9,000	117,000
		B414	CNW	155294-155300	7	73	-	17,242	9,000	63,000
		B414	CNW	155301-155304	4	74	-	17,242	9,000	36,000
		B414	CNW	155305	1	73	-	17,242	9,000	9,000
		B414	CNW	155306-155317	12	74	-	17,242	9,000	108,000
		B414	CNW	155318-155319	2	73	-	17,242	9,000	18,000
		B414	CNW	155320-155325	6	74	-	17,242	9,000	54,000
		B414	CNW	155327-155333	7	74	-	17,242	9,000	63,000
		B414	CNW	155334	1	73	-	17,242	9,000	9,000
		B414	CNW	155335-155339	5	74	-	17,242	9,000	45,000
		B414	CNW	155340-155354	15	73	-	17,242	9,000	135,000
		B414	CNW	155355-155356	2	74	-	17,242	9,000	18,000
		B414	CNW	155357	1	73	-	17,242	9,000	9,000
		B414	CNW	155358	1	74	-	17,242	9,000	9,000
		B414	CNW	155359	1	73	-	17,242	9,000	9,000
		B414	CNW	155361	1	73	-	17,242	9,000	9,000
		B414	CNW	155362	1	74	-	17,242	9,000	9,000
		B414	CNW	155363-155366	4	73	-	17,242	9,000	36,000
		B414	CNW	155368	1	73	-	17,242	9,000	9,000
		B414	CNW	155369-155371	3	74	-	17,242	9,000	27,000
		B414	CNW	155372-155377	6	73	-	17,242	9,000	54,000
		B414	CNW	155378-155379	2	74	-	17,242	9,000	18,000
		B414	CNW	155380-155388	9	73	-	17,242	9,000	81,000
		B414	CNW	155389	1	74	-	17,242	9,000	9,000
		B414	CNW	155390-155394	5	73	-	17,242	9,000	45,000
		B414	CNW	155395-155396	2	74	-	17,242	9,000	18,000
		B414	CNW	155397	1	73	-	17,242	9,000	9,000
		B414	CNW	155398-155399	2	74	-	17,242	9,000	18,000
		B414	CNW	155400	1	73	-	17,242	9,000	9,000
		B414	CNW	155401-155403	3	74	-	17,242	9,000	27,000
		B414	CNW	155404	1	73	-	17,242	9,000	9,000
		B414	CNW	155406-155407	2	73	-	17,242	9,000	18,000
		B414	CNW	155408	1	74	-	17,242	9,000	9,000
		B414	CNW	155409	1	73	-	17,242	9,000	9,000
		B414	CNW	155410	1	74	-	17,242	9,000	9,000
		B414	CNW	155411-155415	5	73	-	17,242	9,000	45,000
		B414	CNW	155416	1	74	-	17,242	9,000	9,000
		B414	CNW	155417-155419	3	73	-	17,242	9,000	27,000
		B414	CNW	155422	1	73	-	17,242	9,000	9,000
		B414	CNW	155424	1	73	-	17,242	9,000	9,000
		B414	CNW	155425	1	74	-	17,242	9,000	9,000
		B414	CNW	155426	1	73	-	17,242	9,000	9,000
		B414	CNW	155428	1	74	-	17,242	9,000	9,000
		B414	CNW	155429	1	73	-	17,242	9,000	9,000
		B414	CNW	155430	1	74	-	17,242	9,000	9,000
		B414	CNW	155432-155436	5	74	-	17,242	9,000	45,000
		B414	CNW	155437	1	73	-	17,242	9,000	9,000
		B414	CNW	155438-155441	4	74	-	17,242	9,000	36,000
		B414	CNW	155442	1	73	-	17,242	9,000	9,000
		B414	CNW	155443-155444	2	74	-	17,242	9,000	18,000
		B414	CNW	155446-155453	8	74	-	17,242	9,000	72,000
		B414	CNW	155455-155458	4	74	-	17,242	9,000	36,000
		B414	CNW	155460-155464	5	74	-	17,242	9,000	45,000
		B414	CNW	155466-155496	31	74	-	17,242	9,000	279,000
		B414	CNW	155498-155499	2	74	-	17,242	9,000	18,000
		B414	CNW	155000-155503	4	74	-	17,242	9,000	36,000
		B414	CNW	155005-155514	10	74	-	17,242	9,000	90,000
		B414	CNW	155516-155524	9	74	-	17,242	9,000	81,000

EXHIBIT A-1
Description of the Equipment

14-Year Railroad Freight Cars
(ADR)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
		B414	CNW	155526-155533	8	74	-	17,242	9,000	72,000
		B414	CNW	155533-155542	8	74	-	17,242	9,000	72,000
		B414	CNW	155544-155564	21	74	-	17,242	9,000	189,000
		B414	CNW	155566-155594	29	74	-	17,242	9,000	261,000
		B414	CNW	155596-155599	4	74	-	17,242	9,000	36,000
										$4,979,000
Equipped Boxcars	CA251	A632	CNW	91233-91238	6	69	-	$26,522	$7,500	$45,000
		A632	CNW	91240	1	69	-	26,522	7,500	7,500
		A632	CNW	91242-91243	2	69	-	26,522	7,500	15,000
	CA253	A603	CNW	91619	1	69	-	22,456	11,000	11,000
		A603	CNW	91620-91622	3	69	-	26,522	11,000	33,000
		A632	CNW	91623	1	69	-	26,522	12,000	12,000
										$123,500
RBL Boxcars	CR033	R410	CNW	33236	1	69	-	$20,082	$3,800	$3,800
	CR061	R410	CNW	600500-600502	3	74	-	27,500	12,000	36,000
		R410	CNW	600504-600508	5	74	-	27,500	12,000	60,000
		R410	CNW	600510-600517	8	74	-	27,500	12,000	96,000
		R410	CNW	600519	1	74	-	27,500	12,000	12,000
		R410	CNW	600521-600529	9	74	-	27,500	12,000	108,000
		R410	CNW	600531-600534	4	74	-	27,500	12,000	48,000
		R410	CNW	600537-600548	12	74	-	27,500	12,000	144,000
		R410	CNW	600550-600559	10	74	-	27,500	12,000	120,000
		R410	CNW	600561-600563	3	74	-	27,500	12,000	36,000
		R410	CNW	600565-600566	2	74	-	27,500	12,000	24,000
		R410	CNW	600568-600570	3	74	-	27,500	12,000	36,000
		R410	CNW	600572-600574	3	74	-	27,500	12,000	36,000
		R410	CNW	600576-600578	3	74	-	27,500	12,000	36,000
		R410	CNW	600580	1	74	-	27,500	12,000	12,000
		R410	CNW	600583-600595	13	74	-	27,500	12,000	156,000
		R410	CNW	600598-600607	10	74	-	27,500	12,000	120,000
		R410	CNW	600609	1	74	-	27,500	12,000	12,000
	CR408	R410	CNW	540300-540323	24	73	-	27,597	12,000	288,000
		R410	CNW	540325-540327	3	73	-	27,597	12,000	36,000
		R410	CNW	540329-540335	7	73	-	27,597	12,000	84,000
		R410	CNW	540337-540343	7	73	-	27,597	12,000	84,000
		R410	CNW	540345-540350	6	73	-	27,597	12,000	72,000
		R410	CNW	540352-540376	25	73	-	27,597	12,000	300,000
		R410	CNW	540378-540397	20	73	-	27,597	12,000	240,000
		R410	CNW	540398-540411	14	74	-	27,597	12,000	168,000
		R410	CNW	540413-540423	11	74	-	27,597	12,000	132,000
		R410	CNW	540425-540436	12	74	-	27,597	12,000	144,000
										$2,643,800
				Grand Total						$16,568,800

1 NOTE: Series CL286 appears on both this schedule and the 14-Year Railroad Freight Car (MACRS) schedule. The purchase price/car set forth above reflects the portion of such purchase price represented by the ADR component.

20/41

EXHIBIT A-1
Description of the Equipment

14-Year Railroad Freight Cars
(MACRS)

Car Type	Car Series	AAR Car Type Code	Initial	Car Number	No. Cars	Year Built	Year Rblt	Original Cost	Purchase Price/Car	Purchase Price/Total
Covered Hoppers	CL286 1	C112	CNW	438000	1	67	87	$19,334	$5,700	$5,700
		C112	CNW	438001	1	67	88	19,334	5,700	$5,700
		C112	CNW	438002-438007	6	67	87	19,334	5,700	$34,200
		C112	CNW	438008-438011	4	67	88	19,334	5,700	$22,800
		C112	CNW	438012	1	67	87	19,334	5,700	$5,700
		C112	CNW	438013	1	67	88	19,334	5,700	$5,700
		C112	CNW	438014	1	67	87	19,334	5,700	$5,700
		C112	CNW	438015-438187	173	67	88	19,334	5,700	$986,100
										$1,071,600
Gondolas	CG548	G517	CNW	340300-340319	20	81	-	$41,600	$22,000	$440,000
Equipped Gondolas	CG548	E531	CNW	340320-340384	65	81	-	$41,600	$22,000	$1,430,000
	CG548	E531	CNW	340386-340390	5	81	-	$41,600	$22,000	$110,000
		E531	CNW	340392-340399	8	81	-	41,600	22,000	$176,000
										$1,716,000
				Grand Total						$3,227,600
				Grand Total for All						$79,532,300

1 NOTE: Series CL286 appears on both this schedule and the 14-Year Railroad Frieght Car (ADR) Schedule. The purchase price/car set forth above reflects the portion of such purchase price represented by the MACRS component.