

CHICAGO AND



TRANSPORTATION COMPANY

OFFICE OF THE SECRETARY  
DIRECT DIAL NUMBER

312/559-6158

0-320A061

November 15, 1990  
File No: A-11275B (R-5)

RECORDATION NO 7002-F FILED 1425

Mr. Sidney L. Stickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, DC 20434

NOV 16 1990 -1 45 PM

INTERSTATE COMMERCE COMMISSION

Re: Lease of Railroad Equipment dated March 31, 1973  
between Chicago, Rock Island and Pacific Railroad  
Company and North American Car Corporation recorded  
April 24, 1973, assigned Recordation No. 7002.

Dear Mr. Stickland:

Pursuant to Section 11303 (formerly Section 20c) of the Interstate Commerce Act, as amended, attached for recordation are counterparts of Statement of New Numbers pertaining to the above-referenced lease which the Chicago and North Western Transportation Company assumed via Assignment and Assumption dated March 26, 1980 between us and William M. Gibbons, as Trustee of the Property of Chicago, Rock Island and Pacific Railroad Company, assigned Recordation No. 7002-F.

Enclosed is a check for \$15.00 to cover your recording fee. Please assign a sequential recordation number, retain one copy for your files and return the remaining counterparts showing the recordation data to me.

Sincerely,

Lisa M. Fanelli  
Manager Stock Operations

Enclosures

cc: M. H. Shumate

csd11/63(2)

*Handwritten notes:*  
August 11, 1980  
C. D. ...

**Interstate Commerce Commission**  
Washington, D.C. 20423

11/16/90

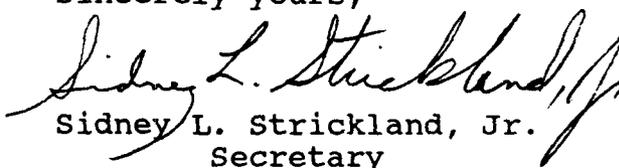
OFFICE OF THE SECRETARY

Lisa M. Fanelli  
Manager Stock Operations  
Chicago & Northwestern Transportation Co.  
One Western Center  
Chicago, Illinois 60606

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 11/16/90 at 1:45pm , and assigned recordation number(s). 7002-H

Sincerely yours,

  
Sidney L. Strickland, Jr.  
Secretary

STATEMENT  
OF  
NEW NUMBERS

RECORDATION NO. 7002-A FILED 1425

NOV 16 1990 - 1 45 PM

INTERSTATE COMMERCE COMMISSION

WHEREAS, Chicago, Rock Island and Pacific Railroad Company ("CRIP") and North American Car Corporation ("NAC") entered into that certain Lease of Railroad Equipment as filed with the Interstate Commerce Commission on April 24, 1973 under Recordation No. 7002 dated March 31, 1973 (the "Lease") covering the units of railroad equipment (the "Equipment") listed on Exhibit "A" hereto; and

WHEREAS, Chicago and North Western Transportation Company (the "CNW") and William M. Gibbons, as Trustee of the property of Chicago, Rock Island and Pacific Railroad Company ("TCRIP") entered into that certain Assignment and Assumption of Lease as filed with the Interstate Commerce Commission on July 7, 1983 under Recordation No. 7002-F dated March 26, 1980 under which TCRIP as successor in interest to all rights and obligations of CRIP under the Lease assigned all right, title and interest of TCRIP under Lease to CNW; and

WHEREAS, CNW has entered into an Equipment Option Agreement with CIS Rail Trust 1984-A under which CNW has been granted an option to purchase the Equipment; and

WHEREAS, the old railroad system numbers for the Equipment stated in the Lease are as listed as such on Exhibit "A" hereto; and

WHEREAS, CNW desires to certify as to the renumbering of the Equipment to make clear on the Interstate Commerce Commission records the current car numbering for the Equipment.

NOW, THEREFORE, CNW does hereby certify that the new railroad equipment numbers for the Equipment are as listed as such on Exhibit "A" hereto and that such numbers have been properly affixed to the Equipment.

CHICAGO AND NORTH WESTERN  
TRANSPORTATION COMPANY

By: RL Johnson  
Title: VP - EQ + cust. serv.

SEAL

ATTEST:

By: Ann M. Farrell

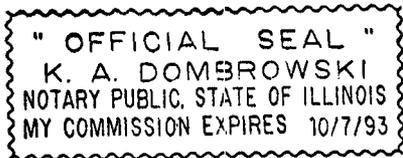
Title: ASST SECRETARY

EXHIBIT "A"

<u>Type</u>	<u>Quantity</u>	<u>Old Numbers</u>	<u>New Numbers</u>
50' Boxcars	347	RI 62500-62849 including those renumbered as 562500-562849	CNW 715000-715346
50' Equipped Boxcars XL, DF	92	RI 36300-36399 including those renumbered as 536300-536399	CNW 721000-721092
60' 100 Ton Boxcars DF	99	RI 34500-99 including those renumbered as 534500-99	CNW 761000-761098
Covered Hoppers	479	RI 132250-749 including those renumbered as 632250-749	CNW 752500-752978
52' Gondolas	100	RI 180000-099 including those renumbered as 680000-099	CNW 741000-741099

STATE OF ILLINOIS     )  
                                  )     SS:  
COUNTY OF COOK        )

On this 15<sup>th</sup> day of November, 1990, before me personally appeared R. L. Johnson, to me personally known, who, being by me duly sworn, says that he is the Vice President of Chicago and North Western Transportation Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation 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 corporation.



K. A. Dombrowski  
Notary Public.

[Notarial Seal]

My Commission expires: 10/7/93