

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
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SUITE 200  
WASHINGTON, D.C.  
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ELIAS G. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

RECORDATION NO. 17767-C FILED

DEC 26 '00 3-44 PM

SURFACE TRANSPORTATION BOARD  
URBAN A. LESTER

December 26, 2000

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of Termination and Release of Security Agreements, dated as of December 21, 2000, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a partial release and relates to the Security Agreement which was previously filed with the Commission under Recordation Number 17767.

The names and addresses of the parties to the enclosed document are:

Secured Party: Chase Manhattan Bank  
(successor to Chemical Bank)  
*270 Park Ave.,  
New York, N.Y.*

A description of the railroad equipment covered by the enclosed document is:

Eleven GP-40 locomotives within the series CNW 5501 - CNW 5535

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

Termination and Release of Security Agreement (partial) by,  
Chase Manhattan Bank, successor to Chemical Bank, covering  
Eleven GP-40 locomotives within the series CNW 5501 - CNW 5535.

Mr. Vernon A. Williams  
December 26, 2000  
Page Two

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.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/anm  
Enclosures

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SURFACE TRANSPORTATION BOARD

**TERMINATION AND RELEASE  
OF SECURITY AGREEMENTS**

The Undersigned, Chase Manhattan Bank, formerly Chemical Bank, as Collateral Agent, for good and valuable consideration, the receipt and sufficiency of which is acknowledged, terminates, releases and discharges its security interest, lien, chattel mortgage and other interest in and to the railroad equipment specifically identified as follows:

Eleven (11) GP-40 locomotives bearing CNW reporting marks and road numbers 5501, 5503, 5508, 5509, 5512, 5515, 5522, 5529, 5531, 5533 and 5535.

Such security interest was granted by Chicago and North Western Transportation Company, Chicago and North Western Holdings Corp., Chicago and North Western Acquisition Corp., CNW Corporation, Midwestern Railroad Properties, Incorporated, North Western Leasing Company, and Wisconsin Town Lot Company pursuant to that certain Security Agreement, dated as of March 27, 1992, in favor of Chemical Bank, as Collateral Agent (STB Recordation Number 17767) and pursuant to that certain Mortgage, Deed of Trust, Assignment of Leases and Rents, Security Agreement and Financing Statement, dated as of October 27, 1989, in favor of Chemical Bank, as Collateral Agent (STB Recordation Number 16631).

Dated this 21 day of Dec 2000.

CHASE MANHATTAN BANK.  
Formerly CHEMICAL BANK, as Collateral Agent

By: *Julie S. Long*  
**JULIE S. LONG**  
**VICE PRESIDENT**  
Title: \_\_\_\_\_

STATE OF NEW YORK )

) SS:

COUNTY OF NEW YORK )

On this 21<sup>st</sup> day of December, 2000, before me personally  
 appeared JULIE S. LONG, to me personally known, who, being by me  
 duly sworn, did say that ~~he~~she is VICE PRESIDENT of CHASE MANHATTAN BANK,  
 that the foregoing document was signed on behalf of said corporation by authority of its  
 Board of Directors, and ~~he~~she acknowledged that the execution of said instrument was  
 the free act and deed of the corporation.

  
 NOTARY PUBLIC

ELIZABETH IACOVIELLO  
 Notary Public, State of New York  
 No. 31-4638331  
 Qualified in New York County  
 Commission Expires June 30, 2002

**Surface Transportation Board Recordation System**

Enter Number: 17767  
Enter Suffix: C  
Rail Recordation (No/Yes): Yes  
Document Date: 12/21/2000  
Document Type: Termination and Release of Security Agreement  
Filing Date: 12/26/2000 Filing Time: 03:44 PM  
Have Parties Identified Hereafter Acquired Clause (No/Yes):  No  Yes  
Equipment Description: Eleven (11) GP-40 locomotives within the series CNW 5501 - CNW 5535

Submittor	
Name of Individual Company	Robert W. Alvord Chase Manhattan Bank, The Alvord and Alvord
Address City, State, Zip	19991222125437Lock2 270 Park Avenue, New York NY 10017 1600 K Street NW Suite 200, Washington DC 20006-2973

Name of Individual Company	Address City, State, Zip

Additional Parties

Name of Individual Company	Address City, State, Zip

Name of Individual Company	Address City, State, Zip

Document Image:

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**Submitter**

Name of Individual Company  
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