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The Kansas City Southern Railway Company Louisiana & Arkansas Railway Company

114 West 11th Street, Kansas City, Missouri 64105-1804

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JAN 11 1991 -2 25 PM

January 8, 1991

INTERSTATE COMMERCE COMMISSION

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MASTERS OPERATING UNIT

Sidney L. Strickland, Jr., Secretary
Interstate Commerce Commission
12th and Constitution Avenue
Washington, D.C. 20423

INTERSTATE COMMERCE COMMISSION

Re: Release of: (1) Conditional Sales Agreement dated as of September 15, 1975 (Recordation No. 8067); (2) Lease of Railroad Equipment dated as of September 15, 1975 (Recordation No. 8067-A)

Dear Mr. Strickland:

Pursuant to 49 U.S.C. 11303 and to the Commission's Rules and Regulations thereunder, as amended, The Kansas City Southern Railway Company transmits for recordation herewith:

- (a) four completely executed counterparts of a "Full Release" for four locomotives covered by the above referenced Conditional Sales Agreement (Recordation Number 8067) and Assignment (Recordation Number 8067-B) [said Assignment being from General Motors Corporation (Electromotive Division) to American National Bank and Trust Company of Chicago]; and
- (b) four completely executed counterparts of a Release and Termination of Lease Certificate for four locomotives covered by the above referenced lease between The Kansas City Southern Railway Company and the Exchange National Bank of Chicago (Recordation Number 8067-A) and Assignment (Recordation Number 8067-C).

The above referenced Releases are Secondary Documents. The Primary Document to which these releases are connected is recorded under Recordation Number 8067.

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I.C.C.
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The names and addresses of the parties to the documents are as follows:

	<u>Document</u>	<u>Name</u>	<u>Address</u>
(a)	Full Release of Conditional Sale Agreement	American National Bank and Trust of Chicago	33 North LaSalle Chicago, IL 60609
(b)	Release and Termination of Lease Certificate	LaSalle National Bank	135 South LaSalle St. Chicago, IL 60603
	The Kansas City Southern Railway Company		114 West 11th St. Kansas City, MO 64105

The equipment covered by the above documents consists of:

<u>Type</u>	<u>Quantities</u>	<u>Railroad Road Nos.</u>
MP-15 1,500 horsepower Diesel Electric Locomotives	4	KCS 4363, 4364, 4365, 4366

A fee of thirty dollars (\$30) is enclosed. Please stamp and return in the postage prepaid self-addressed envelope the original and any extra copies not needed by the Commission for recordation to:

William J. Wochner
General Attorney
The Kansas City Southern Railway Company
114 West 11th Street
Kansas City, Missouri 64105

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

(a) Release of Conditional Sales Agreement

Release of Conditional Sales Agreement with Recordation Number 8067, dated September 15, 1975, dated December 27, 1990 and covering four MP-15 1,500 horsepower Diesel Electric Locomotives, KCS Numbers 4363, 4364, 4365 and 4366.

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(b) Release and Termination of Lease Certificate

Release and Termination of Lease Certificate with Recordation Number 8067-A, dated September 15, 1975, dated December 27, 1990 and covering four MP-15, 1,500 horsepower Diesel Electric Locomotives, KCS Numbers 4363, 4364, 4365 and 4366.

Very truly yours,



William J. Wochner
Attorney for The Kansas City
Southern Railway Company

WJW:sk

Encl.

Interstate Commerce Commission
Washington, D.C. 20423

1/16/91

OFFICE OF THE SECRETARY

William J. Wochner

The Kansas City Southern Railway Co/

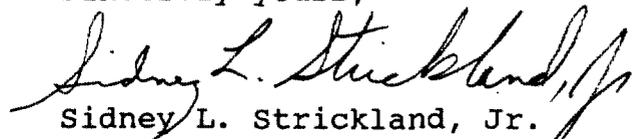
114 West 11th Street

Kansas City, Missouri 64105

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 1/11/91 at 2:25pm, and assigned recordation number(s). 8067-D & 8067-E

Sincerely yours,


Sidney L. Strickland, Jr.
Secretary

8067-D
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INTERSTATE COMMERCE COMMISSION

FULL RELEASE

This Full Release is given this 27th day of December, 1990 by AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, not in its individual capacity, but solely as Agent ("Agent") under that certain Participation Agreement among THE KANSAS CITY SOUTHERN RAILWAY COMPANY ("KCSRC"), DOLLAR BANK, FEDERAL SAVINGS BANK, successor in interest to DOLLAR SAVINGS BANK, THE PROVIDENT BANK, EXCHANGE NATIONAL BANK OF CHICAGO as Trustee and the BENEFICIARIES dated as of September 15, 1975, to LASALLE NATIONAL BANK, successor trustee to EXCHANGE NATIONAL BANK OF CHICAGO, not individually, but solely as Trustee under Trust Agreement dated as of September 15, 1975 ("Vendee").

RECITALS:

WHEREAS, the Vendee and General Motors Corporation (Electro-Motive Division) ("Builder") entered into a Conditional Sale Agreement dated as of September 15, 1975 ("CSA"), which was filed with the Interstate Commerce Commission ("ICC") on September 29, 1975 under Recordation No. 8067; and

WHEREAS, the Agent and the Builder entered into an Agreement and Assignment dated as of September 15, 1975 (the "Assignment"), which was filed with the ICC on September 29, 1975 under Recordation No. 8067-B wherein Agent received all the right, title and interest of the Builder in and to the CSA; and

WHEREAS, the Agent and Vendee entered into an Assignment of Lease and Agreement dated as of September 15, 1975 (the "Lease Assignment") which was filed with the ICC on September 29, 1975

under Recordation No. 8067-C wherein Agent received all the right, title and interest of the Vendee in and under that certain Lease of Railroad Equipment dated as of September 15, 1975, by and between Vendee and KCSRC (the CSA, the Assignment and the Lease Assignment are collectively referred to herein as the "Agreements"); and

WHEREAS, the Vendee has satisfied all of its obligations under the Agreements, and Agent desires to release all of its rights under the Agreements;

NOW, THEREFORE, in consideration of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Agent hereby agrees as follows:

1. Agent hereby releases Vendee and the "Beneficiaries" (as such term is defined in the CSA) from any and all liability or obligations under the Agreements.

2. Agent waives and releases all of its rights under the Agreements, provided that such release does not operate as a release or modification of Vendee's rights against Builder contained or referenced in article 13 of the CSA.

3. Agent releases and quitclaims to Vendee all of its rights, title, and interest in and to each of the units of equipment described as follows: Four (4) MP-15 1,500 horsepower diesel-electric locomotives manufactured by General Motors Corporation (Electro-Motive Division), The Kansas City Southern Railway Company Road Numbers 4363, 4364, 4365 and 4366.

4. Agent further acknowledges and agrees that its

obligation to remit any balance due the Vendee under the Assignment of Lease and Agreement is continuing and shall survive this Full Release.

IN WITNESS WHEREOF, Agent has executed this Full Release as of the day and year first above written.

AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, not in its individual capacity, but solely as Agent

By: *Bruce Swilling*

Title: TRUST OFFICER ~~VICE PRESIDENT~~

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

I, Dana L. Brink, a Notary Public in and for the County and State aforesaid, DO HEREBY CERTIFY that Brian Terrell Nigier, personally known to me to be the same person whose name is subscribed to the foregoing instrument as TRUST OFFICER ~~VICE PRESIDENT~~ of AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, not personally but solely as Agent under a Participation Agreement dated September 15, 1975 appeared before me this day in person and acknowledged to me that s/he, being thereunto duly authorized, signed and delivered said instrument as the free and voluntary act of said bank as Agent as aforesaid, and as her/his own free and voluntary act, for the uses and purposes therein set forth.

GIVEN under my hand and notarial seal this 27th day of December, 1990.



Dana L. Brink
Notary Public

My Commission Expires:
1/19/92