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Eugene "Gene" Moore RHSP Fee: \$10.00
Cook County Recorder of Deeds
Date: 02/07/2007 12:16 PM Pg: 1 of 5

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER [optional] MYLES L. TOBIN - (312) 252-1500
B. SEND ACKNOWLEDGMENT TO: (Name and Address) CT UCC Services-- A WoltersKluwer Company Attention: K. Rieck 208 South LaSalle, Suite 814 Chicago, IL 60604

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

1a. ORGANIZATION'S NAME IOWA PACIFIC HOLDINGS, LLC						
OR	1b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
1c. MAILING ADDRESS P. O. BOX 618181			CITY CHICAGO	STATE IL	POSTAL CODE 60661	COUNTRY USA
1d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	1e. TYPE OF ORGANIZATION LLC	1f. JURISDICTION OF ORGANIZATION IL		1g. ORGANIZATIONAL ID #, if any 00534935 <input type="checkbox"/> NONE	

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

2a. ORGANIZATION'S NAME PERMIAN BASIN RAILWAYS, INC.						
OR	2b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
2c. MAILING ADDRESS 118 SOUTH CLINTON STREET, STE. 300			CITY CHICAGO	STATE IL	POSTAL CODE 60661	COUNTRY USA
2d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	2e. TYPE OF ORGANIZATION CORPORATION	2f. JURISDICTION OF ORGANIZATION IL		2g. ORGANIZATIONAL ID #, if any 62223251 <input type="checkbox"/> NONE	

3. SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE of ASSIGNOR(S/P) - insert only one secured party name (3a or 3b)

3a. ORGANIZATION'S NAME FIFTH THIRD BANK (CHICAGO)						
OR	3b. INDIVIDUAL'S LAST NAME		FIRST NAME	MIDDLE NAME	SUFFIX	
3c. MAILING ADDRESS 222 SOUTH RIVERSIDE PLAZA, 32ND FL			CITY CHICAGO	STATE IL	POSTAL CODE 60606	COUNTRY USA

4. This FINANCING STATEMENT covers the following collateral:

ALL THE DEBTOR'S RIGHT, TITLE AND INTEREST IN AND TO THE FOLLOWING DESCRIBED PROPERTIES, ASSETS AND RIGHTS OF THE DEBTOR: ALL PERSONAL AND FIXTURE PROPERTY OF EVERY KIND AND NATURE INCLUDING WITHOUT LIMITATION ALL GOODS (INCLUDING INVENTORY, EQUIPMENT AND ANY ACCESSIONS THERETO), INSTRUMENTS, DOCUMENTS, ACCOUNTS (INCLUDING HEALTH-CARE-INSURANCE RECEIVABLES), CHATTEL PAPER (WHETHER TANGIBLE OR ELECTRONIC), DEPOSIT ACCOUNTS, LETTER-OF-CREDIT RIGHTS, COMMERCIAL TORT CLAIMS, SECURITIES AND ALL OTHER INVESTMENT PROPERTY, SUPPORTING OBLIGATIONS, ANY OTHER CONTRACT RIGHTS OR RIGHTS TO THE PAYMENT OF MONEY, INSURANCE CLAIMS AND PROCEEDS AND ALL GENERAL INTANGIBLES (INCLUDING ALL PAYMENT INTANGIBLES), INCLUDING PROPERTY, ASSETS, AND FIXTURES LOCATED AT PROPERTY DESCRIBED ON EXHIBIT A ATTACHED HERETO AND MADE A PART HEREOF.

5. ALTERNATIVE DESIGNATION (if applicable):	LESSEE/LESSOR	CONSIGNEE/CONSIGNOR	BAILEE/BAILOR	SELLER/BUYER	AG. LIEN	NON-UCC FILING
6. <input checked="" type="checkbox"/> This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)	7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (optional)		All Debtors		Debtor 1	Debtor 2
8. OPTIONAL FILER REFERENCE DATA COOK COUNTY, ILLINOIS						6848628 S0-1

UNOFFICIAL COPY**UCC FINANCING STATEMENT ADDITIONAL PARTY**

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19. NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT		
19a. ORGANIZATION'S NAME		
OR IOWA PACIFIC HOLDINGS, LLC		
19b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX

20. MISCELLANEOUS:

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21. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (21a or 21b) - do not abbreviate or combine names					
21a. ORGANIZATION'S NAME					
OR CENTRAL CAR REPAIR, LLC					
21b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
21c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
118 SOUTH CLINTON STREET, STE. 300		CHICAGO	IL	60661	USA
21d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	21e. TYPE OF ORGANIZATION	21f. JURISDICTION OF ORGANIZATION	21g. ORGANIZATIONAL ID #, if any	
		LLC	IL	00669628	<input type="checkbox"/> NONE

22. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (22a or 22b) - do not abbreviate or combine names					
22a. ORGANIZATION'S NAME					
OR ISLA LARGO, LLC					
22b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
22c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
118 SOUTH CLINTON STREET, STE. 300		CHICAGO	IL	60661	USA
22d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	22e. TYPE OF ORGANIZATION	22f. JURISDICTION OF ORGANIZATION	22g. ORGANIZATIONAL ID #, if any	
		LLC	IL	00687839	<input type="checkbox"/> NONE

23. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (23a or 23b) - do not abbreviate or combine names					
23a. ORGANIZATION'S NAME					
OR CHICAGO TERMINAL RAILROAD COMPANY					
23b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
23c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
220 WEST ADAMS STREET, STE. 1900		CHICAGO	IL	60606	USA
23d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	23e. TYPE OF ORGANIZATION	23f. JURISDICTION OF ORGANIZATION	23g. ORGANIZATIONAL ID #, if any	
		CORPORATION	IL	64963422	<input type="checkbox"/> NONE

24. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (24a or 24b)					
24a. ORGANIZATION'S NAME					
OR					
24b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
24c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

25. ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - insert only one name (25a or 25b)					
25a. ORGANIZATION'S NAME					
OR					
25b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
25c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

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EXHIBIT A

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All of Iowa Pacific Holding's, LLC and Chicago Terminal Railroad Company's right and title and interest in and to the lands, right of way, railroad track, bridges, culverts, signals, equipment, cables and conduit and appurtenances to any of the foregoing items or logically required for the use thereof for railroad operations, upon on those lines of railroad in Cook County, State of Illinois, described below, together with all hereditaments and appurtenances thereto:

C&E Line: A line of railroad located in the

E $\frac{1}{2}$ NW $\frac{1}{4}$ and NW $\frac{1}{4}$ NW $\frac{1}{4}$ of Section 9,
W $\frac{1}{2}$ SW $\frac{1}{4}$ and SW $\frac{1}{4}$ NW $\frac{1}{4}$ of Section 4, and
NE $\frac{1}{4}$ SE $\frac{1}{4}$, E $\frac{1}{2}$ NE $\frac{1}{4}$ and NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 5,
All in Township 39 North, Range 14 East

And

W $\frac{1}{2}$ SE $\frac{1}{4}$, NE $\frac{1}{4}$ SW $\frac{1}{4}$ and E $\frac{1}{2}$ NW $\frac{1}{4}$ of Section 32, and
E $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 29
All in Township 40 North, Range 14 E

Extending generally northwesterly from Engineer's Survey Station 10+68 at the Northerly Street Line of West Chicago Avenue a distance of 12,284.92 feet, more or less, to Engineer's Survey Station 122+95.6;
thence continuing Northerly a distance of 5,420.9 feet, more or less to Engineer's Survey Station 177+16.5 at the Southerly Street Line of West Diversey Parkway and there terminating.

Deering Line: A line of railroad located in the

NE $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 31;
W $\frac{1}{2}$ NW $\frac{1}{4}$, SE $\frac{1}{4}$ NW $\frac{1}{4}$ and NE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 32
All in Township 40 North, Range 14 East

Extending Northwesterly from Engineer's Survey Station 0+00 (C&E Line Station 122+95.6) a distance of 3,650 feet, more or less, to Engineer's Survey Station 36+50 and there terminating.

Bloomington Line (East End): A line of railroad located in the

N $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 32, Township 14 East

Extending West-Southwesterly from the point of intersection of the Easterly terminus of the Bloomington Line with the C&E Line at Bloomington Line Engineer's Survey Station 114+58.2 (C&E Line Station 109+81.8) a distance of 1,061.3 feet, more or less, to the west bank of the North Branch of the Chicago River at approximately Engineer's Survey Station 125+19.5.

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EXHIBIT A

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Goose Island: A line of railroad located in the

SE $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 32, Township 40 North, Range 14 East, and
W $\frac{1}{2}$ NE $\frac{1}{4}$, N $\frac{1}{2}$ SE $\frac{1}{4}$ and SE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 5, Township 39 North,
Range 14 East

Extending Southerly and then Southeasterly from Engineer's Survey Station 0+00
(C&E Line Station 101+31) a distance of 5,653 feet, more or less to Engineer's
Survey Station 56+53.

North Ave Yard: Railroad tracks and easement rights located in the

SW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 32, Township 40 North, Range 14 East

Comprised of Easements for the operation, maintenance, repair, renewal,
replacement, and removal of railroad tracks encompassing Ten (10) feet of land to
either side of the centerlines of the two railroad tracks as now located upon and
across the following two parcels, to-wit:

NORTH AVE YARD PARCEL 1:

ALL THAT PART of lots 46 through 58 inclusive in Block 20 in Sheffield's
Addition to Chicago in the West Half of the southwest Quarter of Section 32,
Township 40 north, Range 14, East of the Third Principal Meridian more
particularly described as follows.

BEGINNING at the Northwest corner of said lot 46,

Thence Southerly along the west line of said lots 46 through 57, inclusive a
distance of 650.00 feet, more or less, to the Southwest corner of said lot 57;

Thence Easterly along the South line of said lot 57 a distance of 47.00 feet,
more or less, to a point on a line 15.00 feet Westerly of as measured at right
angles to and parallel with the centerline of the Soo Line Railroad Company's
most Easterly Spur track;

Thence Northerly along a line 15.00 feet Westerly of and parallel with the
Centerline of said spur track a distance of 675.00 feet, more or less, to a point
on the North line of said lot 46;

Thence Westerly along the north line of said lot 46 a distance of 110.00 feet,
more or less, to the point of beginning.

NORTH AVE YARD PARCEL 2:

Lot 65 and all that Part of Lots 58 to 64, inclusive, and off the southwesterly
25.00 feet of Lot 57 in Block 1 in Chicago Distillery Company's Subdivision of
Block 19 in said Sheffield Addition to Chicago lying Westerly of a curved line
10.00 feet Easterly and parallel to the centerline of a railroad track across said
premises, which line is more particularly described as follows:

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EXHIBIT A

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BEGINNING on the Northeasterly line of Lot 64 aforesaid at a point 10½ inches southeasterly of the Northeasterly corner of said lot:

Thence Southwesterly on a curved line, radius 563.69 feet, curved convex to the Northwest, a distance of 150.06 feet to a point of compound curve;

Thence continuing Southwesterly on a curved line, radius 218.83 feet a distance of 90.99 feet to an intersection with the Southwesterly line of lot 57 aforesaid, which point is 8.85 feet Southeast of the Northwesterly corner of said lot 577, all in Cook County, Illinois.

INCLUDING intervening vacated streets and alleys between North Ave Yard Parcel 1 and North Ave Yard Parcel 2.

Bloomington Line (West End):

ALL OF GRANTOR'S rights to occupy and operate railroad tracks upon that part of West Bloomington Ave lying westerly of Elston Ave, and Easterly of the northerly extension of Lot 46, Block 20, Sheffield's Addition to the City of Chicago.

Property of Cook County Clerk's Office