



**Western Pacific
Railroad Company**
"THE FEATHER RIVER ROUTE"

Law Department
526 Mission Street
San Francisco, CA 94105
Telephone 415 988-4000

**INTERSTATE
COMMERCE COMMISSION
RECEIVED**

Walter G. Treanor
Katherine M. Griffin
Eugene J. Toler
Anthony C. Ching
Attorneys

MAY - 6 1983

5806-4
Filed 1425
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**ADMINISTRATIVE SERVICES
MAIL UNIT**

May 3, 1983

INTERSTATE COMMERCE COMMISSION
Honorable A. L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, DC 20423

File: 6116-47
3-126A156
No. **MAY 6 1983**
Date
Fee \$ 10.00
ICC Washington, D. C.

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FREE OPERATION BR**

Dear Secretary Mergenovich:

Enclosed for recording with the Interstate Commerce Commission are four (4) originals of a statement of new numbers. This statement relates to the following:

1. Parties to the transaction:

The Western Pacific Railroad Company, 526 Mission Street, San Francisco, CA 94105, Lessee.

Indianapolis Morris Plan, 110 East Washington Street, Indianapolis, Indiana 46104, Lessor, successor to Allis-Chalmers Leasing Corporation.

2. Prior Recording

Manufacturing Agreement recorded on August 20, 1970 at 2:50 p.m. and assigned Recordation Number 5805.

Lease of Railroad Equipment recorded on August 20, 1970 at 2:50 p.m. and assigned Recordation No. 5806.

First Supplement to Lease of Railroad Equipment recorded on October 12, 1970 at 9:45 a.m. and assigned Recordation Number 5806-A.

Agreement of Amendment recorded on November 30, 1970 at 1:40 p.m. and assigned Recordation Number 5806-B.

Assignment Agreement recorded on February 24, 1977 at 3:45 p.m. and assigned Recordation Number 5806-C.

Assignment Agreement recorded on February 24, 1977 at 2:45 p.m. and assigned Recordation Number 5806-D.

Chattel Mortgage recorded on February 24, 1977 at 8:45 a.m. and assigned Recordation Number 5806-E.

Assignment of Lease recorded on February 24, 1977 at 8:45 a.m. and assigned Recordation Number 5806-F.

Assignment and Assumption Agreement recorded on June 18, 1979 at 1:30 p.m. and assigned Recordation Number 5806-G.

3. Description of Document

Statement of New Numbers for the following equipment:

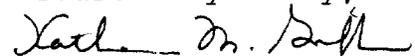
10 GP 40 diesel locomotives; AAR mechanical designation BB; Old Road Numbers - WP 3517-3526, both inclusive; New Road Numbers - WP 666-675, both inclusive.

Identifying Marks: The words, "Indianapolis Morris Plan Corporation, Owner and Lessor and Ownership Subject to a Security Agreement filed with the Interstate Commerce Act, Section 20c" printed on each side of each unit.

Also enclosed is this Company's voucher in the sum of \$10.00 payable to the Interstate Commerce Commission being the prescribed fee for filing and recording the foregoing document.

Please return the original and extra counterparts with recordation data stamped thereon to Katherine M. Griffin, Law Department, The Western Pacific Railroad Company, 526 Mission Street, San Francisco, CA 94105. We are enclosing a self-addressed stamped envelope.

Yours very truly,



Katherine M. Griffin

KMG:mgv

Enclosure

RECORDATION NO. 5806-H

F. REG. 1425

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INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ON EQUIPMENT SUBJECT
 TO LEASE OF RAILROAD EQUIPMENT DATED AS OF
 AUGUST 1, 1970 BETWEEN THE WESTERN PACIFIC
 RAILROAD COMPANY AS LESSEE AND INDIANAPOLIS MORRIS
 PLAN, LESSOR AS SUCCESSOR IN INTEREST TO ALLIS-
 CHALMERS LEASING CORPORATION RECORDED WITH THE
 INTERSTATE COMMERCE COMMISSION AUGUST 20, 1970 AND
 ASSIGNED RECORDATION NUMBER 5806

The units of equipment subject to the above-mentioned Lease
 are renumbered as follows:

<u>No. of Units</u>	<u>Description</u>	<u>Old Road Numbers (both inclusive)</u>	<u>New Road Numbers (both inclusive)</u>
10	GP 40 diesel locomotives	WP 3517-3526	WP 666-675

Dated: *May 3, 1983*

THE WESTERN PACIFIC RAILROAD COMPANY

By

R. W. Stumbo, Jr.

R. W. Stumbo, Jr.
 Vice President-Finance

STATE OF CALIFORNIA)
) ss.
COUNTY OF SAN FRANCISCO)

On this 3rd day of May, 1983,
before me personally appeared R. W. STUMBO, JR. to me
personally known, who being by me duly sworn, says that he is
the Vice President-Finance of THE WESTERN PACIFIC RAILROAD
COMPANY, that the seal 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.

Shane Loretta Zapoutie
Notary Public

My commission expires Dec. 14 1983.