

UNION PACIFIC RAILROAD COMPANY

LAW DEPARTMENT



RECORDATION NO. 3806-19 Filed 1985

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INTERSTATE COMMERCE COMMISSION Los Angeles

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Sacramento

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WAYNE K. HORIUCHI  
Special Representative  
Government Affairs

May 31, 1985

The Honorable James H. Bayne  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Secretary:

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, 1416 Dodge Street, Omaha, NE, 68179 (formerly 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 and assigned Recordation Number 5805.

Lease of Railroad Equipment recorded on August 20, 1970 and assigned Recordation No. 5806.

First Supplement to Lease of Railroad Equipment recorded on October 12, 1970 and assigned Recordation Number 5806-A.

Please respond to:

SACRAMENTO  
 LOS ANGELES

Agreement of Amendment recorded on November 30, 1970 and assigned Recordation Number 5806-B.

Assignment Agreement recorded on February 24, 1977 and assigned Recordation Number 5806-C.

Assignment Agreement recorded on February 24, 1977 and assigned Recordation Number 5806-D.

Chattel Mortgage recorded on February 24, 1977 and assigned Recordation Number 5806-E.

Assignment of Lease recorded on February 24, 1977 and assigned Recordation Number 5806-F.

Assignment and Assumption Agreement recorded on Jun 18, 1979 and assigned Recordation Number 5806-G.

Statement of New Numbers on Equipment recorded on May 6, 1983 and assigned Recordation Number 5806-H.

3. Description of Document

Statement of New Numbers for the following equipment:

10 GP 40 diesel locomotives; AAR mechanical designation BB; Old Road Numbers - UP 666-675, both inclusive; New Road Numbers MP 666-625, 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 check in the amount 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 Law Department, 555 Capitol Mall, Suite 490, Sacramento, CA, 95814, Attn: Stephen K. Marmaduke. We are enclosing a self-addressed stamped envelope.

Very truly yours,



STEPHEN K. MARMADUKE

SKM/dn

Enclosure

JUN 7 1985 -3 25 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS AND REPORTING MARKS 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

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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	UP 666-675	MP 660-625

DATED: 6/3/85

THE WESTERN PACIFIC RAILROAD COMPANY

By: Joe S. Gray  
 JOE S. GRAY  
 General Solicitor and  
 Assistant Secretary

STATE OF CALIFORNIA            )  
  : ss.  
COUNTY OF SACRAMENTO        )

On this 3rd day of June, 1985, before me personally appeared JOE S. GRAY, to me personally known, who being by me duly sworn, says that he is the General Solicitor and Assistant Secretary 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.



*Joel Lendman*  
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Notary Public in and for the  
City and County of Sacramento,  
State of California.