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November 21, 1980

REGISTRATION NO. 9860 Filed 1426

NO-330A111
Date NOV 25 1980
Fees \$ 10.00
ICC Washington D. C.

NOV 25 1980 4 00 PM

INTERSTATE COMMERCE COMMISSION

Ms. Agatha Mergenovich, Secretary
Interstate Commerce Commission
Washington, DC 20423

Re: Conditional Sale Agreement Dated as of October 15, 1978
Covering 12 Locomotives

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C Section 11303(a) and the Interstate Commerce Commission's rules and regulations thereunder, I enclose herewith, on behalf of Great American Management Services, Inc., for filing and recordation, as an additional filing under Recordation No. 9860, five (5) executed counterparts of the following document:

Notice of Renumbering Pursuant to Conditional Sale Agreement Dated as of October 15, 1978 Covering 12 Locomotives, executed by First Security State Bank as Owner-Trustee

The name and address of the party which executed the aforementioned document are:

First Security State Bank as Owner-Trustee
79 South Main Street, Suite 310
Salt Lake City, Utah 84111

The equipment covered by the enclosed Notice of Renumbering is twelve (12) locomotives (38-2, 2000 h.p. diesel electric), marked GTW 5850 through and including GTW 5861 (formerly Rock 4368 through and including Rock 4379).

Enclosed also is a check for \$10.00 for the required recordation fee.

Please stamp all counterparts of the enclosed document with your official recording stamp. You will wish to retain one (1) counterpart of the document for your files; it is requested that the remaining four (4) counterparts be delivered to the bearer of this letter.

Sincerely,



David V. Biesemeyer
Senior Counsel

BRANCH
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NOTICE OF RENUMBERING PURSUANT
TO CONDITIONAL SALE AGREEMENT DATED AS OF OCTOBER 15, 1978
COVERING 12 LOCOMOTIVES

RECORDATION NO. 9860-2 Filed 1426

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INTERSTATE COMMERCE COMMISSION

This will certify that that certain Notice of Renumbering Pursuant to Lease dated as of October 15, 1978 Covering 12 Locomotives, which was filed with the Interstate Commerce Commission ("I.C.C.") on March 28, 1980 and given recordation number 9860-H, and the related opinion of the law firm of Thacher, Proffitt & Wood, dated April 1, 1980, given to First Security Bank of Utah, N.A. and the undersigned, cover the same railroad cars that are described in Annex B to that certain Conditional Sale Agreement dated as of October 15, 1978 (the "CSA"), which was filed with the I.C.C. on November 20, 1980 and given recordation number 9860.

This document is being executed and filed with the I.C.C. for the sole purpose of evidencing compliance by the undersigned with certain requirements contained in Article 9 of the CSA.

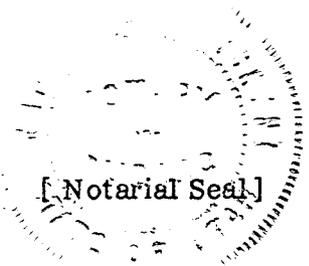
First Security State Bank
as Owner-Trustee

By: [Signature]

ACKNOWLEDGMENT

STATE OF UTAH)
) ss.:
COUNTY OF SALT LAKE)

On this 14th day of November, 1980, before me personally appeared ROBERT S. CLARK, to me personally known, who, being by me duly sworn, says that he is an Authorized Officer of FIRST SECURITY STATE BANK, that the foregoing instrument was signed on behalf of said Corporation by authority of its By-laws, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Corporation.



Randy R. Marchant
Notary Public

My Commission Expires:
2-8-82