Recordation No. 9860-Q Filed 1425

JUN 9 1986 2 15 PM

INTERSTATE COMMERCE COMMISSION

Statement of New Numbers

1. Grand Trunk Western Railroad Company (the "Railroad") and Great American Management Services, Inc. (the "Sublessor") entered into a sublease (the "Sublease") of railroad equipment (the "Equipment"), dated as of October 15, 1978, which Sublease was recorded with the Interstate Commerce Commission on April 3, 1981, and assigned recordation No. 9860-J.

2. Pursuant to Section 5 of the Sublease, the Railroad may renumber some or all of the Equipment upon notice and recordation of the new numbers.

3. Pursuant to Section 12 of the Sublease the Railroad may permit affiliated railroads to use the Equipment. The Railroad did grant such use of four (4) locomotives to the Duluth, Winnipeg & Pacific Railway Company ("DWP"), a sister company of the Railroad.

4. The DWP did remark the locomotives with its insignia and road numbers which renumbering was recorded with the Interstate Commerce Commission on April 14, 1983, and assigned recordation no. 9860-N.

5. The DWP has returned two locomotives to the Railroad. The Railroad will remark the locomotives with its insignia and road numbers as shown below.

THEREFORE, the Railroad serves notice that two (2) units of Equipment, specifically GP-38-2 diesel electric locomotives will be renumbered

FROM	TO
DWP 5852 & 5853	GTW 5852 & 5853

The numbers on the other Equipment will remain the same.

IN WITNESS WHEREOF, Grand Trunk Western Railroad Company, by its duly authorized official has caused this statement of new numbers to be executed, sealed and duly attested on the 27th day of January, 1986.

ATTEST:

Grand Trunk Western Railroad Company

By: David L. Wilson

Its: Vice President-Operations

1-30-86

STATE OF MICHIGAN)
) ss.
COUNTY OF WAYNE)

On this 27th day of January, 1986, before me personally appeared David L. Wilson, to me personally known, who, being by me duly sworn, says that he is Vice President-Operations of Grand Trunk Western 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.

J. Isabelle Matusko
J. ISABELLE MATUSKO
Notary Public, Oakland County,
Michigan, Acting in Wayne
County, Michigan
My Commission Expires: 2/17/87

4588-011386-WD11