

# Union Pacific Corporation

2-304A003



Jack E. Jerrett  
Senior Corporate Attorney

October 27, 1992

**FEDERAL EXPRESS**

RECORDATION NO. 9010-E FILED 1425

Sidney L. Strickland  
Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, DC 20423

OCT 30 1992 - 10 05 AM

INTERSTATE COMMERCE COMMISSION

Re: **Missouri Pacific Railroad  
Equipment Trust Series No. 4**

Dear Mr. Strickland:

Enclosed please find an original and three counterparts of the document described below, which are to be recorded pursuant to 49 U.S.C. §11303.

The document is a Bill of Sale and Declaration of Payment, dated as of October 22, 1992, by Chemical Bank, as Trustee under the above-captioned Equipment Trust Agreement, consenting that the record of its title to the equipment covered by such Equipment Trust Agreement be cancelled and discharged. The Equipment Trust Agreement is recorded under Recordation No. 9010.

I have enclosed a fee of \$16. Please return to me one stamped counterpart of the Bill of Sale and Declaration of Payment and any additional counterparts which you do not need for recordation. Kindly acknowledge your receipt of this letter and its enclosures by stamping and returning to me the extra copy of this letter which I have enclosed.

Sincerely,

JEJ:ccm  
Enclosures  
cc: Robert E. Bartos

OCT 30 9 57 AM '92

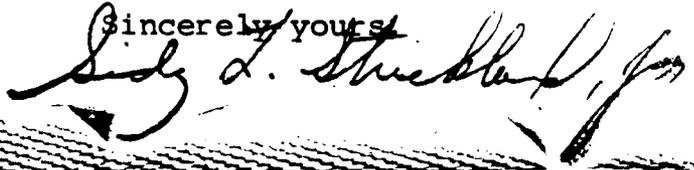
**Interstate Commerce Commission**  
Washington, D.C. 20423

10/30/92

OFFICE OF THE SECRETARY

Jack E. Jerrett  
Senior Corporate Attorney  
Union Pacific Corporation  
Martin Tower, Eighth And Eaton Ave.  
Bethlehem, PA: 18018  
Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/30/92 at 10:05am , and assigned re-  
recording number(s). 9010-E

Sincerely yours,  
  
Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

BILL OF SALE  
AND  
DECLARATION OF PAYMENT

9010-E  
OCT 30 1982 10 05 AM  
MISSOURI PUBLIC SERVICE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that

WHEREAS, Missouri Pacific Railroad Company, a Delaware corporation (the "Company"), and Chemical Bank, a New York corporation, as Trustee (the "Trustee"), have entered into an Equipment Trust Agreement, dated as of October 1, 1977, which was filed and recorded pursuant to 49 U.S.C. §11303 (formerly Section 20c of the Interstate Commerce Act) on September 22, 1977 and assigned Recordation No. 9010; a Supplemental Agreement, dated as of April 4, 1979, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on April 13, 1979 and assigned Recordation No. 9010-A; a Supplemental Agreement, dated as of May 30, 1980, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on June 26, 1980 and assigned Recordation No. 9010-B; a Supplemental Agreement, dated as of March 9, 1982, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on March 23, 1982 and assigned recordation No. 9010-C; a Supplemental Agreement, dated as of March 14, 1989, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on March 21, 1989 and assigned Recordation No. 9010-D (the Equipment Trust Agreement, as amended, being hereinafter referred to as the "Agreement"), covering the construction and transfer of the units of railroad equipment

(the "Equipment") described in Schedule A hereto and, pursuant to the Agreement, the Trustee has issued \$16,275,000.00 aggregate principal amount of Missouri Pacific Railroad Equipment Trust Certificates, Series No. 4; and

WHEREAS, on October 1, 1992 the Company made the final payment due under the Agreement; and

WHEREAS, the Company has paid the Trustee the full aggregate purchase price for all the Equipment, together with interest, and any and all other payments as provided in the Agreement, and the Company represents and warrants that it has performed all the covenants and conditions contained in the Agreement;

NOW, THEREFORE, the Trustee does hereby declare and acknowledge that to the best of its knowledge and belief and based on the foregoing, all the terms and conditions stipulated in the Agreement have been fully performed and that all monies payable thereunder have been fully paid.

WHEREUPON, the Trustee does hereby grant, bargain, sell and convey unto the Company, without recourse in any event, in any contingency or for any cause, the Equipment free and clear of all liens and encumbrances created in or retained by it under the Agreement, it being understood that the Trustee makes no other covenants of title, representations or warranties, expressed or implied, in law or in equity, with respect to any other liens or with respect to any other matters relating to the Equipment, including without limitation the existence of such Equipment, that the Equipment has not been previously leased under the

Agreement or that the Equipment has not become worn out, lost, destroyed or unsuitable for use.

TO HAVE AND TO HOLD all and singular the Equipment unto the Company, its successors and assigns forever.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be executed under its corporate seal by its officers thereunto duly authorized this 22<sup>ND</sup> day of October , 1992.

CHEMICAL BANK,  
As Trustee

By: \_\_\_\_\_

Attest:

\_\_\_\_\_ *Louis Bosh*

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

On this 22<sup>nd</sup> day of October, 1992, before me personally appeared Peter Morse, to me personally known, who being by me duly sworn, said that he is a VICE PRESIDENT of Chemical Bank, the seal affixed to the foregoing instrument is the corporate seal of such corporation and the instrument was signed and sealed on behalf of the 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 the corporation.

  
\_\_\_\_\_  
Notary Public

**EMILY FAGAN**  
Notary Public, State of New York  
No. 24-4737006  
Qualified in Kings County  
Certificate Filed in New York County  
Commission Expires December 31, 1993

Schedule A

MISSOURI PACIFIC RAILROAD COMPANY  
EQUIPMENT TRUST SERIES 4  
DESCRIPTION OF EQUIPMENT AS OF AUGUST 31, 1992

100 TON WOOD CHIP CARS

=====  
MP592500--MP592554, Inclusive  
MP592556--MP592557, Inclusive  
MP592559  
MP592561--MP592566, Inclusive  
MP592568--MP592580, Inclusive  
MP592582  
MP592584--MP592586, Inclusive  
MP592589--MP592591, Inclusive  
MP592593--MP592597, Inclusive  
MP592599--MP592600, Inclusive  
MP592602--MP592630, Inclusive  
MP592632--MP592635, Inclusive  
MP592637--MP592653, Inclusive  
MP592655--MP592658, Inclusive  
MP592660  
MP592662--MP592666, Inclusive  
MP592668--MP592669, Inclusive  
MP592671--MP592682, Inclusive  
MP592684--MP592688, Inclusive  
MP592690--MP592692, Inclusive  
MP592694--MP592697, Inclusive  
MP592699--MP592701, Inclusive  
MP592703  
MP592705  
MP592707--MP592716, Inclusive  
MP592718--MP592723, Inclusive  
MP592726--MP592739, Inclusive  
MP592741--MP592743, Inclusive  
MP592746--MP592753, Inclusive  
MP592755--MP592760, Inclusive  
MP592762--MP592768, Inclusive  
MP592770--MP592785, Inclusive  
MP592787--MP592792, Inclusive  
MP592795--MP592796, Inclusive  
MP592798--MP592799, Inclusive

**100 TON HOPPER CARS**

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MP588710--MP588714, Inclusive  
MP588716--MP588720, Inclusive  
MP588722--MP588723, Inclusive  
MP588726--MP588729, Inclusive  
MP588731--MP588735, Inclusive  
MP588737--MP588739, Inclusive  
MP588741--MP588769, Inclusive  
MP588771--MP588786, Inclusive  
MP588788

MP588790--MP588796, Inclusive  
MP588798--MP588814, Inclusive  
MP588816--MP588825, Inclusive  
MP588827--MP588828, Inclusive  
MP588830--MP588856, Inclusive  
MP588858--MP588860, Inclusive  
MP588862--MP588872, Inclusive  
MP588874--MP588880, Inclusive  
MP588882--MP588902, Inclusive  
MP588904--MP588905, Inclusive  
MP588907--MP588912, Inclusive  
MP588914--MP588926, Inclusive  
MP588928--MP588929, Inclusive  
MP588932--MP588946, Inclusive  
MP588948--MP588950, Inclusive  
MP588952--MP588969, Inclusive  
MP588971--MP588976, Inclusive  
MP588978--MP588982, Inclusive  
MP588984--MP589000, Inclusive  
MP589002--MP589008, Inclusive

**100 TON OPEN HOPPER CARS**

=====

MP582482--MP582489, Inclusive

**BAY WINDOW CABOOSE**

=====

MP13901

**BI-LEVEL AUTO RACKS**

=====

MP7867--MP7896, Inclusive

**100 TON AIRSLIDE HOPPER CAR**

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MP721992