

RECORDATION NO. 11197-D FILED  
OCT 8 '98 1-15 AM

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URBAN A. LESTER

OCT 8 1 10 PM '98

RECEIVED  
SURFACE TRANSPORTATION  
BOARD

October 7, 1998

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are seven (7) copies of a Statement of New Reporting Marks, dated as of October 6, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreement, Equipment Lease and other documents associated therewith which were previously filed with the Commission/Board under Recordation Number 11197.

The name and address of the party to the enclosed document are:

Borrower/Lessee: Consolidated Rail Corporation  
2001 Market Street  
Philadelphia, Pennsylvania 19101

A description of the locomotives with original reporting marks and numbers and new reporting marks and number is set forth on Schedule B attached to the Statement.

*Country Parts - G.H.*

Mr. Vernon A. Williams  
October 7, 1998  
Page 2

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/bg  
Enclosures

SURFACE TRANSPORTATION BOARD  
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

Date: 10/8/98

Robert W. Alvord  
Alvord And Alvord  
918 Sixteenth St., NW., Ste. 200  
Washington, DC 20006-2973

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301

and 49 CFR 1177.3(c), on 10/8/98 at 1:15PM, and

assigned recordation number(s). 10877-E, 11197-D, 11303-F, 14098-E, 14187-B,  
14241-H, 14327-C, 14639-H, 14867-D, 14891-G,  
14993-G, 15596-H, 16288-C, 16500-D, 16553-D,  
16686-B, 16946-F, 16947-F, 17348-G, 17349-G,  
17350-G, 18132-G, 18133-G, 18134-B, 18357-K,  
18449-B, 18870-C, 19041-C, 19487-G, 19488-G,  
19489-D, 19622-D, 19623-E, 19688-Y, 19688-Z,  
19708-B, 20034-G and 20035-G.

Sincerely Yours,

Vernon A. Williams

Enclosure(s) (38)

988.00

\$ \_\_\_\_\_ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

RECORDATION NO. 11197-D FILED

OCT 8 '98

1-15 AM

STATEMENT OF NEW REPORTING MARKS dated as of October 6, 1998, by CONSOLIDATED RAIL CORPORATION, a Pennsylvania corporation (hereinafter called "Conrail"),

Conrail is party to that certain agreement specified in Item 1 of Schedule A hereto (hereinafter called the "Lease"), with the party specified in Item 2 of Schedule A hereto (hereinafter called the "Lessor"), covering the units of railroad equipment specified in Schedule B hereto (hereinafter called the, subject Equipment) and certain other units of railroad equipment.

Evidence of the Lease has been recorded with the Surface Transportation Board or the Interstate Commerce Commission on the date specified in Item 3 of Schedule A hereto, and assigned the recordation number specified in Item 4 of Schedule A hereto.

Certain obligations of Conrail under the Lease and the subject Equipment have been assigned and granted as security by the Lessor, pursuant to that certain agreement(s) specified in Item 5 of Schedule A hereto (hereinafter called the "Security Agreement(s)"), with the party specified in Item 6 of Schedule A hereto (hereinafter called the "Secured Party").

Evidence of the Security Agreement(s) has been recorded with the Surface Transportation Board or the Interstate Commerce Commission on the date specified in Item 7 of Schedule A hereto, and assigned the recordation number specified in Item 8 of Schedule A hereto.

Conrail contemplates changing the reporting marks of the Subject Equipment as indicated on the attached Schedule B. All the marks are assigned to Conrail or an affiliate of Conrail by the Association of American Railroads.

Conrail is executing this statement of new reporting marks and recording the same with the Surface Transportation Board pursuant to section 11301 of Title 49 of the United States Code to show for the public record both such reporting marks, and to preserve the protection of the rights afforded to the Lessor and the Secured Party in the Subject Equipment by said section 11301, when, if, as and whether such reporting marks are changed.

CONSOLIDATED RAIL CORPORATION

by Thomas J. McSadden

SCHEDULE A

Item 1, Lease:

dated as of February 1, 1979

Item 2, Lessor:

First Security Bank of Utah, 79 Main Street, Suite 301  
Salt Lake City, UT 84111, acting not in its individual capacity but solely  
as trustee for General Electric Credit Corporation under that certain Trust  
Agreement dated as of February 1, 1979

Item 3, date of recordation of lease:

December 14, 1979

Item 4, recordation number of lease:

11197

Item 5, Security Agreements:

dated as of February 1, 1979

Item 6, Secured Party:

The Bank of New York, 101 Barclay Street, New York, NY 10286 as  
successor to Mercantile-Safe Deposit and Trust Company, Two Hopkins  
Plaza, P. O. Box 2258, Baltimore, MD 21203

Item 7, date of recordation of Security Agreements:

December 14, 1979

Item 8, recordation number of Security Agreements:

11197

Schedule B

**Original Reporting  
Marks and Identifying  
Numbers**

CR 1653  
CR 1655  
CR 1657  
CR 1658

**New Reporting  
Marks and Identifying  
Numbers**

CSXT 1551  
CSXT 1552  
CSXT 1553  
CSXT 1554

**Original Reporting  
Marks and Identifying  
Numbers**

CR 1659  
CR 1664  
CR 1667  
CR 1669

**New Reporting  
Marks and Identifying  
Numbers**

CSXT 1555  
CSXT 1556  
CSXT 1557  
CSXT 1558

Schedule B

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

CR 1652  
CR 1654  
CR 1656  
CR 1660  
CR 1661  
CR 1662

PRR 1426  
PRR 1427  
PRR 1428  
PRR 1429  
PRR 1430  
PRR 1431

CR 1663  
CR 1665  
CR 1666  
CR 1668  
CR 1670

PRR 1432  
PRR 1433  
PRR 1434  
PRR 1435  
PRR 1436

