

Union Pacific Corporation

0100096690



Jack E. Jerrett  
Senior Corporate Attorney

January 11, 1994

**FEDERAL EXPRESS**

RECORDATION NO. 18634-A FILED 1423

JAN 12 1994 -3 05 PM

Mr. Sidney L. Strickland  
Secretary  
Interstate Commerce Commission  
12th Street & Constitution Avenue, NW  
Washington, DC 20423

INTERSTATE COMMERCE COMMISSION

LICENSING DIVISION

JAN 12 2 51 PM '94

OFFICE OF THE  
SECRETARY

**Re: Interim User Agreement, dated as of  
December 28, 1993, between General Electric  
Company and Union Pacific Holdings, Inc.**

Dear Mr. Strickland:

Enclosed for filing are three (3) original counterparts of a Termination, dated as of January 7, 1994 (the "Termination"), between General Electric Company ("GE") and Union Pacific Holdings, Inc. ("Holdings"). The principal document to which this is connected is an Interim User Agreement, dated as of December 28, 1993 (the "Agreement"), between GE and Holdings, which was filed with the Commission on December 30, 1993 and assigned Recordation No. 18634.

This Termination terminates the Agreement with respect to the equipment identified in Section 1 of the Termination.

Enclosed is a check payable to the Commission in the amount of \$18.00 for filing the Termination. Please date stamp the enclosed extra copy of this letter and each extra counterpart of the Termination not needed for filing and return them to the undersigned.

Sincerely,

JEJ:ccm  
Enclosure  
cc: Michael J. Baughman, Esq.

g:\etfile\geuphld2.jl

JAN 12 1994 -3 05 PM

TERMINATION

INTERSTATE COMMERCE COMMISSION

THIS TERMINATION, made this 7th day of January, 1994 by and between General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), and Union Pacific Holdings, Inc., a Utah corporation ("Railroad").

WHEREAS, GE and Railroad are parties to an Interim User Agreement dated as of December 28, 1993 (the "Lease"); and

WHEREAS, the Lease was duly filed for recordation with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303, on December 30, 1993, at 11:30 a.m. and given Recordation Number 18634; and

WHEREAS, GE and Railroad desire to terminate and cancel the Lease and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the promises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and GE, intending to be legally bound, agree as follows:

1. Railroad and GE hereby terminate and cancel the Lease, effective January 7, 1994 with respect to the following equipment: Four General Electric Model Dash 8-41CW diesel electric locomotives bearing road numbers 9556-9559, inclusive (hereinafter, the "Terminated Equipment").

IN WITNESS WHEREOF, Railroad and GE have each caused this Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

ATTEST:

T. Whitaker  
T. Whitaker, Assistant Secretary

UNION PACIFIC HOLDINGS, INC.

By: Gary M. Stuart  
Gary M. Stuart, Vice President  
and Treasurer

ATTEST:

M. J. Baughman  
M. J. Baughman, Attesting Secretary

GENERAL ELECTRIC COMPANY

By: R. J. Koontz  
R. J. Koontz, Manager

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

1/12/94

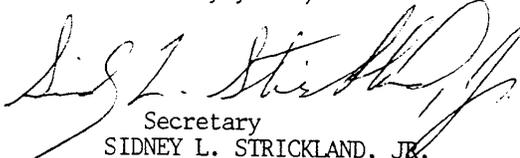
OFFICE OF THE SECRETARY

Jack E. Jerrett  
Senior Corporate Attorney  
Union Pacific Corporation  
Martin Tower Eighth & Eaton Avenues  
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 1/12/94 at 3:05pm, and assigned recordation number(s). 18634-A

Sincerely yours,

  
Secretary  
SIDNEY L. STRICKLAND, JR.

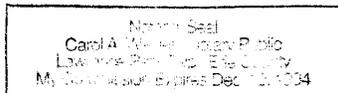
Enclosure(s)

Commonwealth of Pennsylvania )  
 )  
County of Erie )

On this 6th day of January, 1994, before me personally appeared R. J. Koontz, to me personally known, who, being duly sworn, did say that he is Manager of General Electric Company's Transportation Systems Business Operations, that the foregoing instrument was signed on behalf of such 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 such corporation.

My commission expires:

Carol A. Walker  
Notary Public



Commonwealth of Pennsylvania )  
 )  
County of Lehigh )

On this 7th day of January, 1994, before me personally appeared Gary M. Stuart, to me personally known, who, being duly sworn, did say that he is Vice President and Treasurer of Union Pacific Holdings, Inc., that the foregoing instrument was signed on behalf of such 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 such corporation.

My commission expires:

Kathleen F. Owens  
Notary Public

