

*Countersignature*  
*Betty G. Gjo*

RECORDATION NO. 18870-B FILED

SEP 4 98 10-55 AM

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ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

September 4, 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 September 1, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Security Agreements, Equipment Leases and other documents associated therewith which were previously filed with the Commission/Board under Recordation Number 18870.

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.

Mr. Vernon A. Williams  
September 4, 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  
Robert W. Alvord  
Alvord And Alvord  
918 Sixteenth Street, NW., Ste. 200  
Washington, DC., 20006-2973

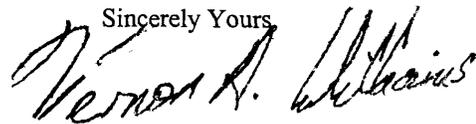
DATE: 9/4/98

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 9/4/98 at 10:55AM , and

assigned recordation number(s). 11303-E, 14098-D, 14187-A, 14241-G, 14327-B, 14639-G,  
14867-C, 14891-G, 14993-F, 15596-G, 16288-B, 16500-C,  
16553-C, 16946-E, 16947-E, 17348-F, 17349-F, 17350-F,  
18132-F, 18133-F, 18134-A, 18357-J, 18449-A, 18870-B, ✓  
19487-F, 19488-F, 19489-C, 19623-D, 19708-A, 20034-F,  
20035-F and 20036-C.

Sincerely Yours



Vernon A. Williams

Enclosure(s)(32)  
832.00

\$\_\_\_\_\_ 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.

Signature \_\_\_\_\_



RECORDATION NO. 18870-B FILED  
SEP 4 '98 10-55 AM

STATEMENT OF NEW REPORTING MARKS dated as of  
September 1, 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 "Security Agreement"), with the party specified in Item 2 of Schedule A  
hereto (hereinafter called the "Secured Party"), 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 Security Agreement 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.

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 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

1994A ETC

SCHEDULE A

Item 1, Security Agreement:

dated as of June 30, 1994

Item 2, Secured Party:

Wilmington Trust Company  
Rodney Square North, 1100 N. Market Street  
Wilmington, DE 19890

Item 3, date of recordation of Security Agreement:

July 1, 1994

Item 4, recordation number of Security Agreement:

18870

Schedule B

<b>Original Reporting Marks and Identifying Numbers</b>	<b>New Reporting Marks and Identifying Numbers</b>	<b>Original Reporting Marks and Identifying Numbers</b>	<b>New Reporting Marks and Identifying Numbers</b>
CR 6230	PRR 8419	CR 6250	PRR 8430
CR 6231	PRR 8420	CR 6251	PRR 8431
CR 6234	PRR 8421	CR 6252	PRR 8432
CR 6235	PRR 8422	CR 6254	PRR 8433
CR 6236	PRR 8423	CR 6256	PRR 8434
CR 6237	PRR 8424	CR 6257	PRR 8435
CR 6240	PRR 8425	CR 6259	PRR 8436
CR 6241	PRR 8426	CR 6261	PRR 8437
CR 6243	PRR 8427	CR 6262	PRR 8438
CR 6245	PRR 8428	CR 6264	PRR 8439
CR 6248	PRR 8429		

19940170

Schedule B

<b>Original Reporting Marks and Identifying Numbers</b>	<b>New Reporting Marks and Identifying Numbers</b>	<b>Original Reporting Marks and Identifying Numbers</b>	<b>New Reporting Marks and Identifying Numbers</b>
CR 6232	NYC 7375	CR 6249	NYC 7383
CR 6233	NYC 7376	CR 6253	NYC 7384
CR 6238	NYC 7377	CR 6255	NYC 7385
CR 6239	NYC 7378	CR 6258	NYC 7386
CR 6242	NYC 7379	CR 6260	NYC 7387
CR 6244	NYC 7380	CR 6263	NYC 7388
CR 6246	NYC 7381	CR 6265	NYC 7389
CR 6247	NYC 7382		

COMMONWEALTH OF PENNSYLVANIA )  
 ) SS.:  
COUNTY OF PHILADELPHIA )

On this *1st* day of September 1998, before me personally appeared Thomas J. McFadden, to me personally known, who, by me being duly sworn, says that he is Treasurer of CONSOLIDATED RAIL CORPORATION, and that the foregoing instrument was signed 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.

  
Notary Public

My commission expires:

NOTARIAL SEAL  
Suzanne J. Rossomando, Notary Public  
City of Philadelphia, Phila. County  
My Commission Expires June 28, 1999