

# Union Pacific Corporation



Jack E. Jerrett  
Senior Corporate Attorney

March 16, 1993

**BY HAND**

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

3-075A077  
RECORDATION NO. 17926-C FILED 1425

MAR 16 1993 2-50 AM

INTERSTATE COMMERCE COMMISSION

**Re: Locomotive Sublease Termination,  
Effective March 16, 1993, Between Union Pacific  
Holdings, Inc. and Union Pacific Railroad Company**

Dear Mr. Strickland:

Enclosed for filing and recordation under Section 11303 of Title 49 of the United States Code are three (3) executed original counterparts of a Locomotive Sublease Termination, effective March 16, 1993 (the "Termination"), between Union Pacific Holdings, Inc. (the "Lessor") and Union Pacific Railroad Company (the "Lessee"). The primary document to which the enclosed Termination is connected is a Locomotive Sublease Agreement, dated as of August 17, 1992 (the "Sublease"), between the Lessor and the Lessee, which was filed with the Commission on August 25, 1992 and assigned Recordation No. 17926.

The names and addresses of the parties to the enclosed Termination are as follows:

Lessor

Union Pacific Holdings, Inc.  
Eighth and Eaton Avenues,  
Bethlehem, PA 18018

Lessee

Union Pacific Railroad Company  
1416 Dodge Street  
Omaha, NE 68179

The Termination terminates the Sublease with respect to fifty (50) General Motors SD-60M diesel-electric locomotives bearing road numbers 6316-6365, inclusive. A short summary of the enclosed document to be included in the index follows:

Locomotive Sublease Termination, effective March 16, 1993, between Union Pacific Holdings, Inc., as lessor, and Union Pacific Railroad Company, as lessee, terminating a Locomotive Sublease Agreement, dated as of August 17, 1992, covering fifty (50) General Motors Model SD-60M diesel-electric locomotives bearing road numbers 6316-6365, inclusive.

I have also enclosed a check for \$16.00 to the order of the Interstate Commerce Commission to cover the fee associated with the filing and recordation of the enclosed Termination. Please time and date stamp two of the enclosed counterparts along with the enclosed extra copy of this letter as proof of filing and recordation and return the same to me.

Sincerely,

A handwritten signature in cursive script, appearing to read "John C. Janett".

JEJ:ccm  
Enclosures

cc: Gary W. Grosz  
Robert Bartos

locoslat.jj1

## LOCOMOTIVE SUBLEASE TERMINATION

MAR 16 1993 2:50 AM

## INTERSTATE COMMERCE COMMISSION

This terminates the Locomotive Sublease Agreement, dated August 17, 1992, between the Union Pacific Holdings, Inc., a Utah corporation ("Lessor"), and Union Pacific Railroad Company, a Utah corporation ("Lessee"), with respect to 50 Model SD-60M General Motors Corporation, Electro-Motive Division, diesel-electric locomotives bearing road numbers 6316-6365, inclusive (hereinafter referred to as "Terminated Equipment").

WHEREAS, Lessee and Lessor executed a Locomotive Sublease Agreement, dated August 17, 1992 (the "Sublease"), relating to the Terminated Equipment.

WHEREAS, the Sublease was duly filed for recordation with the Interstate Commerce Commission ("ICC") pursuant to 49 U.S.C. Section 11303 and was recorded on August 25, 1992 at 2:40 PM and assigned Recordation No. 17926.

WHEREAS, the parties hereto desire to terminate and cancel the Sublease and to record this termination and cancellation;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt of which is acknowledged, Lessee and Lessor agree as follows:

1. Lessee and Lessor hereby terminate and cancel the Sublease, effective March 16, 1993.
2. The parties agree to record this Termination Agreement with the ICC so as to release the lien against all of the Terminated Equipment constituted by the Sublease.

3. This Termination Agreement may be executed by the parties in one or more counterparts (or upon separate signature pages bound together in one or more counterparts) which shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, Lessee and Lessor have each caused this Termination Agreement to be duly executed by their authorized officers as of the day and year set forth in paragraph 1.

UNION PACIFIC RAILROAD COMPANY

Attest:

*Whitaker*

Assistant Secretary

By:

*John D. Davis*

Title: Assistant Treasurer

UNION PACIFIC HOLDINGS, INC.

Attest:

*Whitaker*

Assistant Secretary

By:

*Charles E. Beering*

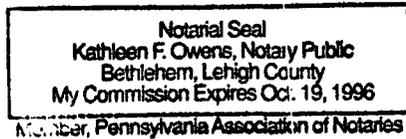
Title: Vice President and Controller

Commonwealth of Pennsylvania )  
County of Lehigh ) ss:

On this 15th day of March 1993, before me personally appeared John B. Larsen, to me personally known, who, being by me duly sworn, did say that he is an Assistant Treasurer of Union Pacific Railroad Company, that the 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.

Kathleen F. Owens  
Notary Public

Commonwealth of Pennsylvania )  
County of Lehigh ) ss:



On this 15th day of March, 1993, before me personally appeared Charles E. Billingsley, to me personally known, who, being by me duly sworn, did say that he is a Vice President and Controller of Union Pacific Holdings, Inc., that the 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.

Kathleen F. Owens  
Notary Public

