



BURLINGTON NORTHERN RAILROAD 361

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2385
Docket No. SLSF 73450

FEDERAL EXPRESS

March 23, 1990

RECORDATION #3 7781-B FILED J425

MAR 26 1990 -11 55 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road Numbers
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 7781 on January 24, 1975.

The names and addresses of the parties to the transaction are:

Agent: The Boatmen's National Bank of St. Louis
510 Locust Street
St. Louis, Missouri 63101

Vendee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

Ms. Mildred R. Lee
March 23, 1990
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A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 7781, recorded on January 24, 1975).

Very truly yours,



Rebecca R. Martin
Legal Assistant

RRM/sd/100.17
Enclosures

VERIFICATION

REGISTRATION NO. 7781-B FILED 1990

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INTERSTATE COMMERCE COMMISSION

STATE OF TEXAS)
) ss.
COUNTY OF TARRANT)

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.

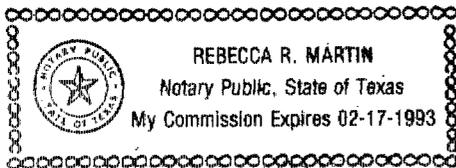
Francis T. Kelly

Francis T. Kelly

Subscribed and sworn to before me
this 23rd day of March, 1990.

Rebecca R. Martin

Notary Public in and for
the State of Texas



REGISTRATION NO. 7781-B
FILED 1990
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INTERSTATE COMMERCE COMMISSION

ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
CONDITIONAL SALE AGREEMENT AND AGREEMENT AND ASSIGNMENT

Dated January 1, 1975

By and Between

THE BOATMEN'S NATIONAL BANK OF ST. LOUIS,
Agent

and

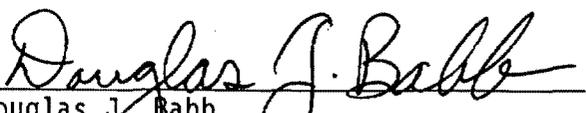
ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

Pursuant to Article 7 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY



Douglas J. Babb
Vice President and General Counsel

ATTEST:



Assistant Secretary

73450
ICC 7781
91/9

Previous SLSF Number

New BN Number

DIESEL ELECTRIC LOCOMOTIVES (22 Total)

361 - 365	1000 - 1004
447 - 458	2302 - 2313
858 - 862	5795 - 5799

BOXCARS (7 Total)

9300	355245
9303	355248
9305	355250
9308	355253
9311	355256
9313	355258
9314	355259

COVERED HOPPER CARS (216 Total)

78500 - 78502	419100 - 419102
78504	419104
78506 - 78540	419106 - 419140
78542 - 78549	419142 - 419149
78551 - 78590	419151 - 419190
78592 - 78602	419192 - 419202
78604 - 78616	419204 - 419216
78619 - 78623	419219 - 419223
78625 - 78630	419225 - 419230
78632	419232
78633	419233
78635 - 78637	419235 - 419237
78639 - 78651	419239 - 419251
78653 - 78656	419253 - 419256
78658 - 78660	419258 - 419260
78663 - 78665	419263 - 419265
78667 - 78675	419267 - 419275
78677 - 78680	419277 - 419280
78682 - 78687	419282 - 419287
78689	419289
78691	419291
78694	419294
78696 - 78710	419296 - 419310
78712 - 78717	419312 - 419317
78719 - 78721	419319 - 419321

<u>Previous SLSF Number</u>	<u>New BN Number</u>
78723 - 78725	419323 - 419325
78727	419327
78728	419328
78730	419330
78732	419332
78734 - 78739	419334 - 419339
78741	419341
78742	419342
78744 - 78747	419344 - 419347
78749	419349

GONDOLA CARS (4 Total)

103022	965189
103023	965199
103028	965290
103048	965289

STATE OF TEXAS)
) ss
COUNTY OF TARRANT)

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed 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.

Rebecca R. Martin

Notary Public in and for the
State of Texas

