

RECORDATION NO. 10631-R FILED 1229

AUG 4 1994 - 10 30 AM



0100329002

INTERSTATE COMMERCE COMMISSION

Southern Pacific Lines

Southern Pacific Building • One Market Plaza • San Francisco, California 94105

(415) 541-1757 • Facsimile (415) 495-5436

Lenona Young-Rusconi
Paralegal

Law Department

August 1, 1994

Mr. Sydney L. Strickland, Jr., Secretary
Interstate Commerce Commission
Twelfth Street & Constitution Avenue, N.W.
Washington, D.C. 20423

RE: I.C.C. Finance Docket No. 29063 --
Southern Pacific Transportation Company
Equipment Trust Agreement, Series 75

RECEIVED
OFFICE OF THE
SECRETARY
AUG 4 10 31 AM '94
INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

Enclosed are an original and four counterparts of a document described below, to be recorded pursuant to the provisions of 49 U.S.C. Section 11303.

The document is a Declaration of Full Payment dated as of July 28, 1994. The document is a secondary document, as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

The primary document to which the document is in connection with is recorded under Recordation No. 10631. We request that this document be recorded under Recordation No. 10631-R.

The names and addresses of the parties to the Declaration of Full Payment are as follows:

Trustee: CoreStates Bank, N.A.
(formerly First Pennsylvania Bank, N.A.)
510 Walnut Street
Philadelphia, Pennsylvania 19106

Lessee: Southern Pacific Transportation Company
Southern Pacific Building
One Market Plaza
San Francisco, California 94105

Mr. Sidney L. Strickland, Jr.
August 1, 1994
Page Two

A fee of \$18 is enclosed. Please return the four counterparts of the Declaration of Full Payment evidencing the recordation data thereon to the undersigned.

A short summary of the enclosed document to appear in the Commission's index is:

Declaration of Full Payment dated as of July 28, 1994, between Southern Pacific Transportation Company, as Lessee, Southern Pacific Building, One Market Plaza, San Francisco, CA 94105, and CoreStates Bank, N.A., as Trustee, 510 Walnut Street, Philadelphia, PA 19106, covering all railroad equipment described in or covered by the Equipment Trust Agreement dated as of July 1, 1979, as supplemented.

Very truly yours,

Landra Young-Ruscini

Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

AUGUST 4, 1994

LENONA YOUNG-RUSCONI
SOUTHERN PACIFIC LINES
SOUTHERN PACIFIC BUILDING
ONE MARKET PLAZA
SAN FRANCISCO CA 94105

Dear MS. YOUNG-RUSCONI:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/4/94 at 10:30AM, and assigned recordation number(s). 10631-R

Sincerely yours,

VERNON A. WILLIAMS
ACTING SECRETARY

Enclosure(s)

\$ 18.00 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 and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one stamped on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

Lalidia M. Stokes

RECORDATION NO. 10631-R FILED 1425

AUG 4 1994 -10 30 AM

INTEASTATE COMMERCE COMMISSION

SOUTHERN PACIFIC TRANSPORTATION COMPANY

EQUIPMENT TRUST

SERIES 75

EQUIPMENT TRUST AGREEMENT

Dated as of July 1, 1979

DECLARATION OF FULL PAYMENT

**SOUTHERN PACIFIC TRANSPORTATION COMPANY
EQUIPMENT TRUST, SERIES 75**

Equipment Trust Agreement Dated as of July 1, 1979

DECLARATION OF FULL PAYMENT

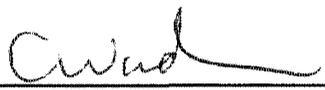
CORESTATES BANK, N.A. (formerly known as First Pennsylvania Bank, N.A., herein called the "Trustee"), Trustee under that certain Equipment Trust Agreement dated as of July 1, 1979, as supplemented, between the Trustee and SOUTHERN PACIFIC TRANSPORTATION COMPANY, pursuant to which was created and constituted "Southern Pacific Transportation Company Equipment Trust, Series 75," does hereby acknowledge and declare that the purchase money for the equipment subject to said Equipment Trust Agreement has been paid in full; that all of the terms and conditions of the said Equipment Trust Agreement, as supplemented, have been performed; that Southern Pacific Transportation Company has made all payments and met all charges required by the said Equipment Trust Agreement, as supplemented; that all of the interests in Southern Pacific Transportation Company Equipment Trust, Series 75, and the dividends thereon, have been satisfied, paid and discharged; and the said Equipment Trust Agreement, as supplemented, and the lease by Trustee to Southern Pacific Transportation Company of the railroad equipment described therein, have terminated, and the Trustee is now obligated by the said Equipment Trust Agreement to assign and transfer the said railroad equipment to Southern Pacific Transportation Company as the absolute property of Southern Pacific Transportation Company.

AND it does hereby consent that the record of its title to all the equipment covered by the said Equipment Trust Agreement, as supplemented, be cancelled and discharged, and that this Declaration may be filed or recorded or noted on the margin of the record of the said Equipment Trust Agreement wherever the same may have been filed or recorded.

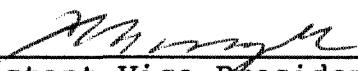
AND it does hereby constitute and appoint CATHY WIEDECKE to be its attorney for it, and in its name and as and for its corporate act and deed, to acknowledge this instrument, before any person having authority by the laws of the Commonwealth of Pennsylvania or elsewhere to take such acknowledgement, to the intent that the same may be duly recorded.

IN WITNESS WHEREOF, CoreStates Bank, N.A., Trustee as aforesaid, acting in accordance with the terms and conditions of the Equipment Trust Agreement, as supplemented, has caused this Declaration to be signed in its name and its corporate seal to be hereunto affixed, duly attested, as of the 28th day of July, 1994.

CORESTATES BANK, N.A., Trustee

By 
Corporate Trust Officer

ATTEST:


Assistant Vice President

