

APR 10 '98

10-25 AM

ALVORD AND ALVORD
ATTORNEYS AT LAW
918 SIXTEENTH STREET, N W
SUITE 200
WASHINGTON, D C
20006-2973
(202) 393-2266
FAX (202) 393-2156

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

OF COUNSEL
URBAN A. LESTER

April 10, 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 five (5) copies of a Statement of New Reporting Marks, dated as of April 9, 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 20321.

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 railroad equipment and documents covered by the enclosed statement is set forth on the schedules attached thereto

Countersignature

APR 10 10 25 AM '98

RECEIVED
SURFACE TRANSPORTATION
BOARD

Vernon A Williams
April 10, 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 four (4) stamped copies of the enclosed document to the undersigned

Very truly yours,



Robert W Alvord

RWA/bg
Enclosures

SURFACE TRANSPORTATION BOARD

WASHINGTON, DC., 20423-0001

OFFICE OF THE SECRETARY

Robert W. Alvord

Alvord and Alvord

918 Sixteenth Street, NW., Ste. 200

Washington, DC., 20006-2973

DATE: 4/10/98

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C

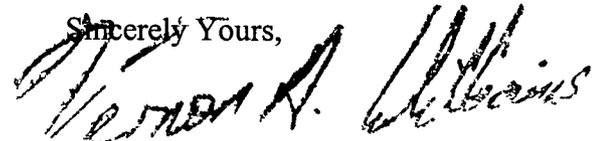
11301 and 49 CFR 1177.3 (c), on 4/10/98

at 10:25 AM

20321-A

assigned recordation numbers (s). ~~5228~~, 5403-D, 5510-I, 5565-G, 5685-H, 5760-H, 8397-C, 9299-D, 9751-A, 12014-F, 14479-B, 14635-C, 16732-A, 16733-A, 16734-A, 16911-D, 17359-C, 17490-E, 17509-A, 17669-A, 17670-A, 17943-E, 18414-G, 19113-B, 19325-A, 19326-A, 19489-B, 19871-I, 20204-A, 20403-Q, 20930-A, 20940-A, 20959-A, and 21194-A.

Sincerely Yours,

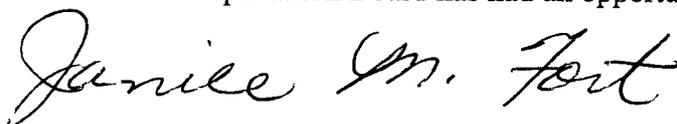


Vernon A. Williams
Secretary

Enclosure(s)

884.00

\$-----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 had an opportunity to examine your document.



RECORDATION NO. 20321-A FILED

APR 10 '98 10-25 AM

STATEMENT OF NEW REPORTING MARKS dated as of April 9, 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 "Lease"), with the party specified in Item 2 of Schedule A hereto (hereinafter called the "Lessor"), 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 Lease 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 from "CR" to "NYC", both of which marks are assigned to 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 Lessor in the Subject Equipment by said section 11301, when, if, as and whether such reporting marks are changed.

CONSOLIDATED RAIL CORPORATION

by Thomas J. McShadden

SCHEDULE A

Item 1, Lease:

dated as of February 2, 1995

Item 2, Lessor:

Helm Financial Corporation
One Embarcadero Center
San Francisco, CA 94111

Item 3, date of recordation of lease:

October 24, 1996

Item 4, recordation number of lease:

20321

Schedule B

**Original Reporting
Marks and Identifying
Numbers**

CR 223500
CR 223504
CR 223505
CR 223508
CR 223511

**New Reporting
Marks and Identifying
Numbers**

NYC 223500
NYC 223504
NYC 223505
NYC 223508
NYC 223511

**Original Reporting
Marks and Identifying
Numbers**

CR 223512
CR 223538
CR 223544
CR 223545
CR 223547

**New Reporting
Marks and Identifying
Numbers**

NYC 223512
NYC 223538
NYC 223544
NYC 223545
NYC 223547

