

RECORDATION NO. 18134-A FILED

SEP 4 '98 10-55 AM

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ELIAS C. ALVORD (1942)  
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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 18134.

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.

*Charter Party - Betty D. [Signature]*

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RECEIVED  
SURFACE TRANSPORTATION  
BOARD

Mr. Vernon A. Williams  
September 4, 1998  
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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,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", written in a cursive style.

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

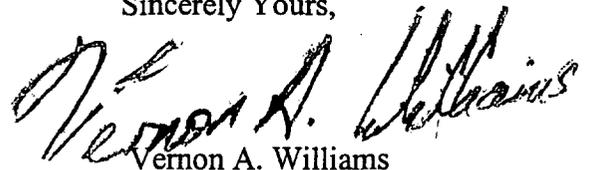
DATE: 9/4/98

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,

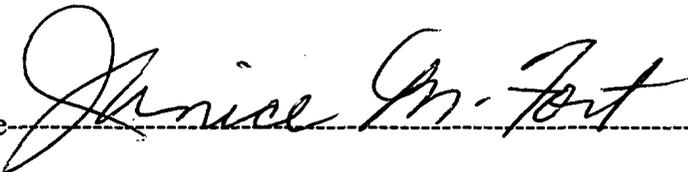
  
Vernon A. Williams

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 \_\_\_\_\_



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. McVadden

## SCHEDULE A

Item 1, Security Agreement:

dated as of February 26, 1993

Item 2, Secured Party:

U. S. Trust Company  
114 West 47th Street  
New York, NY 10036-1532

Item 3, date of recordation of Security Agreement:

February 26, 1993

Item 4, recordation number of Security Agreement:

18134

Schedule B

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

CR 5530  
CR 5531  
CR 5532  
CR 5533  
CR 5537  
CR 5538  
CR 5539  
CR 5541  
CR 5542  
CR 6157  
CR 6158  
CR 6159

PRR 6780  
PRR 6781  
PRR 6782  
PRR 6783  
PRR 6784  
PRR 6785  
PRR 6786  
PRR 6787  
PRR 6788  
PRR 8376  
PRR 8377  
PRR 8378

CR 6160  
CR 6165  
CR 6166  
CR 6168  
CR 6170  
CR 6171  
CR 6173  
CR 6174  
CR 6175  
CR 6176  
CR 6178

PRR 8379  
PRR 8380  
PRR 8381  
PRR 8382  
PRR 8383  
PRR 8384  
PRR 8385  
PRR 8386  
PRR 8387  
PRR 8388  
PRR 8389

Schedule B

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

**Original Reporting  
Marks and Identifying  
Numbers**

**New Reporting  
Marks and Identifying  
Numbers**

CR 5534  
CR 5535  
CR 5536  
CR 5540  
CR 5543  
CR 5544  
CR 6156  
CR 6161

NYC 8769  
NYC 8770  
NYC 8771  
NYC 8772  
NYC 8773  
NYC 8774  
NYC 7344  
NYC 7345

CR 6162  
CR 6163  
CR 6164  
CR 6167  
CR 6169  
CR 6172  
CR 6177  
CR 6179

NYC 7346  
NYC 7347  
NYC 7348  
NYC 7349  
NYC 7350  
NYC 7351  
NYC 7352  
NYC 7353

