

UNION PACIFIC RAILROAD COMPANY

RECORDATION NO. 16785-CC

FILED 1495

NOV 27 1996 11:40 AM



Southern Pacific Building • One Market Plaza • San Francisco, CA 94105
(415) 541-1757 Facsimile (415) 495-5436

Lenona Young
Paralegal

Room 816
Law Department

November 25, 1996

VIA HAND DELIVERY

Surface Transportation Board
12th Street and Constitution Avenue, N W
Recordation Department, Room 2311
Washington, D C 20423

Attn Ms Janice Fort

Re Lease Intended for Security dated March 5, 1990
between Southern Pacific Transportation Company
and First Interstate Bank of California, as Agent

Dear Madam

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

The document, a secondary document, as defined in the Board's Rules for the Recordation of Documents, 49 C F R Section 1177, is a Quitclaim Bill of Sale dated November 25, 1996

The primary document to which the document is in connection with is recorded under Recordation No 16785 We request that the document be recorded under Recordation No 16785-CC.

The names and addresses of the parties to the Quitclaim Bill of Sale are as follows

Seller Wells Fargo Bank, N A , successor by merger to
First Interstate Bank of California
345 California Street
San Francisco, CA 94104

Buyer Southern Pacific Transportation Company
Southern Pacific Building
One Market Plaza
San Francisco, CA 94105

Counters parts - E. Paul M. Lewis

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SURFACE TRANSPORTATION BOARD
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Surface Transportation Board
Page Two
November 25, 1996

A description of the railroad equipment covered by the foregoing Quitclaim Bill of Sale is as follows

- 1 70-ton box cars built by Pacific Car & Foundry

SP 694642	SP 694655	SP 694664	SP 694667
SP 694653	SP 694663	SP 694665	SSW 060996

- 2 70-ton box car built by Gunderson Bros (FMC)

 SP 241923

Enclosed is a company check in the amount of \$22 to cover the filing fee. Please return the ORIGINAL and three counterparts of the Quitclaim Bill of Sale evidencing the recordation data thereon to Mr. Robert W. Alvord for further handling.

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

Quitclaim Bill of Sale dated November 25, 1996, from Wells Fargo Bank, N A, successor by merger to First Interstate Bank of California, 345 California Street, San Francisco, CA 94104, Seller, to Southern Pacific Transportation Company, Southern Pacific Building, One Market Plaza, San Francisco, CA 94105, Buyer, covering nine box cars

Very truly yours,



Enclosures

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20427-0001

11/27/96

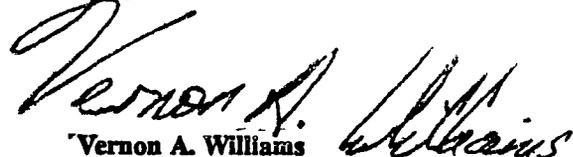
Lenona Young
Union Pacific Railroad Company
Southern Pacific Building
One Market Plaza
San Francisco, CA 94106

Dear

Madam:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/27/96 at 11:10AM, and assigned recordation number(s) 16785-CC.

Sincerely yours,


Vernon A. Williams
Secretary

Enclosure(s)

\$ 22.00. 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 typed 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

