

Union Pacific Corporation



3-259A026

Jack E. Jerrett
Senior Corporate Attorney

September 15, 1993

HAND DELIVERY

Mr. Sidney L. Strickland
Secretary
Interstate Commerce Commission
12th Street & Constitution Avenue, NW
Washington, DC 20423

SEP 16 1993 2:28 PM
INTERSTATE COMMERCE COMMISSION

18376-A
RECORDED & FILED

RECEIVED
OFFICE OF THE
SECRETARY
SEP 16 12 28 PM '93
LICENSING BRANCH

Re: Interim User Agreement, dated as of August 1, 1993, between General Electric Company and Union Pacific Holdings, Inc.

Dear Mr. Strickland:

Enclosed for filing are four (4) original counterparts of a Partial Termination, dated as of September 13, 1993 (the "Termination"), between General Electric Company ("GE") and Union Pacific Holdings, Inc ("Holdings"). The principal document to which this is connected is an Interim User Agreement, dated as of August 1, 1993 (the "Agreement"), between GE and Holdings which was filed with the Commission on August 30, 1993 and assigned Recordation No. 18376.

This Termination terminates the Agreement with respect to the equipment identified in Section 1 of the Termination.

Enclosed is a check payable to the Commission in the amount of \$16.00 for filing the Termination. Please date stamp the enclosed extra copy of this letter and each extra counterpart of the Termination not needed for filing and return them to the waiting messenger.

Sincerely,

JEJ:ccm
Enclosure
cc: Michael J. Baughman, Esq.

Interstate Commerce Commission
Washington, D.C. 20423

9/16/93

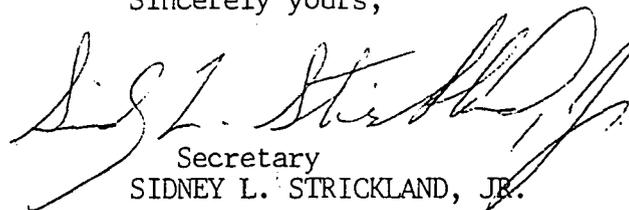
OFFICE OF THE SECRETARY

Jack E. Jerrett
Senior Corporate Attorney
Martin Tower Eighth & Eaton Avenues
Bethlehem, PA. 18018

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **9/16/93** at **12:35pm**, and assigned recordation number(s). **18376-A**

Sincerely yours,


Secretary
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

18376-A

SEP 16 1993 - 12:35 PM

PARTIAL TERMINATION

INTERSTATE COMMERCE COMMISSION

THIS PARTIAL TERMINATION, made this 13th day of September, 1993 by and between General Electric Company, a New York corporation acting through its Transportation Systems Business Operation ("GE"), and Union Pacific Holdings, Inc., a Utah corporation ("Railroad").

WHEREAS, GE and Railroad are parties to an Interim User Agreement dated as of August 1, 1993 (the "Lease"); and

WHEREAS, the Lease was duly filed for recordation with the Interstate Commerce Commission (the "ICC") pursuant to 49 U.S.C. Section 11303, on August 30, 1993, at 9:50 a.m. and given Recordation Number 18376; and

WHEREAS, GE and Railroad desire to terminate and cancel the Lease with respect to the equipment described herein and to record such termination and cancellation with the ICC;

NOW THEREFORE, in consideration of the promises and other good and valuable consideration, the receipt of which is acknowledged, Railroad and GE, intending to be legally bound, agree as follows:

1. Railroad and GE hereby terminate and cancel the Lease, effective September 8, 1993 with respect to the following equipment: 12 General Electric Model Dash 8-41CW diesel electric locomotives bearing road numbers 9481-9490 inclusive and 9493-9494, inclusive (hereinafter, the "Terminated Equipment").

IN WITNESS WHEREOF, Railroad and GE have each caused this Termination of Lease to be duly executed by their authorized officers as of the day and year first above written.

ATTEST:

D Whitaker
Assistant Secretary

UNION PACIFIC HOLDINGS, INC.

By: *Gary R. Stewart*

Title Vice President and Treasurer

ATTEST:

M. J. Baughman
M. J. Baughman, Attesting Secretary

GENERAL ELECTRIC COMPANY

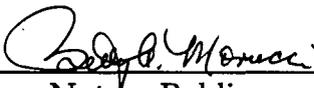
By: *J. W. Braukman*

J. W. Braukman, Manager
Transportation Systems
Finance Operation

Commonwealth of Pennsylvania }
 }
County of Erie }

On this 13th day of September, 1993, before me personally appeared J. W. Braukman, to me personally known, who, being duly sworn, did say that he is Manager, Transportation Systems Finance Operation of General Electric Company, that the foregoing instrument was signed on behalf of such 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 such corporation.

My commission expires:

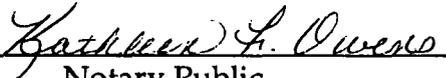

Notary Public

NOTARIAL SEAL
BETTY A. MANUCCI, Notary Public
Erie, Erie County
My Commission Expires Jan. 14, 1995

Commonwealth of Pennsylvania }
Lehigh }
County of Northampton }

On this 14 day of September, 1993, before me personally appeared Gary M. Stuart _____, to me personally known, who, being duly sworn, did say that he is _____
Vice President and Treasurer _____ of Union Pacific Holdings, Inc., that the foregoing instrument was signed on behalf of such 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 such corporation.

My commission expires:


Notary Public

Notarial Seal
Kathleen F. Owens, Notary Public
Bethlehem, Lehigh County
My Commission Expires Oct. 19, 1996
Member, Pennsylvania Association of Notaries