



BURLINGTON NORTHERN RAILROAD 361

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2385
Docket No. SLSF 76077

FEDERAL EXPRESS

March 23, 1990

RECORDATION NO. 9277-13 FILED 1428

MAR 26 1990 -11 55 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

Re: Document for Recordation: Statement of New Road Numbers
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 9277 on March 13, 1978.

The names and addresses of the parties to the transaction are:

Agent: Mercantile Bank N.A.
One Mercantile Tower
Eighth and Locust Streets
St. Louis, Missouri 63101

Vendee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

Ms. Mildred R. Lee
March 23, 1990
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A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 9277, recorded on March 13, 1978).

Very truly yours,



Rebecca R. Martin
Legal Assistant

RRM/sd/100.35
Enclosures

VERIFICATION

RECORDATION NO. 9277-B FILED 1423

MAR 26 1990 - 11 35 AM

INTERSTATE COMMERCE COMMISSION

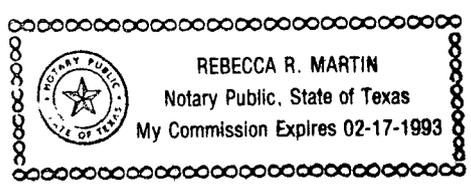
STATE OF TEXAS)
) ss.
COUNTY OF TARRANT)

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.

Francis T. Kelly
Francis T. Kelly

Subscribed and sworn to before me
this 23rd day of March, 1990.

Rebecca R. Martin
Notary Public in and for
the State of Texas



RECORDATION NO. 9277-B FILED 1423
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INTERSTATE COMMERCE COMMISSION

ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
CONDITIONAL SALE AGREEMENT AND
AGREEMENT AND ASSIGNMENT (No. 99)

Dated January 1, 1978

By and Between

MERCANTILE TRUST COMPANY N.A.
(now MERCANTILE BANK N.A.), Agent

and

ST. LOUIS-SAN FRANCISCO RAILWAY COMPANY
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

Pursuant to Article 7 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

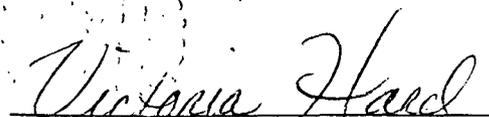
Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY



Douglas J. Babb
Vice President and General Counsel

ATTEST:



Assistant Secretary

76077
ICC 9277
91/18

Previous SLSF Number

New BN Number

GONDOLA CARS (7 Total)

103029	964746
103030	965296
103031	964749
103033	965294
103035	964778
103037	964779
103038	964736

STATE OF TEXAS)
) ss
COUNTY OF TARRANT)

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said 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 said corporation.

Rebecca R. Martin

Notary Public in and for the
State of Texas

