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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

September 11, 2002

RECORDATION NO. 18859-4 FILED

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

SEP 11 '02 4:32 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Statement of Change in Reporting Marks and/or Road Numbers, dated as of September 11, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission under Recordation Number 18859.

The name and address of the party to the enclosed document are:

Lessee: Union Pacific Railroad Company
1416 Dodge Street
Omaha, NE 68179

A description of the railroad equipment covered by the enclosed document is:

Locomotives having original CNW and SP reporting marks and road numbers are re-marked and re-numbered as set forth on the Schedule attached hereto.

Mr. Vernon A. Williams
September 11, 2002
Page Two

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

Statement of Change in Reporting Marks and/or Road Numbers.

Also enclosed is a check in the amount of \$30.00 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,



Robert W. Alvord

RWA/anr
Enclosures

SPT 1994-C

ORIGINAL MARK
AND NUMBER

FINAL MARK
AND NUMBER

SP 8574	UP 2650
SP 8588	UP 2664
SP 8589	UP 2665
SP 8591	UP 2667
SP 8592	UP 2668
SP 8596	UP 2672
SP 8608	UP 2684
SP 8610	UP 2686
SP 8614	UP 2690
SP 8627	UP 2703
SP 8631	UP 2707
SP 8633	UP 2709
SP 8640	UP 2716
SP 8642	UP 2718
SP 8656	UP 2732
SP 8661	UP 2735
SP 8662	UP 2738
SP 8669	UP 2745
SP 8671	UP 2747
SP 8677	UP 2753
SP 8678	UP 2754
SP 8686	UP 2762
SP 8699	UP 2775
SP 8700	UP 2776
SP 8701	UP 2777
SP 8705	UP 2781

UNION PACIFIC RAILROAD COMPANY



1416 DODGE STREET
OMAHA, NEBRASKA 68179

September 11, 2002

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SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: Statement of Change in Reporting Marks and/or Road Numbers

Dear Secretary:

Please be advised that the reporting marks and/or road numbers of the locomotives identified in the attached schedule have been changed as set forth therein.

UNION PACIFIC RAILROAD COMPANY

By:

A handwritten signature in black ink, appearing to read "J. Theisen, Jr.", written over a horizontal line.

James J. Theisen, Jr.
Senior Corporate Counsel

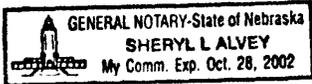
Attachment

JJT:CAN:sla

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

On this 10th day of September, 2002, before me, a Notary Public in and for said County and State, personally appeared James J. Theisen, Jr., who being by me duly sworn, says that he is the Senior Corporate Counsel of THE UNION PACIFIC RAILROAD COMPANY, that said instrument was signed, on behalf of said corporation and he acknowledged that the execution of said instrument was the free act and deed of the corporation.

IN WITNESS WHEREOF, I have unto set my hand and official seal on the date above mentioned.



Sheryl L. Alvey
NOTARY PUBLIC

SEAL

SPT 1994-C
(18859)

ORIGINAL MARK
AND NUMBER

SP 8574
SP 8588
SP 8589
SP 8591
SP 8592
SP 8596
SP 8608
SP 8610
SP 8614
SP 8627
SP 8631
SP 8633
SP 8640
SP 8642
SP 8656
SP 8661
SP 8662
SP 8669
SP 8671
SP 8677
SP 8678
SP 8686
SP 8699
SP 8700
SP 8701
SP 8705

FINAL MARK
AND NUMBER

UP 2650
UP 2664
UP 2665
UP 2667
UP 2668
UP 2672
UP 2684
UP 2686
UP 2690
UP 2703
UP 2707
UP 2709
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