RECORDATION NO. 18859-S FILED

JUN 22 '01 1-23 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

June 22, 2001

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 two (2) copies of a Statement of Change in Reporting Marks and/or Road Numbers, dated as of June 20, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents.

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

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

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

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

67 locomotives bearing UP (formerly SP) reporting marks and road numbers attached hereto.

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 $28.00 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/anm
Enclosures

Original mark & number	Current mark & number	Final mark & number
SP 8574	UP 4600	UP 2650
SP 8575	UP 4601	UP 2651
SP 8576	UP 4602	UP 2652
SP 8577	UP 4603	UP 2653
SP 8578	UP 4604	UP 2654
SP 8579	UP 4605	UP 2655
SP 8580	UP 4606	UP 2656
SP 8581	UP 4607	UP 2657
SP 8582	UP 4608	UP 2658
SP 8583	UP 4609	UP 2659
SP 8584	UP 4610	UP 2660
SP 8585	UP 4611	UP 2661
SP 8586	UP 4612	UP 2662
SP 8587	UP 4613	UP 2663
SP 8588	UP 4614	UP 2664
SP 8589	UP 4615	UP 2665
SP 8590	UP 4616	UP 2666
SP 8591	UP 4617	UP 2667
SP 8592	UP 4618	UP 2668
SP 8593	UP 4619	UP 2669
SP 8594	UP 4620	UP 2670
SP 8595	UP 4621	UP 2671
SP 8596	UP 4622	UP 2672
SP 8597	UP 4623	UP 2673
SP 8598	UP 4624	UP 2674
SP 8599	UP 4625	UP 2675

Original mark & number	Current mark & number	Final mark & number
SP 8600	UP 4626	UP 2676
SP 8601	UP 4627	UP 2677
SP 8602	UP 4628	UP 2678
SP 8603	UP 4629	UP 2679
SP 8604	UP 4630	UP 2680
SP 8605	UP 4631	UP 2681
SP 8606	UP 4632	UP 2682
SP 8607	UP 4633	UP 2683
SP 8609	UP 4635	UP 2685
SP 8610	UP 4636	UP 2686
SP 8611	UP 4637	UP 2687
SP 8612	UP 4638	UP 2688
SP 8613	UP 4639	UP 2689
SP 8614	UP 4640	UP 2690
SP 8615	UP 4641	UP 2691
SP 8616	UP 4642	UP 2692
SP 8627	UP 4653	UP 2703
SP 8628	UP 4654	UP 2704
SP 8629	UP 4655	UP 2705
SP 8630	UP 4656	UP 2706
SP 8631	UP 4657	UP 2707
SP 8632	UP 4658	UP 2708
SP 8633	UP 4659	UP 2709
SP 8634	UP 4660	UP 2710
SP 8635	UP 4661	UP 2711
SP 8636	UP 4662	UP 2712
SP 8637	UP 4663	UP 2713
SP 8638	UP 4664	UP 2714

Original mark & number	Current mark & number	Final mark & number
SP 8639	UP 4665	UP 2715
SP 8640	UP 4666	UP 2716
SP 8641	UP 4667	UP 2717
SP 8642	UP 4668	UP 2718
SP 8643	UP 4669	UP 2719
SP 8644	UP 4670	UP 2720
SP 8645	UP 4671	UP 2721
SP 8646	UP 4672	UP 2722
SP 8647	UP 4673	UP 2723
SP 8648	UP 4674	UP 2724
SP 8649	UP 4675	UP 2725
SP 8650	UP 4676	UP 2726
SP 8652	UP 4678	UP 2728

UNION PACIFIC RAILROAD COMPANY

1416 DODGE STREET
OMAHA, NEBRASKA 68179

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June 20, 2001

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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, or will be, changed as set forth therein.

UNION PACIFIC RAILROAD COMPANY

By: _____
James J. Theisen, Jr.
Senior Corporate Counsel

Attachment

JJT:CAN:sla

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

On this 21st day of June, 2001, 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

GENERAL NOTARY-State of Nebraska
SHERYL L ALVEY
My Comm. Exp. Oct. 28, 2002

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SP 8648	UP 4674	UP 2724
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SP 8650	UP 4676	UP 2726
SP 8652	UP 4678	UP 2728