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

OF COUNSEL
URBAN A. LESTER

September 17, 2002

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

RECORDATION NO. 18445-S FILED

SEP 17 '02 9-35 AM

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 13, 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 18445.

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/or 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 17, 2002
Page Two

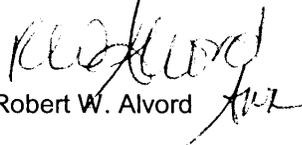
A short summary of the document to appear in the index follows:

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

CNW 1993-A

ORIGINAL MARK
AND NUMBER

FINAL MARK
AND NUMBER

CNW 8605	UP 9669
CNW 8607	UP 9671
CNW 8614	UP 9678
CNW 8617	UP 9681
CNW 8618	UP 9682
CNW 8621	UP 9685
CNW 8627	UP 9691
CNW 8629	UP 9693
CNW 8636	UP 9740
CNW 8638	UP 9742
CNW 8639	UP 9743
CNW 8641	UP 9745
CNW 8643	UP 9747
CNW 8645	UP 9749
CNW 8647	UP 9751
CNW 8651	UP 9755
CNW 8653	UP 9757
CNW 8654	UP 9758

UNION PACIFIC RAILROAD COMPANY



11/10/01 09:51:11
02/20/02 10:00:00 AM 68479

September 13, 2002

RECORDATION NO. 18445-5 FILED

SEP 17 '02 9-35 AM

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: 

James J. Theisen, Jr.
Senior Corporate Counsel

Attachment

JJT:CAN:sla

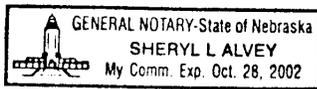
STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

On this 13th 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

CNW 1993-A

ORIGINAL MARK
AND NUMBER

CNW 8605
CNW 8607
CNW 8614
CNW 8617
CNW 8618
CNW 8621
CNW 8627
CNW 8629
CNW 8636
CNW 8638
CNW 8639
CNW 8641
CNW 8643
CNW 8645
CNW 8647
CNW 8651
CNW 8653
CNW 8654

FINAL MARK
AND NUMBER

UP 9669
UP 9671
UP 9678
UP 9681
UP 9682
UP 9685
UP 9691
UP 9693
UP 9740
UP 9742
UP 9743
UP 9745
UP 9747
UP 9749
UP 9751
UP 9755
UP 9757
UP 9758