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

October 30, 2002

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

RECORDATION NO. 23623A FILED

OCT 30 '02 12-23 PM

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Change in Road Numbers, dated September 10, 2002, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease Supplement previously filed with the Board under Recordation Number 23623.

The names and addresses of the parties to the enclosed document are:

[Lessor: ICX Corporation
2 Summit Park Drive
Suite 300
Cleveland, OH 44131]

Lessee: Electro-Motive Division,
General Motors Corporation
9301 W. 55th Street
La Grange, IL 60525

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

10 SD40-2 locomotives have had road numbers changed FROM UP 4766 - UP 4775 TO UP 2816 - UP 2825.

Mr. Vernon A. Williams
October 30, 2002
Page Two

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

Notice of Change in 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,

A handwritten signature in black ink, appearing to read "Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures



ELECTRO-MOTIVE DIVISION GENERAL MOTORS CORPORATION LAGRANGE, ILLINOIS 60525 (708) 387-6000

September 10, 2002

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

RECORDATION NO. 23623-A FILED

OCT 30 '02 12-23 PM

Re: Recordation Number 23623

SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

With regards to the Memorandum of Lease Agreement filed on August 24, 2001 with recordation number 23623, notice is hereby given that the road numbers for the ten (10) SD40-2 locomotives subject to the Lease Supplement and identified on *Annex A* to this letter have been changed as indicated on *Annex A*.

Sincerely,

ELECTRO-MOTIVE DIVISION,
GENERAL MOTORS CORPORATION

By: *K. McAless*
Printed Name: KETH A. McCANLESS
Title: TREASURER

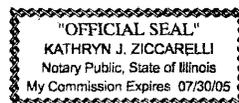
STATE OF ILLINOIS)
COUNTY OF Cook) ss.

On this 10th day of September 2002, before me appeared Keith A. McAless, the person who signed this instrument, who acknowledged that (s)he is a Treasurer of ELECTRO-MOTIVE DIVISION, GENERAL MOTORS CORPORATION and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Kathryn J. Ziccarelli
Notary Public

My commission expires: July 30, '05



CHANGES TO ROAD NUMBERS

Old Road Marks and Numbers

New Road Marks and Numbers

UP 4766	UP 2816
UP 4767	UP 2817
UP 4768	UP 2818
UP 4769	UP 2819
UP 4770	UP 2820
UP 4771	UP 2821
UP 4772	UP 2822
UP 4773	UP 2823
UP 4774	UP 2824
UP 4775	UP 2825