

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

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

OF COUNSEL
URBAN A. LESTER

October 30, 2002

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

RECORDATION NO. 23627-A FILED

OCT 30 '02 12-32 PM

~~ST~~URFACE 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 23627.

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

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

[Lessor: 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,



Robert W. Alvord

RWA/anr
Enclosures

UNION PACIFIC RAILROAD COMPANY



1416 DODGE STREET
OMAHA, NEBRASKA 68179

September 10, 2002

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

RECORDATION NO. 23627-A FILED

OCT 30 '02 12-32 PM

SURFACE TRANSPORTATION BOARD

Re: Recordation Number 23627

Dear Mr. Williams:

With regards to the Memorandum of Lease Supplement filed on August 29, 2001 with recordation number 23627, 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,

UNION PACIFIC RAILROAD COMPANY

By: *Gary W. Grosz*
Printed Name: Gary W. Grosz
Title: Assistant Treasurer

STATE OF NEBRASKA)
COUNTY OF Douglas) ss.

On this 11th day of September 2002, before me appeared Gary W. Grosz, the person who signed this instrument, who acknowledged that (s)he is a ASST. Treasurer of UNION PACIFIC RAILROAD COMPANY, and that, being duly authorized, (s)he signed such instrument as a free act on behalf of said corporation.

[Seal]

Pam Neuman
Notary Public

My commission expires: December 15, 2002

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