

RECORDATION NO. 22369-C FILED

NOV 14 '06 3-32 PM  
SURFACE TRANSPORTATION BOARD

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

November 14, 2006

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 Road Numbers, dated as of November 10, 2006, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease and related documents previously filed with the Board under Recordation Number 22369.

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

Lessee: BNSF Railway Company  
f/k/a Burlington Northern and Santa Fe Railway  
Company  
2500 Lou Menk Drive  
Fort Worth, TX 76131

[Lessor: Lombard Master Owner Trust II  
c/o Wilmington Trust Company  
Rodney Square North  
1100 North Market Street  
Wilmington, DE 19890]

Mr. Vernon A. Williams  
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A description of the railroad equipment covered by the enclosed document is:

40 locomotives: reporting marks and road numbers changed from BNSF 7300 – BNSF 7304, BNSF 7306 – 7339 and BNSF 6398 to BNSF 6961 – BNSF 6965, BNSF 6966 – BNSF 6999 and BNSF 6398.

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

Statement of Change in Reporting Marks and Road Numbers.

Also enclosed is a check in the amount of \$34.00 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/sem  
Enclosures



## SCHEDULE A

Recordation Number: 22369

### Equipment Description

Number of Units:     forty (40)  
Model:                 SD 40-2 Locomotives

OLD REPORTING MARKS AND ROAD NUMBERS	NEW REPORTING MARKS AND ROAD NUMBERS
BNSF 7300 through 7304, inclusive	BNSF 6951 through 6965, inclusive
BNSF 7306 through 7339, inclusive	BNSF 6966 through 6999, inclusive
BNSF 6398	BNSF 6398 (unchanged)

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated:

11/19/06



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Robert W. Alvord