

RECORDATION NO. 19477-9 FILED

FEB 21 '08 -5:15 PM

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SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

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

February 21, 2008

Anne K. Quinlan, Esquire
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

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 February 21, 2008, 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 Board under Recordation Number 19477.

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

Lessee: Union Pacific Railroad Company (as successor
to Southern Pacific Transportation Company)
1400 Douglas Street
Omaha, NE 68179

Anne K. Quinlan, Esquire
February 21, 2008
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A description of the railroad equipment covered by the enclosed document is:

75 GE AC4400 CW locomotives remarked to within the series SP 309 - SP 373 and UP 6170 - UP 6424 (previously marked within the series UP 303 - UP 377) as more particularly set forth in the attachment to the document.

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

Statement of Change in Reporting Marks and/or Road Numbers.

Also enclosed is a check in the amount of \$35.00 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 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

February 21, 2008

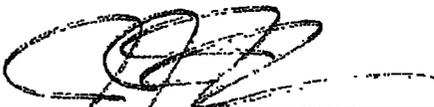
The Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
Washington, D.C. 20423

Re: Statement of Change in Reporting Marks and/or Road Numbers,
STB Recordation File Number 19477

Dear Acting Secretary Quinlan:

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.
Assistant General Counsel

Attachment

STATE OF NEBRASKA)
) ss:
COUNTY OF DOUGLAS)

On this 21st day of February 2008, 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 Assistant General Counsel of 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.

Maureen Fong Hinners
NOTARY PUBLIC

SEAL



SPT 1995-D

Previous STB Recordation File Number 19477

75 General Electric AC4400 CW diesel-electric locomotives

Original Initial	Original Number	Current Initial	Current Number
SP	309	SP	309
SP	319	SP	319
SP	335	SP	335
SP	343	SP	343
SP	352	SP	352
SP	355	SP	355
SP	373	SP	373
SP	353	UP	6170
SP	303	UP	6216
SP	376	UP	6302
SP	377	UP	6325
SP	332	UP	6326
SP	334	UP	6328
SP	305	UP	6340
SP	375	UP	6348
SP	306	UP	6349
SP	338	UP	6350
SP	359	UP	6351
SP	329	UP	6352
SP	307	UP	6354
SP	308	UP	6355
SP	324	UP	6356
SP	304	UP	6357
SP	313	UP	6358
SP	312	UP	6359
SP	316	UP	6360
SP	320	UP	6361
SP	310	UP	6362
SP	354	UP	6363
SP	347	UP	6365
SP	314	UP	6366
SP	321	UP	6367
SP	315	UP	6368
SP	323	UP	6369
SP	318	UP	6370
SP	325	UP	6371
SP	326	UP	6372

Original Initial	Original Number	Current Initial	Current Number
SP	328	UP	6374
SP	331	UP	6377
SP	311	UP	6378
SP	333	UP	6379
SP	322	UP	6381
SP	336	UP	6382
SP	337	UP	6383
SP	339	UP	6385
SP	340	UP	6386
SP	341	UP	6387
SP	342	UP	6388
SP	364	UP	6389
SP	345	UP	6391
SP	346	UP	6392
SP	348	UP	6394
SP	350	UP	6396
SP	351	UP	6397
SP	344	UP	6398
SP	330	UP	6400
SP	358	UP	6402
SP	357	UP	6403
SP	349	UP	6404
SP	317	UP	6405
SP	360	UP	6406
SP	361	UP	6407
SP	362	UP	6408
SP	363	UP	6409
SP	327	UP	6410
SP	365	UP	6411
SP	366	UP	6412
SP	367	UP	6413
SP	368	UP	6414
SP	369	UP	6415
SP	370	UP	6416
SP	371	UP	6417
SP	372	UP	6418
SP	374	UP	6419
SP	356	UP	6424

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: 2/21/08



Robert W. Alvord