

RECORDATION NO. 17445-F FILED

OCT 02 '08 -1 00 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

October 2, 2008

Anne K. Quinlan, Esq.  
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 addressed to the Board, dated October 2, 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 17445.

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

Lessee: Union Pacific Railroad Company (successor by merger to Chicago and North Western Transportation Company)  
1400 Douglas Street  
Omaha, Nebraska 68179

[Trustee/Lessor: The Connecticut National Bank  
777 Main Street  
Hartford, CT 06115]

Anne K. Quinlan, Esq.  
October 2, 2008  
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A description of the railroad equipment covered by the enclosed document is:

35 locomotives, formerly CNW 8543 - CNW 8577, remarked and renumbered within the series UP 9091 – UP 9089 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 \$41.00 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



OCT 02 '08 -1 00 PM

SURFACE TRANSPORTATION BOARD

October 2, 2008

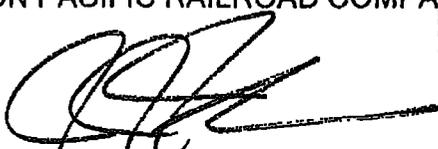
Anne K. Quinlan, Esquire  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423-0001.

Re: Statement of Change in Reporting Marks and/or Road Numbers,  
under Lease of Railroad Equipment dated July 1, 1991 between  
Chicago and North Western Transportation Company (Lessee) and  
The Connecticut National Bank, as Trustee under a Trust Agreement  
(Lessor) (STB File Number 17445)

Dear Ms. 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 2nd day of October, 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

Lease of Railroad Equipment dated July 1, 1991 between Chicago and North Western Transportation Company (Lessee) and The Connecticut National Bank, as Trustee under a Trust Agreement (Lessor)

STB File Number: 17445

Equipment: 35 General Electric Dash 8-40C diesel-electric locomotives

Original Initial	Original Number	Current Initial	Current Number
CNW	8543	UP	9091
CNW	8544	UP	9092
CNW	8545	UP	9093
CNW	8546	UP	9094
CNW	8547	UP	9095
CNW	8548	UP	9096
CNW	8549	UP	9090
CNW	8550	UP	9097
CNW	8551	UP	9098
CNW	8552	UP	9099
CNW	8553	UP	9065
CNW	8554	UP	9066
CNW	8555	UP	9067
CNW	8556	UP	9068
CNW	8557	UP	9069
CNW	8558	UP	9070
CNW	8559	UP	9071
CNW	8560	UP	9072
CNW	8561	UP	9073
CNW	8562	UP	9074
CNW	8563	UP	9075
CNW	8564	UP	9076
CNW	8565	UP	9077
CNW	8566	UP	9078
CNW	8567	UP	9079
CNW	8568	UP	9080
CNW	8569	UP	9081
CNW	8570	UP	9082
CNW	8571	UP	9083
CNW	8572	UP	9084
CNW	8573	UP	9085
CNW	8574	UP	9086
CNW	8575	UP	9087
CNW	8576	UP	9088
CNW	8577	UP	9089

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: 10/2/08



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Robert W. Alvord