

RC-130500

BURLINGTON NORTHERN

1981

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ORIGINAL

R-1

CLASS I RAILROADS

APPROVED BY GAO

B-180230 (R0470)

EXPIRES 3-31-83

annual report

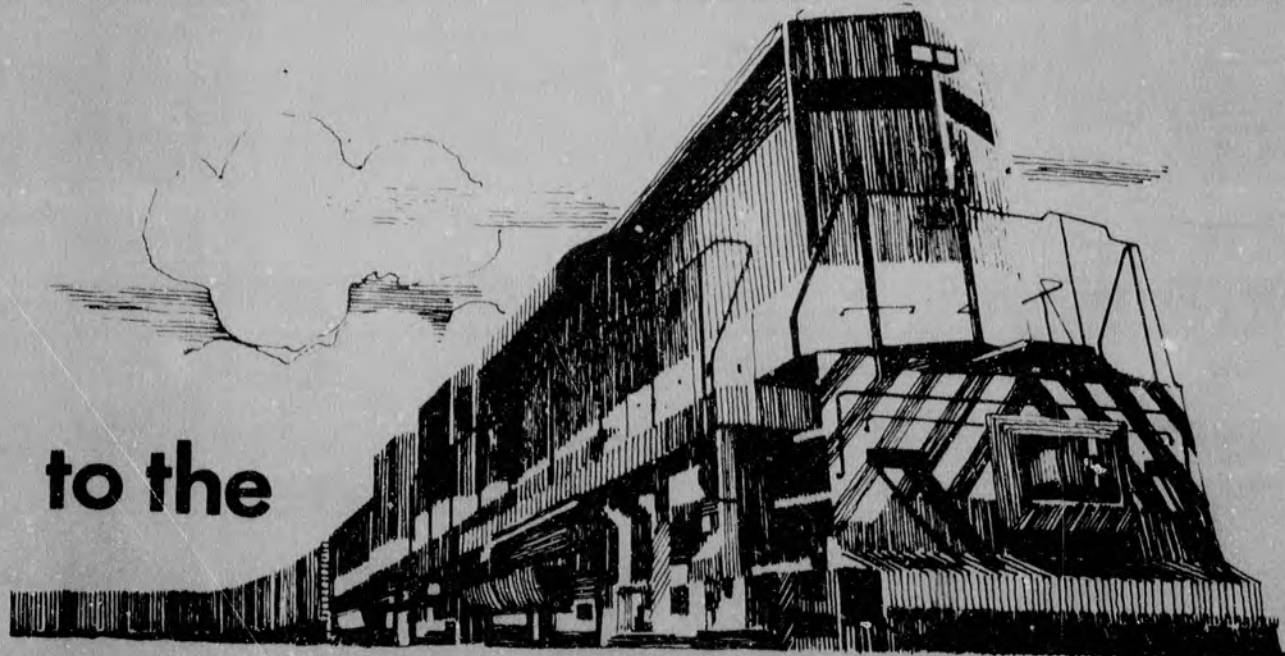
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ICC - P. O. 2040

Burlington Northern Railroad Co.
176 E. Fifth St.
St. Paul, MN 55101

Correct name and address if different than shown.

Full name and address of reporting carrier.
(Use mailing label on original, copy in full on duplicate.)



to the

Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1981

NOTICE

1. This Form for annual report should be filled out in triplicate and two copies returned to the Interstate Commerce Commission, Bureau of Accounts, P.O. Box 2040, Rockville Pike Station, Rockville, MD. 20852, by March 31, of the year following that for which the report is made. One copy should be retained in respondent's files. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

(49 U.S.C. 11145) The Commission is hereby authorized to require annual, periodical, or special reports from carriers, lessors, * * * (as defined in this section), to prescribe the manner and form in which such reports shall be made, and to require from such carriers, lessors, * * * specific and full, true, and correct answers to all questions upon which the Commission may deem information to be necessary, classifying such carriers, lessors, * * * as it may deem proper for any of these purposes. Such annual reports shall give an account of the affairs of the carrier, lessor, * * * in such form and detail as may be prescribed by the Commission.

(11145) Said annual reports shall contain all the required information for the period of twelve months ending on the 31st day of December in each year, unless the Commission shall specify a different date, and shall be made out under oath and filed with the Commission at its office in Washington within three months after the close of the year for which report is made, unless additional time be granted in any case by the Commission.

(11144) Any person who shall knowingly and willfully make, cause to be made, or participate in the making of, any false entry in any annual or other report required under this section to be filed, * * * or shall knowingly or willfully file with the Commission any false report or other document, shall be deemed guilty of a misdemeanor and shall be subject, upon conviction in any court of the United States of competent jurisdiction, to a fine of not more than five thousand dollars or imprisonment for not more than two years, or both such fine and imprisonment: * * *

(11901) Any carrier or lessor, * * * or any officer, agent, employee or representative thereof, who shall fail to make and file an annual or other report with the Commission within the time fixed by the Commission, or to make specific and full, true, and correct answer to any question within thirty days from the time it is lawfully required by the Commission so to do, shall forfeit to the United States the sum of one hundred dollars for each and every day it shall continue to be in default with respect thereto.

(11141) As used in this section * * * the term "carrier" means a common carrier subject to this part, and includes a receiver or trustee of such carrier; and the term "lessor" means a person owning a railroad, a water line, or a pipe line, leased to and operated by a common carrier subject to this part, and includes a receiver or trustee of such lessor, * * *

The respondent is further required to send to the Bureau of Accounts immediately upon preparation, two copies of its latest annual report to stockholders. See schedule B, page 2.

2. The instructions in this Form should be carefully observed, and each question should be answered fully and accurately, whether it has been answered in a previous annual report or not. Except in cases where they are specifically authorized, cancellations, arbitrary check marks, and the like should not be used either as partial or as entire answers to inquiries. If any inquiry, based on a preceding inquiry in the present report form is, because of the answer rendered to such preceding inquiry, inapplicable to the person or corporation in whose behalf the report is made, such notation as "Not applicable; see page _____, schedule (or line) number _____" should be used in answer thereto, giving precise reference to the portion of the report showing the facts which make the inquiry inapplicable. Where the word "none" truly and completely states the fact, it should be given as the answer to any particular inquiry or any particular portion of an inquiry. Where dates are called for, the month and day should be stated as well as the year. Customary abbreviations may be used in stating dates.

3. Every annual report should, in all particulars, be complete in itself, and references to the returns of former years should not be made to take the place of required entries except as herein otherwise specifically directed or authorized.

4. If it be necessary or desirable to insert additional statements, typewritten or other, in a report, they should be legibly made on durable paper and, wherever practicable, on sheets not larger than a page of the Form. Inserted sheets should be securely attached, preferably at the inner margin; attachment by pins or clips is insufficient.

5. All entries should be made in a permanent black ink. Those of a contrary character should be indicated in parenthesis.

6. Money items, except averages, throughout the annual report form should be shown in thousands of dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts. For purposes of rounding, amounts of \$500 but less than \$1,000 should be raised to the nearest thousand dollars, and amounts of less than \$500 should be lowered.

7. Railroad corporations, mainly distinguished as operating companies and lessor companies, are for the purpose of report to the Interstate Commerce Commission divided into classes. An operating company is one whose officers direct the business of transportation and whose books contain operating as well as financial accounts; and, a lessor company, the property of which being leased to and operated by another company, is one that maintains a separate legal existence and keeps financial but not operating accounts. In making reports, lessor companies use Annual Report Form R-4.

Operating companies are broadly classified, with respect to their operating revenues, according to the following general definitions:

Class I companies are those having annual operating revenues of \$50,000,000, or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$50,000,000 but in excess of \$10,000,000. For this class, Annual Report Form R-2 is provided.

Class III companies are those having annual operating revenues of \$10,000,000, or less. For this class, Annual Report Form R-3 is provided.

All switching and terminal companies will be designated class III railroads.

8. Except where the context clearly indicates some other meaning, the following terms when used in this Form have the meanings below stated:

Commission means the Interstate Commerce Commission. Respondent means the person or corporation in whose behalf the report is made. The Year means the year ended December 31 for which the report is made. The Close of the Year means the close of business on December 31 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the close of the period covered by the report. The Beginning of the Year means the beginning of business on January 1 of the year for which the report is made; or, in case the report is made for a shorter period than one year, it means the beginning of the period covered by the report. The Preceding Year means the year ended December 31 of the year next preceding the year for which the report is made. The Uniform System of Accounts for Railroad Companies means the system of accounts in Part 1201 of Title 49, Code of Federal Regulations, as amended.

ANNUAL REPORT

OF

**BURLINGTON NORTHERN RAILROAD**

INCLUDING:

BN (OREGON-WASHINGTON) INC.
WALLA WALLA VALLEY RAILWAY COMPANY

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1981

Name, official title, telephone number, and office address of officer in charge of correspondence with the Commission regarding this report:

(Name) C. C. Roberts (Title) Vice President, Accounting
(Telephone number) 612 298-2206
(Area code) (Telephone number)
(Office address) 176 East Fifth Street, St. Paul, Minnesota 55101
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

The attention of the respondent is directed below to certain particulars, if any, in which this report form differs from the corresponding form for the preceding year. It should be understood that mention is not made of necessary substitutions of dates or, in general, such other things as simple modifications intended to make requirements clearer, other minor adjustments, and typographical corrections.

Revisions to this report resulted from the following Commission's decisions copies of which were served on all railroads:

Docket

Title

Decision Date

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy OMB requirements pursuant to Public Law 96-511, it is requested that you voluntarily furnish your best estimate of the number of hours required to complete this report.

In making this estimate, please include the number of hours attributable to preparing the report and for any special compilations contained in this report that would not generally be maintained or used by management for purposes other than reporting to this Commission.

Total hours (Estimated) 4,500

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A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.

2. Show below the pages excluded and indicate the schedule number and title in the space provided below.

3. If no schedules were omitted indicate "NONE".

Page	Schedule No.	Title
		NONE

B. IDENTITY OF RESPONDENT

Answers to the questions asked should be made in full, without reference to data returned on the corresponding page of previous reports. In case any *changes* of the nature referred to under inquiry 4 on this page have taken place during the year covered by this report, they *should be explained in detail*.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification." If the report is made by receivers, trustees, a committee of bondholders, or individuals otherwise in possession of the property, state names and facts with precision.

2. If incorporated under a special charter, give date of passage of the act; if under a general law, give date of filing certificate of organization; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date when such receivership or other possession began. If a partnership, give date of formation and also names in full of present partners.

3. State the occasion for the reorganization, whether by reason of foreclosure of mortgage or otherwise, according to the fact. Give date of organization of original corporation and refer to laws under which organized.

1. Exact name of common carrier making this report Burlington Northern Railroad Company
2. Date of incorporation January 13, 1961
3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees
- Organized under the provisions of the General Corporation
Law of the State of Delaware
4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars. Corporate name changed from Burlington Northern Inc. to Burlington Northern Railroad Company on May 14, 1981, becoming a wholly-owned subsidiary of Burlington Northern Inc. (a new corporate entity) via an agreement of merger and plan of reorganization duly filed and recorded with the Secretary of State of the State of Delaware.

STOCKHOLDERS REPORTS

5. The respondent is required to send to the Bureau of Accounts, immediately upon preparation, two copies of its latest annual report to stockholders.

Check appropriate box:

- ☐ Two copies are attached to this report.
- ☐ Two copies will be submitted _____ (date)
- ☒ No annual report to stockholders is prepared.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ NPV per share; first preferred, \$ — per share; second preferred, \$ — per share; debenture stock, \$ — per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes.
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing December 31, 1981 - Preparation of this report
7. State the total voting power of all security holders of the respondent at the date of such closing, if within one year of the date of such filing; if not, state as of the close of the year. 1,000 votes, as of December 31, 1981 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 1 stockholders.
9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. *If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.*

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common	PREFERRED	
	(a)	(b)	(c)	(d)	Second (e)	First (f)
1	Burlington Northern Inc.	1111 Third Avenue	1 000	1 000	-	-
2		Seattle, WA 98101				
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						
21						
22						
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25						
26						
27						
28						
29						
30						

C. VOTING POWERS AND ELECTIONS - Continued

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 1,000
votes cast.
11. Give the date of such meeting. May 14, 1981
12. Give the place of such meeting. St. Paul, Minnesota

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	6	(21 251)
2	702	Temporary Cash Investments (Sch. 300)	424 983	210 572
3	703	Special Deposits (Sch. 300)	2 382	11 787
		Accounts Receivable		
4	705	- Interline and Other Balances	5 796	9 181
5	706	- Customers	140 171	134 161
6	707, 704	- Other	54 183	43 650
7	709, 708	- Accrued Accounts Receivables	240 805	282 443
8	708.5	- Receivables from Affiliated Companies	42 230	19 484
9	709.5	- Less: Allowance for Uncollectible Accounts	1 505	1 502
10	710, 711, 714	Working funds prepayments deferred income tax debits (Sch. 300)	23 927	17 520
11	712	Materials and Supplies	274 809	359 218
12	713	Other Current Assets (Sch. 300)	837	1 155
13		Total Current Assets	1 208 624	1 066 418
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	38 455	22 682
15	721, 721.5	Investments and Advances; Affiliated Companies (Sch. 310)	465 994	372 983
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 48 504). (Sch. 325)	143 450	122 986
17	739, 741	Other Assets (Sch. 329)	25 608	13 126
18	743, 744	Other Deferred Debits (Sch. 329)	25 448	35 395
19		Total Other Assets	698 955	567 172
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	2 924 870	2 725 054
21		Equipment	1 921 695	1 918 136
22		Unallocated Items	29 557	83 251
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)	1 273 794	1 267 257
24		Net road and Equipment	3 602 328	3 459 184
25		Total Assets	5 509 907	5 092 774

NOTES AND REMARKS

See note (1) on Page 6

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)	-	46 294
27	752	Accounts Payable; Interline and Other Balances	1 189	2 872
28	753, 754	Other Accounts Payable	96 484	107 770
29	755, 756	Interest and Dividends Payable	44 457	42 001
30	757	Payables to Affiliated Companies	151 564	3 859
31	759	Accrued accounts Payable (Sch. 370)	411 465	345 271
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	86 146	107 876
33	763	Other Current Liabilities (Sch. 370)	42 694	55 780
34	764	Equipment obligations and other long-term debt due within one year	110 615	76 296
35		Total Current Liabilities	944 614	788 019
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured (See note (2) below)	649 440	710 693
37	766	Equipment obligations	580 919	587 727
38	766.5	Capitalized Lease Obligations	60 195	65 447
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	12 445	23 760
41	770.1, 770.2	Unamortized debt premium	(28 947)	(30 563)
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	375 635	243 223
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	189 221	157 701
46		Total Noncurrent Liabilities	1 838 908	1 757 988
		<u>Shareholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)	951 639	948 035
48		Common Stock	951 639	840 299
49		Preferred Stock	-	107 736
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)		
		Retained Earnings:		
52	797	Appropriated (221)	725	1 125
53	798	Unappropriated (220)	1 774 021	1 597 630
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock	-	(23)
56		Net Stockholders Equity	2 726 385	2 546 767
57		Total Liabilities and Shareholders Equity	5 509 907	5 092 774

NOTES AND REMARKS

- (1) Balance at beginning of year has been restated to include Quanah Acme & Pacific Ry. Co. which effective January 1, 1981 was included in the accounts of Burlington Northern Railroad Co.
- (2) Most of our outstanding long-term debt requires periodic repayment of amounts we owe. The repayment requirements are \$110,615, \$111,032, \$90,700, \$85,353, and \$82,030 for the years ending December 31, 1982 thru 1986 respectively. Those amounts do not include repayment requirements that arise when mortgage property is sold. At December 31, 1981 we had purchased \$21,774 of our long-term debt to reduce the annual repayment requirements specified above.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes statements

explaining (1) service interruption insurance policies and indicating the amount of indemnity to which respondent will be entitled for work stoppage losses and the maximum amount of additional premium respondent may be obligated to pay in the event such losses are sustained by other railroads; (2) particulars concerning obligations for stock purchase options granted to officers and employees; and (3) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements. (Dollars in thousands).

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts _____ \$ 725

See Note (1) below

2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made _____ \$ 128,539

3. (a) Explain the procedure in accounting for pension funds and recording in the accounts the current and past service pension costs, indicating whether or not consistent with the prior year: Procedure in accounting for pension funds during 1981 was consistent with 1980.

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund. _____ \$ 88,270

(c) Is any part of pension plan funded? Specify. Yes X No _____

(i) If funding is by insurance, give name of insuring company _____

(ii) If funding is by trust agreement, list trustee(s) First Trust Company of St. Paul

Date of trust agreement or latest amendment March 2, 1970 (as amended August 11, 1981)

If respondent is affiliated in any way with the trustee(s), explain affiliation: Not affiliated

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement See Note (2) on Page 8

(e) (i) Is any part of the pension plan fund invested in stock or other securities of the respondent or any of its affiliates? Specify.

Yes X No _____

If yes, give number of the shares for each class of stock or other security: See Note (3) on Page 8A

(ii) Are voting rights attached to any securities held by the pension plan? Specify. Yes X No ____ If yes, who determines how stock is voted? Trustee

4. State whether a segregated political fund has been established as provided by the Federal Election Campaign Act of 1971 (18 U.S.C. 610). YES X NO _____

5. (a) The amount of employers contribution to employee stock ownership plans for the current year was \$ None

(b) The amount of investment tax credit used to reduce current income tax expense resulting from contributions to qualified employee stock ownership plans for the current year was \$ None

6. Specify the total amount of business entertainment expenditures charged to the non-operating expense account \$ None

Note (1) Refers to Explanatory Note 1.

Under sinking fund provisions of Respondent's General Mortgage Series N, O and Q Bonds, Respondent is required annually as of December 31st to appropriate (dependent on income for the respective year) this amount, presently, to be paid to the Trustee of the General Mortgage on July 1st in the subsequent year (see Schedule 220, page 11, Col. (b), line 9, for 1981 appropriation). In lieu of cash payment, Respondent, in order to satisfy the sinking fund requirement, delivers to the Trustee, on or before that date, a like par amount of General Mortgage Bonds that have been redeemed by cash prior to their maturity.

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES (Concluded)

Marketable Equity Securities - to be completed by companies with \$10.0 million or more in gross operating revenues.

(a) Changes in Valuation Accounts

	Cost	Market	Dr. (Cr) to Income	Dr. (Cr) to Stockholders Equity
(Current Yr.) Current Portfolio _____	-	-		XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	\$
(Previous Yr.) Current Portfolio _____	-	-	XXXXX	XXXXX
as of / / Noncurrent Portfolio _____			XXXXX	XXXXX

(b) At / / , gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ -	\$ -
Noncurrent		

(c) A net unrealized gain (loss) of \$ _____ on the sale of marketable equity securities was included in net income for _____ (year). The cost of securities sold was based on the _____ (method) cost of all the shares of each security held at time of sale.

Significant net realized and net unrealized gains and losses arising after date of the financial statements but prior to their filing, applicable to marketable equity securities owned at balance sheet date shall be disclosed below:

NOTE: / / - date - Balance sheet date of the current year unless specified as previous year.

NOTES AND REMARKS

Note (2) Refers to Explanatory Note 3 (d)

The Colorado & Southern Railway Company
 Fort Worth and Denver Railway Company
 (Includes Joint Texas Division)
 Lake Superior Terminal & Transfer Railway Co.
 Walla Walla Valley Railway Company
 Western Fruit Express Company

The allocation of charges necessary for funding the pension will be made in such manner and at such times as the Employers shall determine.

As required by Canadian law, all eligible Burlington Northern Railroad Co. employees are covered by the Canadian Pension Plan. The plan was established January 1, 1971, amended January 1, 1981. The Trustee is the Royal Trust Company, Vancouver, B.C.

NOTES AND REMARKS

Note (3) Refers to Explanatory Note 3 (e) (1).

American Rail Box Car Company
(100% owned by Trailer Train
Company)

Conditional Sales &
Lease Agreements

Face Amount \$539(000)

Burlington Northern Inc.
Common: 10,000 shares

Cost: \$529(000)

Note (4)

Respondent carries a service interruption policy with the Imperial Insurance Company, Limited, under which it will be entitled to \$3,018(000) daily indemnity for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies, Respondent may be obligated to pay the maximum amount of twenty times the daily indemnity.

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210. RESULTS OF OPERATIONS

1. Disclose the requested information for the respondent pertaining to the results of operations for the year.

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained.

3. List dividends from investments accounted for under the

cost method on the appropriate line for Account No. 513, "Dividend income." List dividends accounted for by the equity method on the appropriate dividend line under the "Income from Affiliated Companies" subsection of this schedule.

4. All contra entries hereunder should be indicated in parenthesis.

5. Report dollars in thousands.

Line No.	Item	Amount for Current Year	Amount for Preceding Year	Freight-Related Revenues & Expenses	Passenger-Related Revenues & Expenses
	(a)	(b)	(c)	(d)	(e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight ** #	\$ 3 649 237	\$2 886 325	\$3 649 237	\$
2	(102) Passenger **	21 991	15 252		21 991
3	(103) Passenger-Related				
4	(104) Switching	28 079	23 682	28 079	
5	(105) Water Transfers				
6	(106) Demurrage	21 623	27 443	21 623	
7	(110) Incidental	12 107	12 544	7 183	4 924
8	(121) Joint Facility-Credit	2 528	2 154	822	1 706
9	(122) Joint Facility-Debit	379	73	379	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	3 735 186	2 967 327	3 706 565	28 621
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations	9 195	15 454		9 195
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	3 744 381	2 982 781	3 706 565	37 816
14	(531) Railway operating expenses	3 444 015	2 745 718	3 412 421	31 594
15	*Net revenue from railway operations	300 366	237 063	294 144	6 222
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	193 566	150 761		
17	(510) Miscellaneous rent income	30 695	24 961		
18	(512) Separately operated properties-Profit	1 531	1 330		
19	(513) Dividend Income	117	253		
20	(514) Interest income	40 313	11 731		
21	(516) Income from sinking and other funds	2 599	2 561		
22	(517) Release of premiums of funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	60 146	27 825		
	Income from affiliated companies:				
25	Dividends	24 451	4 219		
26	Equity in undistributed earnings (losses)	17 567	32 904		
27	Total other income (lines 16-26)	370 985	256 545		
28	Total income (lines 15, 27)	671 351	493 608		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	77 442	58 142		
30	(535) Taxes on property used in other than carrier operations	41 203	19 686		
31	(543) Miscellaneous rent expense	337	122		
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	20 310	26 093		
37	(553) Uncollectible accounts	3	14		
38	Total miscellaneous deductions (lines 29-37)	139 295	104 057		
39	Income available for fixed charges (lines 28, 38)	532 056	389 551		

Includes \$1,429 revenues from Camas Prairie R.R. Co. local traffic.

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
(546) Interest on funded debt:			
40 (a) Fixed interest not in default		123 437	91 443
41 (b) Interest in default			
42 (547) Interest on unfunded debt		5 655	10 055
43 (548) Amortization of discount on funded debt		2 170	1 043
44 Total fixed charges (lines 40-43)		131 262	102 541
45 Income after fixed charges (lines 39, 44)		400 794	287 010
	OTHER DEDUCTIONS		
(546) Interest on funded debt:			
46 (c) Contingent interest			
	UNUSUAL OR INFREQUENT ITEMS		
47 (555) Unusual or infrequent items (debit) credit			
48 Income (loss) for continuing operations (before income taxes)		400 794	287 010
	PROVISIONS FOR INCOME TAXES		
(556) Income taxes on ordinary income:			
49 Federal income taxes		(7 233)	9 961
50 State income taxes		4 151	10 095
51 Other income taxes			
52 (557) Provision for deferred income taxes		136 007	44 239
53 Income from continuing operations		267 869	222 715
	DISCONTINUED OPERATIONS		
54 (560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)			
55 (562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)			
56 Income before extraordinary items		267 869	222 715
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
57 (570) Extraordinary items (Net)			
58 (590) Income taxes on extraordinary items			
59 (591) Provision for deferred taxes - Extraordinary items			
60 Total extraordinary items (lines 56-58)			
61 (592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)			
62 Net income		267 869	222 715
	*Reconciliation of net railway operating income (NROI)		
63 Net revenues from railway operations		300 366	
64 (556) Income taxes on ordinary income		(3 082)	
65 (557) Provision for deferred income taxes		136 007	
66 Income from lease of road and equipment		125	
67 Rent for leased roads and equipment		167 559	172,835
68 Net railway operating income			
	**Report hereunder the charges to the revenue accounts representing payments made to others for-		
68 Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ <u>80</u>			
(a) Of the amount reported for "Net revenue from railway operations", <u>0</u> % (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual (<input checked="" type="checkbox"/>) Estimated (<input type="checkbox"/>)			
69 Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and all-vances out of freight rates, including the switching of empty cars in connection with a revenue movement \$ <u>39 364</u>			
Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):			
70 (a) Payments for transportation of persons		\$	None
71 (b) Payments for transportation of freight shipments		\$	21
NOTE.-Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to Account No. 101. "Freight" (not required from switching and terminal companies):			
72 Charges for service for the protection against heat		\$	9 302
73 Charges for service for the protection against cold		\$	104

220. RETAINED EARNINGS-UNAPPROPRIATED

1. Show hereunder the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.

2. All contra entries hereunder should be indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), Schedule 210.

6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c). (Dollars in thousands)

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year _____	\$1 400 546	\$ 197 080
2	(601.5) Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3	(602) Credit balance transferred from earnings _____	250 302	17 567
4	(603) Appropriations released _____	1 125	-
5	(606) Other credits to retained earnings _____	333	4
6	Total _____	251 760	17 571
	DEBITS		
7	(612) Debit balance transferred from income _____		
8	(616) Other debits to retained income _____	473	-
9	(620) Appropriations for sinking and other reserve funds _____	725	-
10	(621) Appropriations for other purposes _____	-	-
11	(623) Dividends: Common stock _____	87 312	-
12	Preferred stock ¹ _____	4 426	-
13	Total _____	92 936	-
14	Net increase (decrease) during year (Line 6 minus line 13) _____	158 824	17 571
15	Balances at close of year (Lines 1, 2 and 14) _____	1 559 370	214 651
16	Balance from line 15(c) _____	214 651	x x x x x
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	1 774 021	x x x x x
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606 _____	None	x x x x x
19	Account 616 _____	None	x x x x x

¹ If any dividends have not been declared on cumulative preferred stock give cumulative undeclared dividends at beginning of year and end of year. **Notes to Schedules 210 and 220**

Balances at beginning of year have been restated to include December 1980 amounts for Quanah Acme & Pacific Ry. Co. which effective January 1, 1981 is included in the accounts of Burlington Northern Railroad Co.

221. RETAINED EARNINGS—APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained earnings—Appropriated." (Dollars in thousands)

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained earnings _____			
2	Funded debt retired through retained earnings _____			
3	Sinking funds _____	725	1 125	725
4	Miscellaneous funds _____			
5	Other appropriations (specify): _____			
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16	TOTAL	725	1 125	725

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

This schedule should include particulars of all transfers from Federal, state or municipal authorities received during the year. The amount of transfer received shall be distributed among columns (c), (d), and (e) in accordance with General Instruction 1-15 of the Uniform System of Accounts for Railroad Companies. (Dollars in thousands)

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers				
1	Regional Transportation Authority	\$ 7 495	\$ 7 495	\$	\$
2	State of Illinois				
3					
4	State of Missouri	1 700	1 700		
5					
6					
7	Total received during year _____	9 195	9 195		
8	Cumulative total of Government transfers-beginning of year _____	50 638	XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers-end of year _____	59 833	XXXXX	XXXXX	XXXXX

230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent under such circumstances as required them to be considered as held alive, and not canceled or retired, they are considered to be nominally outstanding.

5. Report dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e) ^{2/}	Outstanding (f)	Outstanding (g)	In Treasury (h) ^{2/}
1	Common BNRR	No Par	1 000	1 000	None	1 000	951 639	None
2	BN (OW) Inc	\$100.00	50 000	19 500	19 500	-	-	1 950
3	WV Ry. Co.	\$100.00	5 000	5 000	5 000	-	-	500
4	Preferred BN (OW) Inc.	\$100.00	50 000	2 000	2 000	-	-	200
5	Deferred BN (OW) Inc.	\$100.00	4 000	3 800	3 800	-	-	380
6								
7								
8								
9								
10	TOTAL	XXXXX	110 000	31 300	30 300	1 000	951 639	3 030

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock ^{3/}		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year	4 186 629	\$ 107 736	37 234 226	\$ 840 299	1 000	\$ 23	\$ None
12	Capital Stock Sold	741	19	1/ 123 266	4 332			
13	Capital Stock Reacquired							
14	Capital Stock Canceled	* 72 350	724					
15	Stock Dividends							
	Other (See note 3/on Page 13A)	(4 115 020)	(107 031)	(37 356 402)	107 008	(1 000)	(23)	
16	Balance at Close of Year	None	None	1 000	951 639	None	None	None

* Reacquired and Cancelled.

Notes to Schedule 230, Page 13

- 1/ 123,266 Common Shares issued for stock option incentive plan.
- 2/ Includes intercompany ownerships.
- 3/ On May 14, 1981, stockholders of Burlington Northern Inc. approved an Agreement of Merger and Plan of Reorganization among Burlington Northern Inc. (Railroad), Burlington Northern Transportation Company (BNTCO) and Burlington Northern Holding Company (Holding Company), dated as of April 2, 1981 (the Agreement). Pursuant to the Agreement, BNTCO was merged into Railroad and the Railroad Common Stock and Preferred Stock, issued and outstanding on May 14, 1981, were converted through exchange into Common Stock and Preferred Stock of Holding Company and the outstanding stock of BNTCO was cancelled. As a result, the stockholders of Railroad became stockholders of Holding Company; Railroad became a wholly owned subsidiary of Holding Company; and the name of Railroad was changed to Burlington Northern Railroad Company.

Subsequently, on July 20, 1981, the Burlington Northern Railroad Company's Restated Certificate of Incorporation was amended and in order to effect the intent of said amendment, all the shares of the Company's \$10 Par Value Preferred Stock, \$9.00 Series No Par Value Preferred Stock, \$2.125 Series No Par Value Preferred Stock, \$25 Redemption Value, and all but 1,000 shares of the Company's Common Stock were cancelled.

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240. STATEMENT OF CHANGES IN FINANCIAL POSITION

Give the information as requested concerning the source and application of funds during the year. Funds for the purpose of this schedule shall include all assets or financial resources even though a transaction may not directly affect cash or working capital. For example, the purchase of property in exchange for shares of stock or bonds would be an application of funds for invest-

ment in property provided by the issue of securities. Sources and uses of funds should be individually disclosed. For example, outlays for fixed assets should not be reported net of retirements.

Dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	\$ 267 869	\$ 222 715
	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property	5 976	410
3	Loss (gain) on sale or disposal of tangible property	(13 182)	(13 015)
4	Depreciation and amortization expenses	95 631	96 226
5	Net increase (decrease) in deferred income taxes	132 412	51 503
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(17 571)	(32 908)
7	Net increase (decrease) in noncurrent portion of estimated liabilities	(107 938)	50 503
	Other (specify):		
8			
9			
10			
11			
12			
13	Total working capital from operations before extraordinary items	363 197	375 434

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL—Continued			
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles _____	\$ -	\$ -
15	Total working capital from operations _____	363 197	375 434
Working capital from sources other than operating:			
16	Proceeds from issuance of long-term liabilities _____	56 446	310 075
17	Proceeds from sale/disposition of carrier operating property _____	126 554	22 882
18	Proceeds from sale/disposition of other tangible property _____	4 294	15 953
19	Proceeds from sale/repayment of investments advances _____	52 308	16 628
20	Net decrease in sinking and other special funds _____	-	13 667
21	Proceeds from issue of capital stock _____	4 167	321 191
Other (specify):			
22	_____		
23	_____		
24	_____		
25	_____		
26	_____		
27	Total working capital from sources other than operating _____	243 769	700 396
28	Total sources of working capital _____	606 966	1 075 830

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	129 757	141 786
30	Cash dividends declared	91 738	42 292
31	Purchase price of carrier operating property	228 044	628 204
32	Purchase price of other tangible property	28 164	20 608
33	Purchase price of long-term investments and advances	125 167	51 542
34	Net increase in sinking or other special funds	13 714	-
35	Purchase price of acquiring treasury stock	-	-
	Other (specify):		
36	Miscellaneous Items	4 771	5 949
37			
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	621 355	890 381
46	Net increase (decrease) in working capital	(14 389)	185 449

Note to Schedule 240

Prior year has been restated to include Quanah Acme & Pacific Ry. Co., which effective January 1, 1981 is included in the accounts of Burlington Northern Railroad Company.

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.

(Dollars in thousands)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 424 989	\$ 189 321	\$ 235 668
2	Net receivables	481 680	487 417	(5 737)
3	Prepayments	23 927	17 520	6 407
4	Materials and supplies	274 809	359 218	(84 409)
5	Other current assets not included above	3 219	12 942	(9 723)
6	Notes payable and matured obligations	-	46 294	46 294
7	Accounts payable	791 305	609 649	(181 656)
8	Current equipment obligations and other debt	110 615	76 296	(34 319)
9	Other current liabilities not included above	42 694	55 780	13 086
10	Net increase (decrease) in working capital	264 010	278 399	(14 389)

Note to Schedule 241

Prior year has been restated to include Quanah Acme & Pacific Ry. Co., which effective January 1, 1981 is included in the accounts of Burlington Northern Railroad Company.

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies".
3. Report on lines 6 and 7 only the amount applicable to common-carrier transportation service included in accounts 707 and 754.
4. Report on Lines 8, 9, 10, 11 and 12 only the amounts included in Schedule 200 Line 32 that are applicable to common transportation.
5. Dollars in thousands.

Line No.	Item	Amount
	(a)	(b)
1	Construction and additions and betterments _____	\$ 144 597
2	Common-carrier operating purposes _____	1 168 870
3	Used by other than respondent's lessor companies _____	49 008
4	Total _____	1 362 475
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	4 672
6	Account 707. Accounts receivable; other _____	27 446
7	Account 754. Accounts payable; other _____	(768)
8	Account 760. Federal income taxes accrued _____	(3 386)
9	Account 761. State and other income taxes accrued _____	6 691
10	Account 761.5 Other taxes accrued _____	82 842
11	Account 556. Income taxes on ordinary income _____	3 082
12	Account 762. Deferred Income tax credits _____	-

NOTES AND REMARKS

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

If the amount in the captioned selected current asset accounts (Accounts 702, 703, 704, 708, 709, 710, 711, 712, and 713) exceeds 5% of total current assets, report the three largest items in the account or combined accounts and any other items exceeding

5% of current assets. Give a brief description of each item listed. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	702	Temporary Cash Investments	\$
2		Commercial Paper	51 220
3		U.S. Treasury obligations	31 436
4		Certificates of deposit	342 202
5		Other items	125
6		Total Account 702	424 983
7			
8			
9	709	Accrued Accounts Receivable	
10		Transportation revenue	178 626
11		Amounts due from foreign lines	28 137
12		Miscellaneous bills	20 106
13		Other items	6 881
14		Total Account 709	233 750
15			
16			
17	712	Material and Supplies	
18		General material	255 681
19		Fuel oil stock	19 128
20		Total Account 712	274 809
21			
22			
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GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A and 315

1. Schedules 310 and 315 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated and nonaffiliated companies held by respondent at close of year. Specifically, the disclosures should include the investments in the obligations of Federal, state and local governments, and the obligation of individuals. Also, disclose the investments made, disposed of, and written down during the year, and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing Account No. 721 "Investments and advances affiliated companies," in the Uniform System of Accounts for Railroad Companies.

2. List the investments in the following order and show a total for each group and each class of investments by accounts in numerical order:

- (A) Stocks:
 - (1) Carriers - active.
 - (2) Carriers - inactive.
 - (3) Noncarriers - active.
 - (4) Noncarriers - inactive.
- (B) Bonds (including U.S. Government Bonds):
- (C) Other secured obligations:
- (D) Unsecured notes:
- (E) Investment advances:

3. The subclassification of classes (B), (C), (D), and (E) should be the same as that provided for class (A).

4. The kinds of industry represented by respondent's investments in the securities of other companies should be shown by symbol opposite the names of the issuing corporations, the symbols and industrial classifications to be as follows:

Symbol	Kind of Industry
I	Agriculture, forestry, and fisheries
II	Mining
III	Construction
IV	Manufacturing
V	Wholesale and retail trade
VI	Finance, insurance, and real estate
VII	Transportation, communications, and other public utilities
VIII	Services
IX	Government
X	All other

5. By carriers, as the term is used here, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union depots, and other terminal facilities, sleeping cars, parlor cars, dining cars, freight cars, express service and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.

6. Noncarrier companies should, for the purpose of these schedules, include telephone companies, telegraph companies, mining companies, manufacturing companies, hotel companies, etc. Purely "holding companies" are to be classed as noncarrier companies, even though the securities held by such companies are largely or entirely those issued or assumed by carriers.

7. By an active corporation is meant one which maintains an organization for operating property or administering its financial affairs. An inactive corporation is one which has been practically absorbed in a controlling corporation and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

8. Combine, in one amount, investments in which the original cost or present equity in total assets is less than \$10,000.

9. Include investments in unincorporated entities such as lessee organizations. Exclude amounts normally settled on a current basis.

10. Do not include the value of securities issued or assumed by respondent.

11. For affiliates which do not report to the Interstate Commerce Commission and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities.

12. Dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, included in accounts Nos. 715, "Sinking funds"; 716, "Capital funds"; 721, "Investments and advances affiliated companies"; and 717, "

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 20, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged,

or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__." Abbreviations in common use in standard financial publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A-1	VII	Belt Railway of Chicago, The	B 7.69
2				BN Transport Inc.	100.00
3				Burlington Northern Dock Corporation	100.00
4				Burlington Northern (Manitoba) Ltd.	100.00
5				Camas Prairie Railroad Co.	50.00
6				Chicago Union Station Co.	A 25.00
7				Colorado and Southern Railway Co., The	C 98.93
8				" " " -1st Pref.	C 75.55
9				" " " -2nd Pref.	C 86.39
10				Davenport, Rock Island & N. W. Ry. Co.	B 50.00
11				Denver Union Terminal Railway Co.	A 16.67
12				Frisco Transportation Co.	H 100.00
13			(1)	Illinois Terminal Ry. Co.	9.09
14				Iowa Transfer Railway Co.	A 25.00
15				Kansas City Terminal Railway Co.	D 16.66
16				Keokuk Union Depot Co.	B 40.00
17				Lake Superior Terminal & Transfer Ry. Co., The	F 66.67
18				Longview Switching Co.	33.33
19				Minnesota Transfer Railway Co., The	E 33.33
20			(2)	Northern Rockies Pipeline Company	100.00
21				Paducah & Illinois Railroad Co.	A 33.33
22			(2)	Portal Pipe Line Co.	50.00
23				Portland Terminal Railroad Co.	40.00
24				Pullman Company, Inc.	1.16
25			(3)	Quanah Acme & Pacific Ry. Co.	100.00
26				St. Paul Union Depot Co., The	I 40.20
27				Terminal Railroad Assn. of St. Louis	G 12.50
28				Trailer Train Co.	9.76
29				Western Fruit Express Co.	97.14
30				Wichita Union Terminal Ry. Co.	H 33.33
31				Winona Bridge Ry. Co.	B 66.67
32				Total Class A-1	
33					
34					
35					
36					
37					
38					
39					
40				(Continued)	

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. If any advances reported are pledged, give particulars in a footnote.

8. Investments in companies in which neither the original cost or present equity in total assets is less than \$10,000 may be combined in one figure.

9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

10. This schedule should not include securities issued or assumed by respondent.

11. For affiliates which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

12. Dollars in thousands.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$ 240	\$	\$	\$ 240	\$	\$	\$	1
3 626	1		3 627				2
1			1				3
4 800			4 800				4
50			50				5
-			-				6
17 224			17 224			76	7
4 847			4 847			257	8
5 810			5 810			294	9
1 748			1 748				10
5			5				11
847		639	208				12
969		969	-				13
16			16				14
100			100		1 416		15
8			8				16
340			340				17
1			1				18
274			274				19
1		1	-				20
3			3				21
875		875	-				22
1 879	1		1 880				23
22		22	-				24
4 044		4 044	-				25
23			23				26
-			-				27
4 811			4 811				28
6 800			6 800				29
24			24				30
-			-				31
59 388	2	6 550	52 840		1 416	627	32
							33
							34
							35
							36
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	A-3	VI	BNL Development Corp.	100.00
2			IV	Burlington Equipment Company	100.00
3			VII	Burlington Northern Air Freight Inc.	100.00
4			VI	Clarkland Inc.	100.00
5			VI	Clarkland Royalty Inc.	100.00
6			X	Glacier Park Company	100.00
7	(4)		VII	Lemhi Telephone Company	100.00
8			II	Meridian Land & Mineral Company	100.00
9			VII	Milestone Petroleum Inc.	100.00
10			II	New Mexico and Arizona Land Co.	50.02
11			I	Plum Creek Inc.	100.00
12			VI	906 Olive Corporation	100.00
13				Total Class A-3	
14				Total Class A	
15					
16	721	B-1	VII	Chicago Union Station Company	
17				Total Class B	
18					
19	721	D-1	VI	BNL Development Corp.	
20				Clarkland Royalty Inc.	H
21				Trailer Train Company	
22				Total Class D	
23					
24	721	E-1	VII	Belt Railway Company of Chicago, The	J
25			VII	BN Transport Inc.	
26			VII	Burlington Northern Dock Corporation	
27			VII	Camas Prairie Railroad Company	
28			VII	Chicago Union Station Company	J
29			VII	Colorado & Southern Railway Company	
30			VII	Davenport, Rock Island & North Western Ry. Co.	J
31			VII	Denver Union Terminal Railway Company	J
32			VII	Fort Worth and Denver Railway Company	
33			VII	Frisco Transportation Company	
34			VII	Kansas City Terminal Railway Company	J
35			VII	Keokuk Union Depot Company	J
36			VII	Lake Superior Terminal Transfer Ry. Co., The	
37			VII	Longview Switching Company	
38			VII	Minnesota Transfer Railway Co., The	J
39	(5)		VII	Northern Rockies Pipeline Company	
40			VII	Paducach & Illinois Railroad Co.	J
41			VII	Terminal Railroad Assn. of St. Louis	
42			VII	Wichita Union Terminal Ry. Co.	
43			VII	Wichita Terminal Association	
44				Total Class E-1	
45					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$ 17 500	\$ 1 553	\$ 4 311	\$ 14 742	\$	\$	\$	1
5			5				2
1 000			1 000			21 500	3
5 739			5 739				4
73			73				5
12 288	26 092		38 380				6
86		86	-				7
	5 417		5 417				8
	82 663		82 663			117	9
4 999			4 999			324	10
8 056		1	8 055			2 000	11
1 176			1 176				12
50 922	115 725	4 398	162 249			23 941	13
110 310	115 727	10 948	215 089		1 416	24 568	14
							15
715	80	79	716			55	16
715	80	79	716			55	17
							18
794		794	-				19
184			184				20
1 601	7		1 608			127	21
2 579	7	794	1 792			127	22
							23
1 460	80		1 540			91	24
470		140	330				25
3 006	1 624	701	3 929				26
519	213	168	564			28	27
13 955	1 051		15 006		15 006		28
11 457	374	3 500	8 331			312	29
1 792	70		1 862				30
743		227	516				31
2 634		2 596	38			278	32
270	1		271				33
6 291	359		6 650				34
9			9				35
74		20	54			3	36
59			59				37
363			363			11	38
842	1 550	2 392	-			151	39
1 300		17	1 283			58	40
693		409	284				41
475			475				42
2			2				43
46 414	5 322	10 170	41 566		15 006	932	44
							45

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	E-3	I	BN Timberlands Inc.	
2			IV	Burlington Equipment Company	
3			VI	Clarkland Inc.	
4			VI	Clarkland Royalty Inc.	
5			X	Glacier Park Company	
6			VI	906 Olive Corporation	
7			II	Meridian Land & Mineral Company	
8				Total Class E-3	
9				Total Class E	
10				Grand Total Account 721	
11					
12					
13					
14					
15			(1)	Illinois Terminal Railway Co. was sold September 1, 1981	
16			(2)	Thru reorganization stock was transferred to	
17				Milestone Petroleum Inc. (A-3)	
18			(3)	Merged into Burlington Northern Railroad Co.	
19				June 1, 1981.	
20			(4)	Lemhi Telephone Co. was sold on July 7, 1981	
21			(5)	Thru reorganization investment advances (E-1 was	
22				transferred to Milestone Petroleum Inc. (A-3).	
23					
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See footnotes to Schedule 310 on Pages 26 and 26-A

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$ 568	\$ (568)	\$	\$	\$	1
5 604		489	5 115				2
137	3 821	2	3 956				3
1			1				4
28 012		28 012	-				5
100			100				6
1 036	210	1 246	-				7
34 890	4 031	30 317	8 604				8
81 304	9 353	40 487	50 170		15 006	932	9
194 908	125 167	52 308	267 767		16 422	25 682	10
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* Excludes \$214,651 equity in earnings of subsidiary companies.

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments and advances affiliated companies.

2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2, Uniform System

of Accounts.)

3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.

4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date

of acquisition.

5. For definitions of "carrier" and "noncarrier," see general instructions.

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at Close of year
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	Carriers: (List specifics for each company)	\$	\$	\$	\$	\$	\$
1	BN Transport Inc. Common Stock	142		824			966
2	Burlington Northern Air Frt. Inc. " "	26 014		(6 586)			19 428
3	Burlington Northern Dock Corp. " "	(1)					(1)
4	Colorado & Southern Ry. Co., The " ")						
5	" " " " 1st Pref.")	16 940		5 529	1 511		23 980
6	" " " " 2nd Pref.")						
7	Davenport, Rock Is. & N.W. Ry. Co., Common Stock	87					87
8	Denver Union Terminal Ry. " "	(38)					(38)
9	Fort Worth & Denver Ry. Co. " "	61 004		17 379			78 383
10	Frisco Transportation Co. " "	30		(757)			(727)
11	Galveston Terminal Ry. Co. " "	(367)					(367)
12	Iowa Transfer Ry. Co. " "	17					17
13	Keokuk Union Depot Co. " "	32					32
14	Minnesota Transfer Ry. Co., The " "	934		24			958
15	Northern Rockies Pipeline Co. " "	771		(45)		(726)	-
16	Paducah & Illinois R.R. Co. " "	(86)					(86)
17	Portal Pipe Line Co. " "	4 105		2 568		(6 673)	-
18	Portland Terminal R. R. Co. " "	945		174			1 119
19	Pueblo Union Depot & R. R. Co. " "	32					32
20	Quanah Acme & Pacific Ry. Co. " "	4				(4)	-
21	Western Fruit Express Co. " "	11 628		1 031			12 659
22	Winona Bridge Railway Co. " "	269					269
23							
24							
25							
26							
27							

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Footnotes to Schedule 310, Investments and Advances Affiliated Companies

- Footnote A - Pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.
- Footnote B - Pledged, except for a minimal number of Director's Qualifying Shares, under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidate Mortgage.
- Footnote C - Shares of the Colorado and Southern Railway Company are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage as follows:
- 284,386 shares of Common Stock out of 306,695 shares owned
12,756 shares of 1st Pref. Stock out of 64,217 shares owned
61,421 shares of 2nd Pref. Stock out of 73,435 shares owned
- Footnote D - BNRR owns 3,666-2/3 shares. 1,833-1/3 shares are pledged under CB&Q First and Refunding Mortgage subject to Stock Trust Agreement of 6-12-09 under which 1,828-1/3 shares are held by the First Nat'l. Bank of Kansas City, Trustee, and 5 shares are held by Citibank, N.A., Trustee. These shares are also subject to GN General Gold Bond Mortgage and BNRR Consolidated Mortgage. 1,833-1/3 shares are pledged under the St. Louis-San Francisco Railway Co. First Mortgage subject to Stock Trust Agreement of 6-12-09 under which 1,828-1/3 shares are held by the First Nat'l. Bank of Kansas City, Trustee.
- Footnote E - BNRR owns a total of 2,739 shares. 913 shares are pledged under NP Prior Lien Mortgage, NP General Lien Mortgage, and BNRR Consolidated Mortgage. 913 shares are pledged under GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage. 913 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.
- Footnote F - BNRR owns a total of 3,356 shares. 1,678 shares are pledged under GN General Gold Bond Mortgage and BNRR Consolidated Mortgage. 1,678 shares are pledged under BNRR Consolidated Mortgage.
- Footnote G - BNRR owns 4,116 shares. 2,058 shares pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage. 2,058 shares pledged under St. Louis-San Francisco Railway Co. First Mortgage.
- Footnote H - Pledged under St. Louis-San Francisco Railway Co. First Mortgage.
- Footnote I - 3,108 shares of the Saint Paul Union Depot Company out of a total of 3,332 shares owned are pledged. 437.5 shares are pledged under NP Prior Lien Mortgage, NP General Lien Mortgage, and BNRR Consolidated Mortgage. 598.5 shares are pledged under BNRR Consolidated Mortgage. 1,036 shares are pledged under GN General Gold Bond Mortgage and BNRR Consolidated Mortgage. 1,036 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.

NOTES AND REMARKS

Footnotes to Schedule 310 (Continued)

Footnote J - Investment Advances are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage as follows:

The Belt Railway Company of Chicago	\$ 435
Chicago Union Station Company	6,796
Davenport, Rock Island & North Western Ry. Co.	1,223
Denver Union Terminal Railway Company	516
Kansas City Terminal Railway Company	1,257
Keokuk Union Depot Company	4
The Minnesota Transfer Railway Company	353
Paducah & Illinois Railroad Company	1,283

315. SPECIAL FUNDS AND OTHER INVESTMENTS

1. Complete this schedule if the amount in account 722, "Other Investments" is greater than 1% of total assets.

2. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of other than affiliated companies, included in accounts Nos. 715, "Sinking funds", and 717, "Other funds." Investments included in

accounts Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

3. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 21, classifying the investments by means of letters, figures, and symbols in columns

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1					\$	\$
2						
3						
4						
5				Account 722 is less than 1% of total assets.		
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315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

(a), (b), and (c). Investment in U.S. Treasury obligations may be reported as one item. Items where original cost is less than \$500,000 may be combined as one item.

4. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

5. Give totals for each subclass and a grand total for each account.

6. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation matured serially, the date in column (d) may be reported as "Serially 19__ to 19__." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

7. If any advances reported are pledged, give particulars in a footnote.

8. Report dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	(i)	(j)	(k)	(l)	
						1
						2
						3
Account 722 is less than 1% of total assets.						4
						5
						6
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES

1. Give particulars of investments represented by securities and advances (including securities issued or assumed by respondent), and of other intangible property, indirectly owned or controlled by respondent through any subsidiary which does not report to the

Commission under the provisions of the Interstate Commerce Act, without regard to any question of whether the company issuing the securities, or the obligor, is controlled by the subsidiary.

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
	(a)	(b)	(c)	(d)
1			\$	\$
2				
3				
4				
5				
6				
7		This schedule has been eliminated per Interstate Commerce Commission Docket No. 38590		
8				
9				
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES—Continued

2. This schedule should include all securities, open account advances, and other intangible property owned or controlled by non-reporting companies as well as those owned or controlled by any other organization or individual whose action respondent is able to determine.

3. Investments in U.S. Treasury obligations may be combined in a single item.

4. Column (a), Class No., should show classifications as provided in General Instructions, Schedules 310 & 315.
(Dollars in thousands)

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Extent of control	Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book Value (e)	Selling price (f)			
\$	\$	(g) %	(h)	
				1
				2
				3
				4
				5
				6
				7
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325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS

1. This schedule may be omitted unless (a) gross property used in other than carrier operations is more than 5% of total assets, or (b) net profit from noncarrier operations for the year amounts to 10% or more of income before extraordinary items.

2. Show separately (a) the three properties with the greatest asset value, and (b) the three properties with greatest revenues. Show also each property whose gross value exceeds 5% of total assets or whose net profit from noncarrier operations exceed 10% of income before extraordinary items. Other items may be combined on one line.

3. If any of the individual items of property shown in column (a) were acquired in consideration of stocks, bonds, and other evidence of debt, or in exchange for other property, enter in column (e) only the amount at which carried in respondent's books and in a footnote give a full description of the consideration actually paid. Also if the actual money cost to respondent is different from that shown in column (e), give particulars in a footnote.

4. In section B include in column (f) the gross amount of revenue or income included in account 506; in column (g), the gross amount of expenses (including depreciation) charged to accounts

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance of close of year (See ins. 3) (e)
1	Oil Department Operations	Various	\$ 20 652	\$ 73	\$ 64 189
2	Granted land unsold acquired				
3	through reorganization	1896			2 828
4					
5	Grain Elevators "S", "X" and				
6	Annexes, Superior, WI (1)	Various			7 644
7	Highway Freight Ctr. Chicago, IL (2)	1969			1 790
8	Tie Plant, Galesburg, IL (2)	1910		80	1 317
9	Land & Other Fac., Naperville, IL (2)	1960-1972	313		3 551
10	Red Owl Stores Whse. Fargo, ND (2)	1957			1 672
11	Norpac Industrial Park, Kent, WA (2)	Various			3 415
12	Land, Snohomish, WA (2)	1968			2 358
13	Jet Star II - Aircraft	1976		3 877	-
14	Land & Other Fac., Cicero, IL	1978			4 501
15	Windolph Industrial Park -				
16	BN (OW) Inc., Beaverton, Oregon		90		3 501
17					
18					
19					
20					
21	All other items (2)		7 109	264	95 188
22	Total	X X X X	28 164	4 294	191 954

NOTES AND REMARKS

- (1) Owned - Leased to Archer Daniels Midland Co.
 (2) Owned - Not Operated

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS—Continued

506 and 534; in column (h), the amount of taxes charged to account 535 for the year; and in column (i), the net profit or loss of columns (f) minus (g) and (h).

5. Any differences between the total of column (h) and the total of account 535, and differences between the total of column (i) and the net total of accounts 506, 534, and 535, of such accounts in Schedule 210, "Results of Operations", should be explained in a footnote.

6. In section C give an analysis of accumulated depreciation in account 738 for each item shown in column (a). Show in column (n)

the percentage or composite rate used by the respondent for computing the amount of depreciation credited to the account during the year. Any adjustments of importance included in columns (j) and (k) should be fully explained in a footnote.

7. The word "item" as herein used means a unit or composite of an investment in or operation of property such as a powerplant, a mine, an amusement park, etc., together with ancillary property or operations.

8. Dollars in thousands.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 506, 534, 535 AND 544 DURING THE YEAR				C. ACCUMULATED DEPRECIATION (ACCOUNT 738)					
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	Line No.
\$ 111 260	\$ 28 203	\$ 34 231	\$ 48 826	\$ 3 102	\$	\$ 31 388	\$ 50 645	6.1%	1
									2
									3
									4
									5
883	134	68	681	134		963	7 637	1.76	6
	22		(22)	22		274	1 267	1.76	7
150	19		131	19	79	877	1 061	1.76	8
315	49	93	173	47		340	2 919	1.76	9
111	29		82	29		873	1 630	1.76	10
	42	25	(67)	41		203	2 361	1.76	11
		22	(22)						12
									13
		263	(263)	60		189	3 384	1.76	14
									15
		187	(187)						16
									17
									18
									19
									20
80 847	48 944	6 314	25 589	2 881	2 851	13 397	16 974	1.76	21
193 566	77 442	41 203	74 921	6 335	2 930	48 504	87 878	XXXXX	22

NOTES AND REMARKS

329. OTHER ASSETS AND OTHER DEFERRED DEBITS

If the amount in either the captioned Accounts 739, 741, 743, 744 "Other assets" account or the "Other deferred debit" account exceeds 5% of total assets, then report the three largest items in those respective amounts. Also report any single item exceeding 5%

of total assets. Give a brief description of each item. In case the character of any item is not fully disclosed by the entries in the columns hereunder, make a full explanation in a footnote. (*Dollars in thousands.*)

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2			
3			
4			
5		None of the above accounts exceed 5% of total assets.	
6			
7			
8			
9			
10			
11			
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45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330 AND 330A

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in account No. 731, "Road and Equipment Property," and account No. 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. If account No. 732 for road or for equipment is less than 5% of account No. 731 at the beginning and end of year, the corresponding portion of Schedule 330A may be omitted. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

2. In column (c) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies, for such items.

3. In column (d) is to be shown the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.

4. In columns (c) and (e), should be included all entries covering expenditures for additions and betterments, as defined, whether replacing other property or not.

5. In column (f) should be entered all credits representing property sold, abandoned, or otherwise retired.

6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially

included; also the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.

7. If during the year an individual charge of \$100,000 or more was made to account No. 2, "Land for transportation purposes," state in a footnote the cost, location, area, and other details which will identify the property.

8. Report on line 32 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving termini and the cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.

10. If an amount of less than \$2000 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

11. Show dollars in thousands.

NOTES AND REMARKS

SCHEDULE 330INSTRUCTION
REFERENCE

1 Balance at beginning of year has been restated to include the Quanah Acme & Pacific Ry Co. which effective January 1, 1981 is included in the accounts of Burlington Northern Railroad Co.

3 Column (d) includes the following:

Final adjustment for properties of the St. Louis-San Francisco Railroad Co. which merged into the Burlington Northern Railroad Co. effective November 21, 1980.

Purchase from the Chicago, Milwaukee, St. Paul & Pacific Railroad Co., 496 miles of track and related structures effective March, 1981, Finance Docket No. 29328.

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering	\$ 69 887	\$	\$ 1 276
2	(2) Land for transportation purposes	113 984		3 703
3	(3) Grading	491 856		5 863
4	(4) Other right-of-way expenditures	6 235		2
5	(5) Tunnels and subways	41 727		2 926
6	(6) Bridges, trestles, and culverts	282 891		4 296
7	(7) Elevated structures	-		-
8	(8) Ties	137 634		3 149
9	(9) Rails	285 724		4 592
10	(10) Other track material	272 391		3 744
11	(11) Ballast	115 049		684
12	(12) Track laying and surfacing	169 233		4 324
13	(13) Fences, snowsheds, and signs	16 816		92
14	(16) Station and office buildings	111 521		465
15	(17) Roadway buildings	11 409		29
16	(18) Water stations	3 640		3
17	(19) Fuel stations	14 675		28
18	(20) Shops and enginehouses	96 442		480
19	(22) Storage warehouses	-		-
20	(23) Wharves and docks	1 965		-
21	(24) Coal and ore wharves	21 042		-
22	(25) TOFC/COFC terminals	10 385		52
23	(26) Communication systems	69 892		237
24	(27) Signals and interlockers	181 557		788
25	(29) Power plants	1 300		5
26	(31) Power-transmission systems	5 546		10
27	(35) Miscellaneous structures	3 208		9
28	(37) Roadway machines	63 947		223
29	(39) Public improvements—Construction	63 299		409
30	(44) Shop machinery	51 443		153
31	(45) Power-plant machinery	2 931		-
32	Other (specify and explain)	-		-
33	Total expenditures for road	2 717 629		37 542
34	(52) Locomotives	471 297		1 566
35	(53) Freight-train cars	1 361 816		5 655
36	(54) Passenger-train cars	4 573		-
37	(55) Highway revenue equipment	837		-
38	(56) Floating equipment	-		-
39	(57) Work equipment	59 021		415
40	(58) Miscellaneous equipment	18 163		108
41	Total expenditures for equipment	1 915 707		7 744
42	(76) Interest during construction	1 515		-
43	(77) Other expenditures—General	272		-
44	Total general expenditures	1 787		-
45	Total	4 635 123		45 286
46	(80) Other elements of investment	142		-
47	(90) Construction work in progress	81 322		-
48	Grand Total	4 716 587		45 286

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$ 2 900	\$ 809	\$ 3 367	\$ 73 254	1
404	562	3 545	117 529	2
9 252	4 927	10 188	502 044	3
1 535	5	1 532	7 767	4
151	2	3 075	44 802	5
21 140	3 280	22 156	305 047	6
-	-	-	-	7
5 360	2 204	6 305	143 939	8
21 572	2 958	23 206	308 930	9
30 719	3 082	31 381	303 772	10
4 177	1 165	3 696	118 745	11
10 701	1 791	13 234	182 467	12
99	283	(92)	16 724	13
6 664	2 844	4 285	115 806	14
963	24	968	12 377	15
118	102	19	3 659	16
3 899	65	3 862	18 537	17
21 331	2 205	19 606	116 048	18
-	-	-	-	19
-	28	(28)	1 937	20
353	284	69	21 111	21
1 685	670	1 067	11 452	22
8 514	859	7 892	77 784	23
24 411	2 995	22 204	203 761	24
30	63	(28)	1 272	25
399	52	357	5 903	26
25	(1)	35	3 243	27
6 576	1 436	5 363	69 310	28
3 231	719	2 921	66 220	29
7 383	2 224	5 312	56 755	30
2 006	145	1 861	4 792	31
-	-	-	-	32
195 598	35 782	197 358	2 914 987	33
1 027	38 120	(35 527)	435 770	34
67 110	46 442	26 323	1 388 139	35
-	3 863	(3 863)	710	36
10	62	(52)	785	37
-	-	-	-	38
8 283	1 547	7 151	66 172	39
9 710	738	9 080	27 243	40
86 140	90 772	3 112	1 918 819	41
(110)	-	(110)	1 405	42
(24)	-	(24)	248	43
(134)	-	(134)	1 653	44
281 604	126 554	200 336	4 835 459	45
-	-	-	142	46
(53 560)	-	(53 560)	27 762	47
228 044	126 554	146 776	4 863 363	48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account (Dollars in thousands)	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, reorganizations, etc.
	(a)	(b)	(c)	(d)
1	(1) Engineering _____	\$	\$	\$
2	(2) Land for transportation purposes _____			
3	(3) Grading _____			
4	(4) Other right-of-way expenditures _____			
5	(5) Tunnels and subways _____			
6	(6) Bridges, trestles, and culverts _____	Account 732 does not exceed		
7	(7) Elevated structures _____	5% of account 731.		
8	(8) Ties _____			
9	(9) Rails _____			
10	(10) Other track material _____			
11	(11) Ballast _____			
12	(12) Track laying and surfacing _____			
13	(13) Fences, snowsheds, and signs _____			
14	(16) Station and office buildings _____			
15	(17) Roadway buildings _____			
16	(18) Water stations _____			
17	(19) Fuel stations _____			
18	(20) Shops and enginehouses _____			
19	(22) Storage warehouses _____			
20	(23) Wharves and docks _____			
21	(24) Coal and ore wharves _____			
22	(25) TOFC/COFC terminals _____			
23	(26) Communication systems _____			
24	(27) Signals and interlockers _____			
25	(29) Power plants _____			
26	(31) Power-transmission systems _____			
27	(35) Miscellaneous structures _____			
28	(37) Roadway machines _____			
29	(39) Public improvements—Construction _____			
30	(44) Shop machinery _____			
31	(45) Power-plant machinery _____			
32	Other (specify and explain) _____			
33	Total expenditures for road _____			
34	(52) Locomotives _____			
35	(53) Freight-train cars _____			
36	(54) Passenger-train cars _____			
37	(55) Highway revenue equipment _____			
38	(56) Floating equipment _____			
39	(57) Work equipment _____			
40	(58) Miscellaneous equipment _____			
41	Total expenditures for equipment _____			
42	(76) Interest during construction _____			
43	(77) Other expenditures—General _____			
44	Total general expenditures _____			
45	Total _____			
46	(80) Other elements of investment _____			
47	(90) Construction work in progress _____			
48	Grand Total _____			

330A. IMPROVEMENTS ON LEASED PROPERTY—Continued

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$	\$	\$	\$	1
				2
				3
				4
				5
				6
	Account 732 does not exceed			7
	5% of account 731.			8
				9
				10
				11
				12
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332. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December; and on lines 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

2. All leased properties may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

4. If the depreciation base for accounts 1, 3, 4, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) effected.

6. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	(Dollars in thousands) Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
	ROAD	\$	\$	%	\$	\$	%
1	(1) Engineering	70 644	72 521	.86	53	53	.40
2	(3) Grading	103 763	102 515	1.26			
3	(4) Other right-of-way expenditures	6 237	7 714	2.00			
4	(5) Tunnels and subways	41 778	44 802	.83			
5	(6) Bridges, trestles, and culverts	284 315	294 208	1.38	264	264	1.80
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	16 908	16 808	2.00	11	11	4.78
8	(16) Station and office buildings	111 880	114 029	1.92	1	1	3.30
9	(17) Roadway buildings	11 437	12 213	2.63	1	1	2.70
10	(18) Water stations	3 644	3 646	2.86			
11	(19) Fuel stations	14 703	18 069	3.63			
12	(20) Shops and enginehouses	96 922	113 878	2.09			
13	(22) Storage warehouses						
14	(23) Wharves and docks	1 965	1 952	1.92			
15	(24) Coal and ore wharves	21 042	21 136	1.39			
16	(25) TOFC/COFC terminals	10 437	11 265	3.71			
17	(26) Communications systems	70 121	75 011	2.81			
18	(27) Signals and interlockers	182 326	190 489	2.26			2.85
19	(29) Power plants	1 305	1 328	2.50			
20	(31) Power transmission systems	5 556	5 661	3.06			
21	(35) Miscellaneous structures	3 217	3 240	3.03			
22	(37) Roadway machines	64 167	68 812	3.84			
23	(39) Public improvements—Construction	38 275	40 044	1.87			
24	(44) Shop machinery	51 593	56 286	3.06			
25	(45) Power plant machinery	2 931	5 002	3.84			
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	1 215 166	1 280 629	2.09	330	330	1.58
	EQUIPMENT						
29	(52) Locomotives	468 132	438 813	(1)			
30	(53) Freight-train cars	1 356 970	1 385 128	(2)			
31	(54) Passenger-train cars	4 391	683				
32	(55) Highway revenue equipment	844	792	8.80			
33	(56) Floating equipment						
34	(57) Work equipment	58 668	65 356	3.92			
35	(58) Miscellaneous equipment	18 271	19 487	(3)			
36	Total equipment	1 907 276	1 910 259	3.83			
37	GRAND TOTAL	3 122 442	3 190 888		330	330	

(1), (2), (3) See notes on Page 40A

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335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT - OWNED AND USED

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated depreciation; road and equipment property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" account and "Other Rents - Debit - Equipment" accounts (See Schedule 342 for the accumulated depreciation relating to road and equipment owned but not used by respondent.)

2. If any data are included in columns (d) or (f), explain the entries in detail.

3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."

4. If there is any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses, a full explanation should be given.

5. Enter amounts representing amortization under an authorized amortization program other than for defense projects on line 27.

6. Past excess or under depreciation accruals which are being amortized in accordance with Commission authorization should be reported on line 37.

7. Dollars in thousands.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year
			Charges to operating expenses	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	ROAD						
1	(1) Engineering	7 750	608		239		8 119
2	(3) Grading	18 555	1 177		381		19 351
3	(4) Other, right-of-way	749	149		4		894
4	(5) Tunnels and subways	14 832	350		2		15 180
5	(6) Bridges, trestles, and culverts	159 587	3 998		3 175		160 410
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	13 299	335		282		13 352
8	(16) Station and office buildings	53 165	3 059		2 708		53 516
9	(17) Roadway buildings	4 221	309		23		4 507
10	(18) Water stations	3 331	104		97		3 338
11	(19) Fuel stations	2 676	551		60		3 167
12	(20) Shops and enginehouses	32 718	2 242		(3 298)		38 258
13	(22) Storage warehouses						
14	(23) Wharves and docks	1 937	38		27		1 948
15	(24) Coal and ore wharves	11 624	293		58		11 859
16	(25) TOFC/COFC terminals	2 990	405		671		2 724
17	(26) Communication systems	34 951	2 021		838		36 134
18	(27) Signals and interlockers	65 327	4 212		2 374		67 165
19	(29) Power plants	425	33		63		395
20	(31) Power-transmission systems	3 833	171		45		3 959
21	(35) Miscellaneous structures	1 477	98		(1)		1 576
22	(37) Roadway machinery	39 745	2 566		1 422		40 889
23	(39) Public improvements—Construction	16 432	722		568		16 586
24	(44) Shop machinery	21 599	1 649		2 001		21 247
25	(45) Power-plant machinery	2 393	119		145		2 367
26	All other road accounts	1 905			1 046		859
27	Amortization (other than defense projects)						
28	Total road	515 521	25 209		12 930		527 800
	EQUIPMENT						
29	(52) Locomotives	277 710	17 082		34 200		260 592
30	(53) Freight-train cars	395 511	48 404		34 176		409 739
31	(54) Passenger-train cars	3 720			3 783		(63)
32	(55) Highway revenue equipment	521	73		56		538
33	(56) Floating equipment						
34	(57) Work equipment	26 965	2 515		708		28 772
35	(58) Miscellaneous equipment	12 322	2 252		583		13 991
36	Total equipment	716 749	70 326		73 506		713 569
37	Depreciation Adjustment						
38	GRAND TOTAL	1 232 270	95 535		86 436		1 241 369

See Notes on Page 40A

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BURLINGTON NORTHERN

1981

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NOTES AND REMARKS

Notes Relating to Schedule 332 Depreciation Base and Rates, Page 39

- (1) Depreciation rates for locomotives reflect multi-purpose, road, switch and spare parts, issued January 1, 1978, ICC Order No. R-823-A and revision issued January 1, 1980, ICC Order No. R-823-B.
- (2) Depreciation rates reflect car type rates issued January 1, 1978. ICC Order No. R-823-A and revision issued January 1, 1980, ICC Order No. R-823-B.
- (3) Depreciation rates for Account 58-Miscellaneous Equipment reflect separate rates for autos, trucks, other equipment and miscellaneous equipment per ICC Order No. R-823-B issued January 1, 1980.

Depreciation Base for Accounts 1, 3, 4 & 39 include non-depreciable property for Burlington Northern (Oregon-Washington Inc.)

Notes Relating to Schedule 335-Accumulated Depreciation, Page 40

<u>CREDITS TO RESERVE</u>	<u>ROAD</u>	<u>EQUIPMENT</u>
Debits for Depreciation on property of respondent	\$25 209	\$70 326
Depreciation on property of Burlington Northern (Manitoba) Limited	18	12
Depreciation on improvements to property leased to others (732)	74	128
Depreciation on property leased from others (C&S)	5	
Depreciation on Shop Machinery*	(1 649)	1 649
Depreciation on Computer and DPE**	(1 022)	1 022
Total Accumulated Depreciation Expense Schedule 410, Lines 136, 137, 138, 213, 232, 317	<u>\$22 635</u>	<u>\$73 137</u>

*Depreciation on Shop Machinery classified as Equipment under New ICC Classification effective January 1, 1978 and on Schedule 415.

**Depreciation on Computer and DPE classified as Equipment under New ICC Classification effective January 1, 1978 and on Schedule 415.

Balance at beginning of year has been restated to include Quanah Acme & Pacific Railway Company which effective January 1, 1981 is included in the accounts of Burlington Northern Railroad Company.

NOTES AND REMARKS

<u>Depreciation Rates for Locomotives and Freight Train Cars</u>		<u>Rate</u> <u>(Percent)</u>
52	Locomotives - multi-purpose	2.78
	Diesel road	4.05
	Diesel switch	2.35
	Spare parts	3.37
53	Freight-train cars	
	Plain Box Cars - 40'	
	Secondhand	5.42
	New and rebuilt	3.35
	Plain Box Cars - 50' and larger	4.00
	Equipped Box Cars	2.81
	Plain Gondola Cars	3.95
	Equipped Gondola Cars	3.05
	Covered Hopper Cars	3.15
	Open Top Hopper Cars - General Service	3.95
	Open Top Hopper Cars - Special Service	1.95
	Refrigerator Cars - Non-mechanical	3.44
	Refrigerator Cars - Mechanical	3.38
	Flat Cars - TOFC/COFC	3.14
	Flat Cars - General Service	2.86
	Flat Cars - Other	2.67
	All other Freight Cars (Excl. Cabooses)	2.32
	Cabooses	2.67
	Miscellaneous	8.17
	Spare Parts	3.38

339. ACCRUED LIABILITY - LEASED PROPERTY

1. Disclose the required information relating to credits and debits of Account 772, "Accrued liability-leased property," during the year concerning road and equipment leased from others.
2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.
3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.
4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.
5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.
6. Dollars in thousands.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways		Leased road and equipment property (732)				
5	(6) Bridges, trestles, and culverts		is less than 5% of total property owned				
6	(7) Elevated structures		and used.				
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communication systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road						
	EQUIPMENT						
29	(52) Locomotives						
30	(53) Freight-train cars						
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment						
33	(56) Floating equipment						
34	(57) Work equipment						
35	(58) Miscellaneous equipment						
36	Total equipment						
37	GRAND TOTAL						

340. DEPRECIATION BASE AND RATES-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Show in column (b) for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in column (c) show the depreciation base used in computing the depreciation charges for the month of December; in column (d) show the composite rates used in computing the depreciation charges for the month of December; and on lines 29 and 37 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to account 732, "Improvements on leased property." The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized

rates. If any charges in rates were effective during the year, give full particulars in a footnote.

2. All improvements to leased properties may be combined and one composite rate computed for each primary account or a separate schedule may be included for each such property.

3. If the depreciation base for accounts 1, 3, 4, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

4. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	(Dollars in thousands) Account (a)	Depreciation base		Annual composite rate (percent) (d)
		At beginning of year (b)	At close of year (c)	
	ROAD	\$	\$	%
1	(1) Engineering _____			
2	(3) Grading _____			
3	(4) Other right-of-way expenditures _____	Total road leased (732) from others		
4	(5) Tunnels and subways _____	is less than 5% of total road owned.		
5	(6) Bridges, trestles and culverts _____			
6	(7) Elevated structures _____			
7	(13) Fences, snowsheds, and signs _____			
8	(16) Station and office buildings _____			
9	(17) Roadway buildings _____			
10	(18) Water stations _____			
11	(19) Fuel stations _____			
12	(20) Shops and enginehouses _____			
13	(22) Storage warehouses _____			
14	(23) Wharves and docks _____			
15	(24) Coal and ore wharves _____			
16	(25) TOFC/COFC terminals _____			
17	(26) Communications systems _____			
18	(27) Signals and interlockers _____			
19	(29) Power plants _____			
20	(31) Power transmission systems _____			
21	(35) Miscellaneous structures _____			
22	(37) Roadway machines _____			
23	(39) Public improvements-Construction _____			
24	(44) Shop machinery _____			
25	(45) Power plant machinery _____			
26	All other road accounts _____			
27	Amortization (other than defense projects) _____			
28	Total road _____			
	EQUIPMENT			
29	(52) Locomotives _____			
30	(53) Freight-train cars _____			
31	(54) Passenger-train cars _____	Total equipment leased (732) from		
32	(55) Highway revenue equipment _____	others is less than 5% of total		
33	(56) Floating equipment _____	equipment owned.		
34	(57) Work equipment _____			
35	(58) Miscellaneous equipment _____			
36	Total equipment _____			
37	GRAND TOTAL			

342. ACCUMULATED DEPRECIATION-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS

1. Enter the required information concerning debits and credits to Account 733, "Accumulated depreciation-improvements on leased property," during the year relating to improvements made to road and equipment property leased from others, the depreciation charges for which are included in operating expenses of the respondent.

2. If any entries are made for column (d) "Other credits" or column (f) "Other debits," state the facts occasioning such entries. A debit balance in column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

3. Any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses should be fully explained.

4. Show in column (e) the debits to the reserve arising from retirements.

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

6. Thousand dollar Reporting Rule.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year
			Charges to others	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(3) Grading						
3	(4) Other right-of-way expen.	Total road leased (732) from others is less than 5% of total road owned.					
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communication systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements-Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Total road						
	EQUIPMENT						
28	(52) Locomotives	Total equipment leased (732) from others is less than 5% of total equipment owned.					
29	(53) Freight-train cars						
30	(54) Passenger-train cars						
31	(55) Highway revenue equipment						
32	(56) Floating equipment						
33	(57) Work equipment						
34	(58) Miscellaneous equipment						
35	Total equipment						
36	GRAND TOTAL						

350. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

2. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation for the months of January and December, respectively, with respect to road and equipment owned by the respondent but leased to others, the depreciation charges for which are not includible in operating expenses of the respondent, but for which the depreciation reserve is recorded in the accounts of the respondent. If the base for road is other than the original cost or estimated original cost as found by the Commission's Bureau of Accounts, brought to a current date by the respondent from its Order No. 3 records and accounts, or is other than ledger value for equipment, a full explanation should be given.

3. In column (d) show the composite rates used in computing

the depreciation for the month of December and on lines 28 and 36 of this column show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 3, 4, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) affected.

6. If total road leased to others is less than 5% of total road owned, omit. If total equipment leased to others is less than 5% of total equipment owned, omit.

Line No.	Account (a)	DEPRECIATION BASE		Annual composite rate (percent) (d)
		Beginning of year (b)	Close of year (c)	
	ROAD	\$	\$	\$
1	(1) Engineering _____			
2	(3) Grading _____			
3	(4) Other right-of-way expenditures _____			
4	(5) Tunnels and subways _____			
5	(6) Bridges, trestles, and culverts _____			
6	(7) Elevated structures _____			
7	(13) Fences, snowsheds, and signs _____			
8	(16) Station and office buildings _____			
9	(17) Roadway buildings _____			
10	(18) Water stations _____			
11	(19) Fuel stations _____			
12	(20) Shops and enginehouses _____			
13	(22) Storage warehouses _____			
14	(23) Wharves and docks _____			
15	(24) Coal and ore wharves _____			
16	(25) TOFC/COFC terminals _____			
17	(26) Communication systems _____			
18	(27) Signals and interlockers _____			
19	(29) Power plants _____			
20	(31) Power transmission systems _____			
21	(35) Miscellaneous structures _____			
22	(37) Roadway machines _____			
23	(39) Public improvements—Construction _____			
24	(44) Shop machinery _____			
25	(45) Power-plant machinery _____			
26	All other road accounts _____			
27	Total road _____			
	EQUIPMENT			
28	(52) Locomotives _____			
29	(53) Freight-train cars _____			
30	(54) Passenger-train cars _____			
31	(55) Highway revenue equipment _____			
32	(56) Floating equipment _____			
33	(57) Work equipment _____			
34	(58) Miscellaneous equipment _____			
35	Total equipment _____			
36	GRAND TOTAL _____			XXXX

351. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

1. This schedule is to be used in cases where the depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.

2. Disclose credits and debits to Account 735, "Accumulated depreciation-road and equipment property," during the year relating to road and equipment leased to others, the depreciation charges for which are not includible in operating expenses of the respondent. (See Schedule 350 for the reserve relating to road and equipment owned and used by the respondent).

3. If any entries are made for "Other credits" and "Other debits," state the facts occasioning such entries. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

4. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively.

5. Thousand dollar Reporting Rule.

Line No.	Account	Balance at beginning of year	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year
			Charges to others	Other credits	Retirements	Other debits	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communications systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Total road						
	EQUIPMENT						
28	(52) Locomotives						
29	(53) Freight-train cars						
30	(54) Passenger-train cars						
31	(55) Highway revenue equipment						
32	(56) Floating equipment						
33	(57) Work equipment						
34	(58) Miscellaneous equipment						
35	Total equipment						
36	GRAND TOTAL						

352A. INVESTMENT IN RAILROAD PROPERTY USED IN TRANSPORTATION SERVICE (By Company)

1. Disclose the investment in railway property used in transportation service at the close of the year. This investment represents the aggregate of property owned or leased by the respondent and used in the respondent's transportation service. Such property includes: (a) the investment reported in accounts 731, "Road and equipment property", and 732, "Improvements on leased property", of the respondent less any 731 or 732 property leased to others for their exclusive use of road, tracks, or bridges (including equipment or other railway property covered by the contract). Equipment leased to others under separate distinct contracts shall not be deducted from the respondent's 731 or 732 property; (b) the investment of other companies' 731 or 732 property (including operating and lessor railroads) used by the respondent when the lease is for exclusive use or control of roads, tracks, or bridges (including equipment or other railway property covered by the contract). This excludes leased equipment from operating railroads under separate distinct contracts and the investment of other carriers in property jointly used by the respondent.

2. In column (a), classify each company in this schedule as respondent (R), lessor railroad (L), inactive or proprietary company (P), and other leased properties (O).

3. In columns (a) to (e), inclusive, first show the data requested for the respondent (R); next the data for companies whose entire properties are used in transportation service of the respondent, divided between lessor (L) and proprietary (P) companies; followed by data for carriers and others (O), portions of whose property are used in transportation service of the respondent. Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others.

4. In column (c), line-haul carrier report the miles of road used in line-haul service, and switching and terminal companies should report the miles of all tracks owned.

5. In column (d), show the amount applicable in accounts 731 and 732 on the books of the companies whose names appear in column (b). Values of property of other carriers segregated by estimate or otherwise should correspond in amount to the deductions made by the owners in their reports. If separate value is not available, explanations should be given. Differences between the amounts in column (d) of this schedule and the amounts shown in column (c), line 33, on the asset side of the comparative general balance sheet of each individual railway should be explained in a footnote. Book value included in accounts 731 and 732 of the owner should be reported in column (d) in reference to the investment of the respondent in the securities of the owner unless a good reason can be given for the contrary. Methods of estimating (by capitalizing rentals at 6 percent or otherwise) value of property of private owners, or portions of property of other carriers, should be explained.

6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in accounts 733, 734, 735, 736, and 772, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

7. Dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company	Miles of road owned (See Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)	(c)	(d)	(e)
1	R	Burlington Northern Railroad Company	24 838	\$ 4 876 122	\$ 1 271 389
2					
3					
4		Add-Leased from others:			
5	O	ATSF-Pittsburg, KS - Land & Tracks	1	10	
6	O	Burlington Northern (Manitoba) Limited	4	1 521	532
7	O	C&S-Orin Jct. - Wendover, WY - Main Line	31	1 476	112
8	O	CRIP-Irving-Carrollton, TX - Main Line	5	155	28
9	O	DMIR-Albany, MN Tracks		3	
10	O	DMIR-Virginia, MN "		2	
11	O	DMIR-Holman to Coleraine, MN "		7	
12	O	SP-Chemult, OR "	4	4	
13	O	SP-Klamath Falls, OR "	5	5	
14	O	UP-Garrison to Butte, MT - Main Line	52	1 354	*
15	O	U.S. Govt. R.R. - Shelton-Bangor and			
16		Bremerton, WA - Main Line	48	**	
17	O	Oklahoma City, OK Land		10	
18		Total	150	4 547	672
19					
20		Deduct-Leased to others:			
21	O	CNW-Leavenworth, KS Land		15	
22	O	CNW-Minneapolis, MN Trackage		12	
23	O	DMIR-Buhl, MN Turnouts		15	
24	O	DMIR-Chisholm, MN "		1	1
25	O	DMIR-Hibbing, MN "		5	4
26	O	ICG-West Frankfort, IL Yard Tracks		1	
27	O	MKT-Rosedale, KS Driveway		2	
28	O	SOT-So. Omaha, NE Yard Tracks		3	
29		Total		54	5
30					
31					
32					
33		* Depreciation not available to respondent			
34		** Investment not available to respondent			
35					
36					
37					
38					
39		TOTAL	24 988	4 880 615	1 272 056

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE
(By Property Accounts)

1. In columns (b) through (e) give, by primary accounts, the amount of investment at the close of the year in property of respondent and each group or class of companies and properties.

2. The amounts for respondent and for each group or class of companies and properties on line 49 herein, should correspond with the amounts for each class of company and properties shown in schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule.

3. Report on line 32 amounts representing capitalization of rentals for leased property based on 6 percent per year where property is not classified by accounts by non-carrier owners, or where

cost of property leased from other carriers is not ascertainable. Identify non-carrier owners, and briefly explain methods of estimating value of property of non-carriers or property of other carriers.

4. Report on line 33 amounts not includible in the accounts shown, or in line 32. The items reported should be briefly identified and explained. Also include here those items after permission is obtained from the Commission for exceptions to prescribe accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

5. Dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
1	(1) Engineering	\$ 73 339	\$	\$	\$ 119
2	(2) Land for transportation purposes	117 530			380
3	(3) Grading	502 540			681
4	(4) Other right-of-way expenditures	7 768			
5	(5) Tunnels and subways	44 802			
6	(6) Bridges, trestles, and culverts	306 210			354
7	(7) Elevated structures				
8	(8) Ties	144 218			459
9	(9) Rails	310 493			783
10	(10) Other track material	305 369			324
11	(11) Ballast	119 122			169
12	(12) Track laying and surfacing	183 126			298
13	(13) Fences, snowsheds, and signs	16 740			17
14	(16) Station and office buildings	117 561			201
15	(17) Roadway buildings	13 569			14
16	(18) Water stations	3 662			24
17	(19) Fuel stations	18 538			10
18	(20) Shops and enginehouses	116 048			107
19	(22) Storage warehouses				
20	(23) Wharves and docks	1 936			
21	(24) Coal and ore wharves	21 197			
22	(25) TOFC/COFC terminals	11 460			
23	(26) Communication systems	77 845			8
24	(27) Signals and interlockers	204 248			24
25	(29) Power plants	1 272			
26	(31) Power-transmission systems	5 903			
27	(35) Miscellaneous structures	3 244			
28	(37) Roadway machines	69 310			72
29	(39) Public improvements—Construction	66 272			61
30	(44) Shop machinery	56 756			15
31	(45) Power-plant machinery	4 792			
32	Leased property capitalized rentals (explain)				
33	Other (specify & explain)				77
34	Total expenditures for road	2 924 870			4 197
35	(52) Locomotives	437 774			202
36	(53) Freight-train cars	1 388 381			5
37	(54) Passenger-train cars	710			
38	(55) Highway revenue equipment	785			
39	(56) Floating equipment				
40	(57) Work equipment	66 172			6
41	(58) Miscellaneous equipment	27 873			25
42	Total expenditures for equipment	1 921 695			238
43	(76) Interest during construction	1 405			188
44	(77) Other expenditures—General	248			21
45	Total general expenditures	1 653			209
46	Total	4 848 218			4 644
47	(80) Other elements of investment	142			(150)
48	(90) Construction work in progress	27 762			
49	Grand Total	4 876 122			4 494

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360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS**A. General Instructions**

Disclose in the following schedules the required information concerning leases of the respondent:

Schedule 361 — Capitalized Capital Leases
363 — Operating Leases
364 — Lessee Disclosures

A general description of the lessee's leasing arrangements shall be included to effect full and complete disclosures. Among the items to be disclosed are:

- The basis on which contingent rental payments are determined.
- The existence and terms of renewal or purchase options and escalation clauses.
- Restrictions imposed by lease agreements, such as those concerning dividends, additional debt, and further leasing.

These and other disclosures shall be included in Schedule 364 and attachments thereto, if necessary.

B. Definitions

(1) **Capital Leases** are those leases which meet one or more of the following four criteria:

- The lease transfers ownership of the property to the lessee by the end of the lease term.
- The lease contains a bargain purchase option.
- The lease term is equal to 75 percent or more of the estimated economic life of the property, and
- The present value at the beginning of the lease term of the minimum lease payments equals or exceeds 90 percent of the fair value of the leased property to the lessor at the inception of the lease less any related investment tax credit retained by the lessor.

(2) **Operating leases** are those leases which do not meet any of the four criteria pertaining to capital leases.

(3) **Minimum lease payments** are the payments that the lessee is obligated to make or can be required to make in connection with the leased property. Executory costs such as insurance, maintenance and taxes in connection with the leased property shall be excluded from minimum lease payments.

(4) **Present value minimum lease payments** are lease payments that the lessee is obligated to make or can be required to make, exclusive of executory cost. Moreover, these payments are reduced by amounts representing interest, calculated at the companies' incremental borrowing rate or the implicit rate computed by the lessor.

(5) **Noncancelable lease/sublease** is one that has an initial or remaining term of one year or more and is noncancelable, or is cancelable only upon the occurrence of some remote contingency or upon the payment of a substantial penalty.

(6) **Contingent rentals**, for the purposes of this report, are rentals paid during the reporting year which depend on some factor other than the passage of time such as rentals based on usage or sales.

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present value of minimum lease payments. An

explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. (Dollars in thousands)

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later Years (g)	Total (h)
1	Lease payments	\$ 15 552	\$ 10 938	\$ 10 051	\$ 9 257	\$ 8 691	\$ 67 534	\$ 122 023
	Less: Executory costs:							
2	— Taxes							
3	— Maintenance							
4	— Insurance							
5	— Other							
6	Total executory costs (2-5)							
7	Minimum lease payments (1, 6)	15 552	10 938	10 051	9 257	8 691	67 534	122 023
8	Less: Amount representing interest	5 680	5 449	5 012	4 617	4 229	19 307	44 294
9	Present value of minimum lease payments (line 7, 8)	9 872	5 489	5 039	4 640	4 462	48 227	77 729

PART II. TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals received from sub-

leases for the current year. Also, show amounts expected to be received on all noncancelable sublease rentals for the year beginning after the current year as required.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
10	Present value of minimum lease payments from Part I above	\$ 9 872	XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
11	Contingent rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
12	Minimum noncancelable sublease rentals		XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX
13	Net rental expense	9 872	XXXX	XXXX	XXXX	XXXX	XXXXXX	XXXXXX

PART III. CLASSES OF CAPITAL LEASES

Complete this part only if the present values of the minimum lease commitments are more than five percent of the sum of the long-term debt due after one year. Otherwise, show the present values of minimum lease commitments in the aggregate for the major classes of proper-

ties presented. Subtract amounts representing the accumulated amortization to derive at "Net capitalized lease assets."

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
14	Structures	\$ 3 954	\$ 5 674
15	Revenue equipment	83 153	91 824
16	Shop and garage equipment		
17	Service cars and equipment		
18	Noncarrier operating property	350	350
19	Other: (Specify)		
20			
21	Gross capitalized assets	87 457	97 848
22	Less: Accumulated amortization	36 766	41 948
23	Net capitalized lease assets	50 691	55 900

362. NONCAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present values of minimum lease payments. An ex-

planation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Lease payments _____	\$	\$	\$	\$	\$	\$	\$
	Less: Executory costs:	None						
2	- Taxes _____							
3	- Maintenance _____							
4	- Insurance _____							
5	- Other _____							
6	Total executory costs (2-5) _____							
7	Minimum lease payments (1-6) _____							
8	Less: Amount representing interest _____							
9	Present value of minimum lease payments (line 7, 8) _____							

PART II. TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals from sub-

leases for the current year. Also, show amounts expected to be received on all noncancelable sublease rentals for the year beginning after the current year as required.

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
10	Present value of minimum lease payments from Part I above _____	\$ None	\$	\$	\$	\$	\$	\$
11	Contingent rentals _____		xxxx	xxxx	xxxx	xxxx	xxxxxx	xxxxxx
12	Minimum noncancelable sublease rentals _____		xxxx	xxxx	xxxx	xxxx	xxxxxx	xxxxxx
13	Net rental expense _____		xxxxxx	xxxx	xxxx	xxxx	xxxxxx	xxxxxx

362. NONCAPITALIZED CAPITAL LEASES—Continued

PART III. INCOME IMPACT

1. If the impact on net income is less than three percent of the average net income for the most recent three years, a statement to this effect will suffice to complete this schedule. Otherwise, show the impact on net income for each period for which an income statement is presented if all noncapitalized financing leases were capitalized, related assets were amortized on a straight-line

basis and interest cost was accrued on the basis of the outstanding lease liability. The amounts of amortization and interest cost shall be separately identified.

2. In calculating average net income, loss-years should be excluded. If losses were incurred in each of the most recent three years, the average loss shall be used for purposes of this test.

Line No.	Item (a)	Current year (b)	Prior year (c)
14	Amortization of lease rights	\$ None	\$ None
15	Interest		
16	Rent expense		
17	Income tax expense		
18	Impact (reduction) on net income		

PART IV. CLASSES OF CAPITAL LEASES

1. Complete this part only if the present values of the minimum lease commitments are more than five percent of the sum of the long-term debt due after one year. Otherwise, show the present

value of minimum lease commitments in the aggregate for the major classes of properties presented.

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
19	Structures	\$ None	\$ None
20	Revenue equipment		
21	Shop and garage equipment		
22	Service cars and equipment		
23	Noncarrier operating property		
24	Other: (Specify)		
25			
26			

363. OPERATING LEASES

PART I. FUTURE MINIMUM RENTAL PAYMENTS

1. Disclose the total minimum lease payments required, reduced by sublease rentals, for the years shown relating to operating leases.

Line No.	Items (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Minimum lease payments required	\$ 87 087	\$ 87 263	\$ 84 192	\$ 81 434	\$ 79 100	\$ 606 066	\$1 025 142
2	Minimum noncancelable sublease rentals	15 924	3 895	3 895	3 895	3 895	22 528	54 032
3	Net minimum lease payments	71 163	83 368	80 297	77 539	75 205	583 538	971 110

PART II. TOTAL RENTAL

1. Show the composition of total rental expense for all operating leases for the current and preceding years. See Schedule 360 for definitions of the terms.

Line No.	Expenses (a)	Current year (b)	Prior year (c)
4	Minimum lease payments required	\$ 87 087	\$ 57 199
5	Contingent rentals		
6	Less: Sublease rentals	15 924	13 365
7	Total rental expense	71 163	43 834

364. LESSEE DISCLOSURES

Complete this schedule only if gross rental expense in the most recent fiscal year exceeds one percent of operating revenue.

Relate in general terms: (a) the basis for calculating rental payments if dependent upon factors other than the lapse of time; (b) existence and terms of renewal or purchase options, escalation clauses, etc.; (c) the nature and amount of related guarantees made or obligations assumed; (d) restrictions on paying dividends, incurring additional debt, further leasing, etc.; and, (e) any other information necessary to assess the effect of lease commitments upon the financial position, results of operations, and changes in financial position of the lessee.
(Dollars in thousands)

Line No.	
(a)	
1	Lapse of time only.
2	
3	
4	
5	
6	
7	
8	
(b)	
9	74% of lease contracts have renewal options upon written notice within
10	various specified times.
11	13% of lease contracts have options to purchase only.
12	13% of lease contracts have no options.
13	
14	
15	
16	
(c)	
17	
18	
19	
20	
21	
22	
23	
24	
(d)	
25	
26	
27	
28	
29	
30	
31	
32	
(e)	
33	Notes relating to Schedule 361, part 1:
34	Interest rates used in calculating value of capitalized leases
35	represent respondents incremental borrowing rate for equipment
36	trusts as of the date the lease was entered into.
37	
38	Columns (c) thru (h) include the Colorado and Southern Railway
39	Co. which was merged into Burlington Northern Railroad Co. on
40	January 1, 1982.

370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

1. For accounts Nos. 751, "Loans and notes payable", 759, "Accrued accounts payable", and 763, "Other current liabilities", if the total of any such account exceeds 5% of total current liabilities, report the three largest items, and any other items which exceeds 5% of current liabilities.

2. Show character of loans and notes, with name of creditor

(or class of creditors), dates of issue and maturity, and appropriate description for each class of accrued accounts payable and for the other current liabilities.

3. Make full disclosure of the character of each item reported.
(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1	759	Accrued Accounts Payable	\$
2		Loss and damage, personal injury, property	
3		damage and overcharge claims	136 861
4		Vacation pay	95 518
5		Per Diem due foreign lines	43 613
6		All other items	135 473
7		Total Account 759	411 465
8			
9	763	Other Current Liabilities do not exceed 5%	
10		of total current liabilities.	
11			
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379. OTHER LONG-TERM LIABILITIES AND OTHER DEFERRED CREDITS

If the caption "Other long-term liabilities and deferred credits" (accounts 771, 772, 774, 775, 782, 784, and 786) exceeds 5% of total (current and noncurrent) liabilities, report the three largest items,

and each other item amounting to 5% or more of total liabilities. Disclose fully the nature of each item reported. (Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Amount (c)
1			\$
2			
3			
4			
5			
6			
7		None of the above accounts exceed 5% of total (current	
8		and non-current) liabilities.	
9			
10			
11			
12			
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ROAD INITIALS: BN YEAR: 1981

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

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LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
WAY AND STRUCTURES:								
ADMINISTRATION:								
1	TRACK	8,726	466	497	5,986	15,675	96	15,771
2	BRIDGES AND BUILDINGS	3,340	8	39	723	4,110	49	4,159
3	SIGNAL	3,957	110	56	429	4,552	101	4,653
4	COMMUNICATION	2,374	170	108	410	3,062	36	3,098
5	OTHER	11,643	1,396	465	1,218	14,722	196	14,918
REPAIR AND MAINTENANCE:								
6	ROADWAY - RUNNING	19,882	3,194	5,842	1,530	30,448	13	30,461
7	ROADWAY - SWITCHING	2,812	412	970	362	4,556	55	4,611
8	TUNNELS AND SUBWAYS - RUNNING	422	79	275		776		776
9	TUNNELS AND SUBWAYS - SWITCHING	7	9-			2-		2-
10	BRIDGES AND CULVERTS - RUNNING	10,379	5,101	1,662	386	17,528	45	17,573
11	BRIDGES AND CULVERTS - SWITCHING	710	348	8		1,066	2	1,068
12	TIES - RUNNING		40,519			40,519	150	40,669
13	TIES - SWITCHING		6,458			6,458	32	6,490
14	RAIL - RUNNING		55,510			55,510	26	55,536
15	RAIL - SWITCHING		1,947			1,947	1	1,948
16	OTHER TRACK MATERIAL - RUNNING		35,449			35,449	55	35,504
17	OTHER TRACK MATERIAL - SWITCHING		4,948			4,948	44	4,992
18	BALLAST - RUNNING		10,457			10,457	15	10,472
19	BALLAST - SWITCHING		1,416			1,416	1	1,417
20	TRACK LAYING AND SURFACING - RUNNING	121,823	5,066	4,927	3,012	134,828	425	135,253
21	TRACK LAYING AND SURFACING - SWITCHING	22,492	810	504-	461	23,259	138	23,397
22	ROAD PROPERTY DAMAGED - RUNNING	2,245	2,483	2,599	42	7,369	7	7,376
23	ROAD PROPERTY DAMAGED - SWITCHING	1,167	389	27	11	1,594	10	1,604
24	ROAD PROPERTY DAMAGED - OTHER	149	41	146	2-	334	1	335
25	SIGNALS AND INTERLOCKERS - RUNNING	14,622	9,827	225-	1,102	25,326	260	25,586
26	SIGNALS AND INTERLOCKERS - SWITCHING	959	907	84	139	1,989	7	1,996
27	COMMUNICATION SYSTEMS	10,893	4,774	187	534	16,388	170	16,558
28	ELECTRIC POWER SYSTEMS	1,523	2,044	42	20	3,629	372	4,001
29	HIGHWAY GRADE CROSSINGS - RUNNING	5,068	2,194	1,105	3	8,370	20	8,390
30	HIGHWAY GRADE CROSSINGS - SWITCHING	613	203	10	10-	816	20	836
31	STATION AND OFFICE BUILDINGS	4,799	2,213	1,890	206	9,108		9,108
32	SHOP BUILDINGS - LOCOMOTIVES	6,832	907	141	68	7,948	135	8,083
33	SHOP BUILDINGS - FREIGHT CARS	2,248	855	151	69	3,323		3,323
34	SHOP BUILDINGS - OTHER EQUIPMENT	1,474	177	332	34	2,017	6	2,023

LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
WAY AND STRUCTURES - CONTINUED:								
REPAIR AND MAINTENANCE - CONTINUED:								
101	LOCOMOTIVE SERVICING FACILITIES	438	380	208	36	1,062	25	1,087
102	MISCELLANEOUS BUILDINGS AND STRUCTURES	3,873	1,804	371	3	6,051	144	6,195
104	ORE TERMINALS	282	675	111	7	1,075		1,075
106	TOFC-COFC TERMINALS	201	439	696		1,336		1,336
107	MOTOR VEHICLE LOADING AND DISTRIBUTION	15	4	6		25		25
108	FACILITIES FOR OTHER SPEC SVC OPERATIONS	44	91	70		205		205
109	ROADWAY MACHINES	9,809	26,065	999	283	37,156	160	37,316
110	SMALL TOOLS AND SUPPLIES	741	16,755	806		18,302	32	18,334
111	SKON REMOVAL	2,246	96	251	1	2,594	43	2,637
112	FRINGE BENEFITS - RUNNING				45,961	45,961	90	46,051
113	FRINGE BENEFITS - SWITCHING				7,552	7,552	60	7,612
114	FRINGE BENEFITS - OTHER				25,345	25,345	240	25,585
115	CASUALTIES AND INSURANCE - RUNNING				11,048	11,048	1	11,049
116	CASUALTIES AND INSURANCE - SWITCHING				206-	206-		206-
117	CASUALTIES AND INSURANCE - OTHER				2,061	2,068	35	2,103
118	LEASE RENTALS DEBIT - RUNNING			693		693	4	697
119	LEASE RENTALS DEBIT - SWITCHING			4		4		4
120	LEASE RENTALS DEBIT - OTHER			11,689		11,689	38	11,727
121	LEASE RENTALS CREDIT - RUNNING			11+		11+		11+
122	LEASE RENTALS CREDIT - SWITCHING			156+		156+	3+	159+
123	LEASE RENTALS CREDIT - OTHER			342+		342+	3+	345+
124	JOINT FACILITY RENT DEBIT - RUNNING			2,416		2,416		2,416
125	JOINT FACILITY RENT DEBIT - SWITCHING			712		712	798	1,510
126	JOINT FACILITY RENT DEBIT - OTHER			119		119		119
127	JOINT FACILITY RENT CREDIT - RUNNING			4,946+		4,946+	25+	4,971+
128	JOINT FACILITY RENT CREDIT - SWITCHING			4,270+		4,270+		4,270+
129	JOINT FACILITY RENT CREDIT - OTHER			54+		54+		54+
130	OTHER RENTS DEBIT - RUNNING			86		86		86
131	OTHER RENTS DEBIT - SWITCHING			9		9		9
132	OTHER RENTS DEBIT - OTHER			2,130		2,130	4	2,134
133	OTHER RENTS CREDIT - RUNNING							
134	OTHER RENTS CREDIT - SWITCHING							
135	OTHER RENTS CREDIT - OTHER			90+		90+		90+
136	DEPRECIATION - RUNNING				10,651	10,651	120	10,771
137	DEPRECIATION - SWITCHING							
138	DEPRECIATION - OTHER				11,984	11,984	70	12,054
139	JOINT FACILITY DEBIT - RUNNING			7,342		7,342		7,342
140	JOINT FACILITY DEBIT - SWITCHING			3,448		3,448	739	4,187
141	JOINT FACILITY DEBIT - OTHER			149		149		149
142	JOINT FACILITY CREDIT - RUNNING			8,715+		8,715+	50+	8,765+
143	JOINT FACILITY CREDIT - SWITCHING			3,386+		3,386+		3,386+
144	JOINT FACILITY CREDIT - OTHER			19+		19+		19+
145	DISMANTLING RETIRED ROAD PROPERTY - RUNNING	607	35	24	36	702		702
146	DISMANTLING RETIRED ROAD PROPERTY - SWITCHING	233		5	1	239		239
147	DISMANTLING RETIRED ROAD PROPERTY - OTHER	115	5	305	8	433		433
148	OTHER - RUNNING	1,559	735	191	4,642	7,127	5	7,132
149	OTHER - SWITCHING	295	4	9	5-	303	13	316
150	OTHER - OTHER	1,742	690	981	319	3,732	4	3,736
151	TOTAL WAY AND STRUCTURES	283,259	248,647	32,675	136,467	701,048	5,032	706,080

ROAD INITIALS: BN YEAR: 1981

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

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LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
EQUIPMENT:								
LOCOMOTIVES:								
201	ADMINISTRATION	7,638	49	121	714	8,522	145	8,667
202	REPAIR AND MAINTENANCE	71,867	108,606	3,395	556	184,424	1,881	186,305
203	MACHINERY REPAIR	2,633	1,775	25		4,433	5	4,438
204	EQUIPMENT DAMAGED	776	657	95-		1,337	6	1,343
205	FRINGE BENEFITS				23,936	23,936	200	24,136
206	OTHER CASUALTIES AND INSURANCE				3,435	3,435	24	3,459
207	LEASE RENTALS - DEBIT			59,271		59,271	76	59,347
208	LEASE RENTALS - CREDIT			333+		333+		333+
209	JOINT FACILITY RENTS - DEBIT			206		206		206
210	JOINT FACILITY RENTS - CREDIT			175+		175+		175+
211	OTHER RENTS - DEBIT			2,688		2,688		2,688
212	OTHER RENTS - CREDIT			8,702+		8,702+		8,702+
213	DEPRECIATION				17,537	17,537	12	17,549
214	JOINT FACILITY - DEBIT			1,499		1,499		1,499
215	JOINT FACILITY - CREDIT			2,024+		2,024+		2,024+
216	REPAIRS BILLED TO OTHERS - CREDIT			14,248+		14,248+		14,248+
217	DISMANTLING RETIRED PROPERTY							
218	OTHER	125	4,046	26	14-	4,183	18	4,201
219	TOTAL LOCOMOTIVES	83,039	115,133	41,654	46,163	285,989	2,367	288,356
FREIGHT CARS:								
220	ADMINISTRATION	6,015	165	352	855	7,387		7,387
221	REPAIR AND MAINTENANCE	79,856	100,925	33,316	977	215,074		215,074
222	MACHINERY REPAIR	1,981	1,727	170		3,878		3,879
223	EQUIPMENT DAMAGED	3,264	37	8,159		11,460		11,460
224	FRINGE BENEFITS				26,503	26,503		26,503
225	OTHER CASUALTIES AND INSURANCE				13,761	13,761		13,761
226	LEASE RENTALS - DEBIT			21,105		21,105		21,105
227	LEASE RENTALS - CREDIT			1,366+		1,366+		1,366+
228	JOINT FACILITY RENTS - DEBIT			23		23		23
229	JOINT FACILITY RENTS - CREDIT			19+		19+		19+
230	OTHER RENTS - DEBIT			257,787		257,787		257,787
231	OTHER RENTS - CREDIT			114,250+		114,250+		114,250+
232	DEPRECIATION				49,606	49,606		49,606
233	JOINT FACILITY - DEBIT			554		554		554
234	JOINT FACILITY - CREDIT			285+		285+		285+
235	REPAIRS BILLED TO OTHERS - CREDIT			94,769+		94,769+		94,769+
236	DISMANTLING RETIRED PROPERTY	506	13			519		519
237	OTHER	309	4,057	572	1,110-	3,828		3,828
238	TOTAL FREIGHT CARS	91,931	106,924	111,349	90,592	400,796		400,796

ROAD INITIALS: BN YEAR: 1981

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 59

LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
	EQUIPMENT - CONTINUED:							
	OTHER EQUIPMENT:							
301	ADMINISTRATION	1,033	71	175	111	1,390	494	1,884 /
	REPAIR AND MAINTENANCE:							
302	TRUCKS, TRACTORS & CONTAINERS - REVENUE SVC	18	72	2,733		2,823		2,823 ✓
304	PASSENGER AND OTHER REVENUE EQUIPMENT	2		96		98	1,477	1,575 ✓
305	COMPUTERS AND DATA PROCESSING SYSTEMS	13		2,016		2,029	15	2,044 ✓
306	MACHINERY	407	574	78	2	1,061	78	1,139 ✓
307	WORK AND NON-REVENUE EQUIPMENT	5,607	6,328	7,399	9-	19,325	125	19,450 ✓
308	EQUIPMENT DAMAGED	102	22	1,477		2,601	15	1,616 ✓
309	FRINGE BENEFITS				2,281	2,281	399	2,680 ✓
310	OTHER CASUALTIES AND INSURANCE				1,136	1,136	35	1,171 ✓
311	LEASE RENTALS - DEBIT			27,520		27,520	750	28,270
312	LEASE RENTALS - CREDIT			487+		487+		487+
313	JOINT FACILITY RENTS - DEBIT			313		313		313
314	JOINT FACILITY RENTS - CREDIT			2+		2+		2+
315	OTHER RENTS - DEBIT			12,233		12,233	2	12,235
316	OTHER RENTS - CREDIT			2,696+		2,696+	2+	2,698+
317	DEPRECIATION				5,994	5,994	30	6,024
318	JOINT FACILITY - DEBIT			382		382	33	415
319	JOINT FACILITY - CREDIT			759+		759+	6+	765+
320	REPAIRS BILLED TO OTHERS - CREDIT			949+		949+		949+
321	DISMANTLING RETIRED PROPERTY	11				11		11
322	OTHER	196	3,754	16	45-	3,921	375	4,296
323	TOTAL OTHER EQUIPMENT	7,389	10,821	49,545	9,470	77,225	3,820	81,045
324	TOTAL EQUIPMENT	182,359	232,878	202,548	146,225	764,010	6,187	770,197

ROAD INITIALS: BN YEAR: 1981

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

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LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
TRANSPORTATION:								
TRAIN OPERATIONS:								
401	ADMINISTRATION	6,053	2,232	1,466	1,873	11,624	13	11,637
402	ENGINE CREWS	119,984	2	830	6,627	127,443	1,775	129,218
403	TRAIN CREWS	207,661	2,348	1,454	12,901	224,364	2,950	227,314
404	DISPATCHING TRAINS	12,273	1	422	116	12,812	99	12,911
405	OPERATING SIGNALS AND INTERLOCKERS	9,017	5	1,183	1	10,206	175	10,381
406	OPERATING DRAWBRIDGES	1,840	1	42		1,883		1,883
407	HIGHWAY CROSSING PROTECTION	716	1	342	27-	1,032	6	1,038
408	TRAIN INSPECTION AND LUBRICATION	27,205	1,624	126		28,955	800	29,755
409	LOCOMOTIVE FUEL	2,234	508,671	380		511,285	2,016	513,301
410	ELECTRIC PWR PURCH/PRODUCED FOR MOTIVE POWER							
411	SERVICING LOCOMOTIVES	24,391	17,134	2,458		43,983	945	44,928
412	FREIGHT LOST OR DAMAGED - SOLELY RELATED				7,538	7,538		7,538
413	CLEARING WRECKS	2,305	16	4,266	50	6,637		6,637
414	FRINGE BENEFITS				107,336	107,336	1,800	109,136
415	OTHER CASUALTIES AND INSURANCE				24,038	24,038	892	24,930
416	JOINT FACILITY - DEBIT			3,479		3,479		3,479
417	JOINT FACILITY - CREDIT			4,034+		4,034+	4+	4,038+
418	OTHER	623	51	3,288	449	4,411		4,411
419	TOTAL TRAIN OPERATIONS	414,302	532,086	15,702	160,902	1,122,992	11,467	1,134,459
YARD OPERATIONS:								
420	ADMINISTRATION	391	250	334	11	986		986
421	SWITCH CREWS	125,664	3	5,498	8	131,173	465	131,638
422	CONTROLLING OPERATIONS	18,316	64	501	757	19,638	100	19,738
423	YARD TERMINAL CLERICAL	45,474	1,104	2,156	254	48,988		48,988
424	OPERATING SWITCHES SIGNALS RETARDERS & HUMPS	2,580	1,548	58		4,186	92	4,278
425	LOCOMOTIVE FUEL	228	35,138	18		35,384	125	35,509
426	ELECTRIC PWR PURCH/PRODUCED FOR MOTIVE POWER		2			2	1	3
427	SERVICING LOCOMOTIVES	5,870	1,976	54		7,900	14	7,914
428	FREIGHT LOST OR DAMAGED - SOLELY RELATED				1,320	1,320		1,320
429	CLEARING WRECKS	1,434	38	840	2-	2,310		2,310
430	FRINGE BENEFITS				51,568	51,568	181	51,749
431	OTHER CASUALTIES AND INSURANCE				5,962	5,962	2	5,964
432	JOINT FACILITY - DEBIT			12,365		12,365	2,084	14,449
433	JOINT FACILITY - CREDIT			18,581+		18,581+		18,581+
434	OTHER	489	10	498	26	1,023	546	1,569
435	TOTAL YARD OPERATIONS	200,446	40,133	3,741	59,904	304,224	3,610	307,834

ROAD INITIALS: BN YEAR: 1981

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 61

LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
TRANSPORTATION:								
TRAIN AND YARD OPERATIONS - COMMON:								
501	CLEANING CAR INTERIORS	2,040	98	674		2,812	1,264	4,076
502	ADJUSTING AND TRANSFERRING LOADS	1,502		897		2,399		2,399
503	CAR LOADING DEVICES AND GRAIN DOORS	39	2,016	3,894		5,949		5,949
504	FREIGHT LOST OR DAMAGED - ALL OTHER				15,953	15,953		15,953
505	FRINGE BENEFITS				887	887	286	1,173
506	TOTAL TRAIN AND YARD OPERATIONS - COMMON	3,581	2,114	5,465	16,840	28,000	1,550	29,550
SPECIALIZED SERVICE OPERATIONS:								
507	ADMINISTRATION	1,077	1	26	44	1,148		1,148
508	PICK-UP AND DELIVERY, AND MARINE LINE HAUL	350	57	10,565	11	10,983		10,983
509	LOADING AND UNLOADING LOCAL MARINE	5,920	1,542	10,892	4	18,358		18,358
510	PROTECTIVE SERVICES	148	104	4,167		4,419		4,419
511	FREIGHT LOST OR DAMAGED - SOLELY RELATED				119	119		119
512	FRINGE BENEFITS				2,160	2,160		2,160
513	CASUALTIES AND INSURANCE				1,119	1,119		1,119
514	JOINT FACILITY - DEBIT							
515	JOINT FACILITY - CREDIT							
516	OTHER	85	9-	50	76	202		202
517	TOTAL SPECIALIZED SERVICES	7,580	1,695	25,700	3,533	38,508		38,508
ADMINISTRATIVE SUPPORT OPERATIONS:								
518	ADMINISTRATION	8,359	153	522	1,568	10,602	25	10,627
519	EMPLOYEES PERFORM CLERICAL & ACCTG FUNCTIONS	69,780	1,944	5,255	2,837	79,816	721	80,537
520	COMMUNICATION SYSTEM OPERATION	7,016	170	3,362	1-	10,547	100	10,647
521	LOSS AND DAMAGE CLAIMS PROCESSING	2,868	1	24	50	2,943		2,943
522	FRINGE BENEFITS				24,292	24,292	180	24,472
523	CASUALTIES AND INSURANCE				201-	201-		201-
524	JOINT FACILITY - DEBIT			1,050		1,050	77	1,127
525	JOINT FACILITY - CREDIT			1,563+		1,563+	29+	1,592+
526	OTHER	108	5	50	1	164	96	260
527	TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	88,131	2,273	8,700	28,546	127,650	1,170	128,820
528	TOTAL TRANSPORTATION	714,040	578,301	59,308	269,725	1,621,374	17,797	1,639,171

ROAD INITIALS: BN YEAR: 1981

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

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LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
GENERAL AND ADMINISTRATIVE:								
601	OFFICERS - GENERAL AND ADMINISTRATIVE	33,532	4,333	8,285	4,156	50,306	735	51,041
602	ACCOUNTING, AUDITING, AND FINANCE	28,126	593	1,737	878	31,334	330	31,664
603	MANAGEMENT SERVICES AND DATA PROCESSING	12,051	1,687	3,236	1,417	18,391	232	18,623
604	MARKETING	10,605	182	1,844	1,367	13,998		13,998
605	SALES	20,076	245	2,386	3,451	26,158		26,158
606	INDUSTRIAL DEVELOPMENT	727		37-	58	748		748
607	PERSONNEL AND LABOR RELATIONS	6,278	164	1,367	1,533	9,342	130	9,472
608	LEGAL AND SECRETARIAL	7,056	209	7,393	1,330	15,988	220	16,208
609	PUBLIC RELATIONS AND ADVERTISING	1,346	634	6,317	236	8,533	29	8,562
610	RESEARCH AND DEVELOPMENT	120		1		121		121
611	FRINGE BENEFITS				52,566	52,566	361	52,927
612	CASUALTIES AND INSURANCE				1,537	1,537	10	1,547
613	WRITEDOWN OF UNCOLLECTIBLE ACCOUNTS				1,627	1,627	5	1,632
614	PROPERTY TAXES				35,821	35,821	112	35,933
615	OTHER TAXES EXCEPT ON CORP INCOME OR PAYROLL				26,749	26,749	365	27,114
616	JOINT FACILITY - DEBIT			1,541		1,541		1,541
617	JOINT FACILITY - CREDIT			31+		31+		32+
618	OTHER	90	259	979	29,936	31,264	50	31,314
619	TOTAL GENERAL AND ADMINISTRATIVE	120,007	8,306	35,018	162,662	325,993	2,578	328,571
620	TOTAL CARRIER OPERATING EXPENSES	1,299,665	1,068,132	329,549	715,079	3,412,425	31,594	3,444,018

412. WAY AND STRUCTURES

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 35 should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines 136, 137, and 138. The total retirement charges changes reported in column (c) line 35 will not balance to any line in schedule 410. Retirement is included in but does not totally comprise the expenses reported in schedule 410, lines 148, 149 and 150.
3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (d), line 35 should balance the net amount reported in schedule 410, column (f) lines 118 through 123, plus lines 130 through 135.
- If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases (or property bases for nondepreciable property) to the sum of (1) the depreciation bases for all categories of depreciable leased property plus (2) the property bases for nondepreciable leased property. Use Schedule 350 of this report for obtaining the depreciation bases of the categories of leased property.
4. Report on line 34 all other lease rentals not apportioned to any category listed on lines 1-33.
5. Report dollars in thousands.
6. Line 14, account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 609	\$ 538	\$
2	2	Land for transportation purposes	N/A	N/A	85
3	3	Grading	1 178	4 467	
4	4	Other right-of-way expenditures	149	1	
5	5	Tunnels and subways	350		
6	6	Bridges, trestles and culverts	4 019	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	751	53
9	9	Rails	N/A	(1 326)	53
10	10	Other track material	N/A	(1 215)	53
11	11	Ballast	N/A	712	53
12	12	Track laying and surfacing	N/A	1 689	
13	13	Fences, snowsheds and signs	335	N/A	
14	16	Station and office buildings	2 111	N/A	3 671
15	17	Roadway buildings	338	N/A	16
16	18	Water stations	104	N/A	
17	19	Fuel stations	551	N/A	
18	20	Shops and enginehouses	2 244	N/A	2 706
19	22	Storage warehouses		N/A	2
20	23	Wharves and docks	37	N/A	
21	24	Coal and ore wharves	293	N/A	
22	25	TOFC/COFC terminals	405	N/A	
23	26	Communications systems	2 021	N/A	58
24	27	Signals and interlockers	4 224	N/A	
25	29	Power plants	33	N/A	
26	31	Power transmission systems	171	N/A	
27	35	Miscellaneous structures	98	N/A	1 072
28	37	Roadway machines	2 516	N/A	4 310
29	39	Public improvements; construction	730	121	
30	45	Power plant machines	119	N/A	
31	76	Interest during construction	N/A	201	N/A
32	77	Other expenditures; general	N/A	37	N/A
33	80	Other elements of investment	N/A		N/A
34	-	Other lease/rentals			1 880
35	-	Total	22 635	5 976	14 012

412. WAY AND STRUCTURES

1. Report freight expenses only.

2. The total depreciation expense reported in column (b), line 35 should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines 136, 137, and 138. The total retirement charges changes reported in column (c) line 35 will not balance to any line in schedule 410. Retirement is included in but does not totally comprise the expenses reported in schedule 410, lines 148, 149 and 150.

3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (d), line 35 should balance the net amount reported in schedule 410, column (f) lines 118 through 123, plus lines 130 through 135.

If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property categories is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases (or property bases for nondepreciable property) to the sum of (1) the depreciation bases for all categories of depreciable leased property plus (2) the property bases for nondepreciable leased property. Use Schedule 350 of this report for obtaining the depreciation bases of the categories of leased property.

4. Report on line 34 all other lease rentals not apportioned to any category listed on lines 1-33.

5. Repor. dollars in thousands.

6. Line 14, account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 609	\$ 451 ✓	\$
2	2	Land for transportation purposes	N/A	N/A	85
3	3	Grading	1 178	3 652 ✓	
4	4	Other right-of-way expenditures	149	1	
5	5	Tunnels and subways	350		
6	6	Bridges, trestles and culverts	4 019	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	675 ✓	53
9	9	Rails	N/A	(1 326)	53
10	10	Other track material	N/A	(1 256) ✓	53
11	11	Ballast	N/A	642 ✓	53
12	12	Track laying and surfacing	N/A	1 493 ✓	
13	13	Fences, snowsheds and signs	335	N/A	
14	16	Station and office buildings	2 111	N/A	3 671
15	17	Roadway buildings	338	N/A	16
16	18	Water stations	104	N/A	
17	19	Fuel stations	551	N/A	
18	20	Shops and enginehouses	2 244	N/A	2 706
19	22	Storage warehouses		N/A	2
20	23	Wharves and docks	37	N/A	
21	24	Coal and ore wharves	293	N/A	
22	25	TOFC/COFC terminals	405	N/A	
23	26	Communications systems	2 021	N/A	58
24	27	Signals and interlockers	4 224	N/A	
25	29	Power plants	33	N/A	
26	31	Power transmission systems	171	N/A	
27	35	Miscellaneous structures	98	N/A	1 072
28	37	Roadway machines	2 516	N/A	4 310
29	39	Public improvements; construction	730	106 ✓	
30	45	Power plant machines	119	N/A	
31	76	Interest during construction	N/A	201	N/A
32	77	Other expenditures; general	N/A	37	N/A
33	80	Other elements of investment	N/A		N/A
34	-	Other lease/rentals			1 880
35	-	Total	22 635	4 676 ✓	14 012

413. RENT FOR LEASED ROADS AND EQUIPMENT

1. This schedule may be omitted if total rent is less than 10% of net income before extraordinary items. Otherwise, give particulars called for with respect to roads and equipment leased from others during the year, the rent for which is includible in account No. 31-00-00.

2. Rents payable which are not classifiable under one of the three headings provided should be explained in a footnote.

3. If the respondent held under lease during all or any part of the year any road upon which no rent payable accrued, or if any portion of the charge shown hereunder is for construction on a line in which the respondent's leasehold interest will soon expire, give full particulars in a footnote.

4. Show the three largest items regardless of the dollar amount and all other items amounting to 10% or more of total rent for the year. (*Dollars in thousands*)

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (b)	Classification of Amount Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1	Lease of Garrison to Butte, MT Main	\$	\$	\$	\$
2	Line from Union Pacific R.R. Co.	49			49
3	Lease of Orin Jct. - Wendover, WY				
4	Line from Colorado & Sou. Ry. Co.	74			74
5					
6	Equipment Lease Rent Expense	86 715			86 715
7	(Schedules 361 & 363)				
8	All Other Items	34 312			34 312
9					
10	Total	121 150			121 150

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT CARRYING EQUIPMENT

1. Report freight expenses only.
 2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchange of railroad equipment, privately owned equipment and equipment leased for less than 30 days.
 3. The gross amounts receivable and payable for freight-train cars (line 19 columns (b) through (e) and; line 19 columns (f) through (i) respectively) should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "other equipment" which is reported in Schedule 415 column (e). The balancing of Schedule 410, 414 and 415 "other equipment" is outlined in note 6 to Schedule 415.

4. Report in Columns (b) and (f) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.
 5. Report in Columns (c), (d), (g), and (h) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
 6. Report in Columns (e) and (i) the incentive per diem payments for Box and Gondola General Service—Unequipped cars prescribed by the Commission in Ex Parte No. 252. Basic per diem payments for these cars are to be reported in Columns (c), (d), (g), and (h).
 NOTES: Mechanical designations for each car type are shown in Schedule 710.
 7. Thousand dollar reporting rule.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis			
		Private Line Cars (b)	Mileage (c)	Time		Private Line Cars (f)	Mileage (g)	Time	
				Basic (d)	Incentive (e)			Basic (h)	Incentive (i)
CAR TYPES:									
1	Box-Plain 40 Foot	\$	\$ 1 988	\$ 3 436	\$ 2	\$ 1	\$ 1 272	\$ 1 755	\$ 1
2	Box-plain 50 Foot and Longer		5 740	13 582	4	5 160	9 697	21 293	32
3	Box-Equipped		6 725	15 164	1	3	8 207	16 675	12
4	Gondola-Plain		1 988	3 646	11	13	3 584	5 852	28
5	Gondola-Equipped		106	380	XXX	7	773	2 108	XXX
6	Hopper-Covered		5 813	22 486	XXX	35 935	4 976	14 190	XXX
7	Hopper-Open Top-General Service		2 341	5 197	XXX	32	1 360	3 157	XXX
8	Hopper-Open Top-Special Service		52	279	XXX	23	23	84	XXX
9	Refrigerator-Mechanical		2 256	3 940	XXX	275	2 280	2 905	XXX
10	Refrigerator-Non-Mechanical		1 803	4 739	XXX	4 867	2 953	6 356	XXX
11	Flat TOFC/COFC		49	277	XXX	31 034	698	1 797	XXX
12	Flat Multi-Level				XXX	9 023	468	966	XXX
13	Flat-General Service		425	768	XXX	408	624	898	XXX
14	Flat-Other		1 049	3 665	XXX	10 104	2 061	4 945	XXX
15	Tank-Under 22,000 Gallons		3	15	XXX	18 220		8	XXX
16	Tank-22,000 Gallons and Over		6	39	XXX	11 986		17	XXX
17	All Other Freight Cars		58	256	XXX	2 961	457	957	XXX
18	Auto Racks			5 961	XXX	45		4 221	XXX
19	Total Freight Train Cars		30 402	83 830	18	130 097	39 433	88 184	73
OTHER FREIGHT CARRYING EQUIPMENT									
20	Refrigerated trailers			3	XXX	52		72	XXX
21	Other trailers			2 559	XXX	5 858		3 518	XXX
22	Refrigerated containers				XXX				XXX
23	Other containers				XXX	582			XXX
24	Total Trailers & containers			2 562	XXX	6 492		3 590	XXX
25	Grand Total (Lines 19, & 24)		30 402	86 392	18	136 589	39 433	91 774	73

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 66

SEE INSTRUCTIONS ON PAGE 68					
Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation		
			Owned (c)	Capitalized lease (d)	Adjustment net during year (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 10 431	\$ 1 039 *		
2	Diesel Locomotive - Road	160 567	13 279 *	2 846	
3	Other Locomotive - Yard				
4	Other Locomotive - Road				
5	TOTAL	170 998	14 318	2 846	
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	5 052	1 709	743	
7	Box-Plain 50 Foot and Longer	16 121	5 683	454	
8	Box-Equipped	10 707	3 660	274	
9	Gondola-Plain	12 151	2 601	83	
10	Gondola-Equipped	3 369	1 524	23	
11	Hopper-Covered	25 986	13 089	163	
12	Hopper-Open Top-General Service	6 136	5 923	444	
13	Hopper-Open Top-Special Service	3 248	747	104	
14	Refrigerator-Mechanical	7 459	2 535	281	
15	Refrigerator-Nonmechanical	3 609	1 553		
16	Flat TOFC/COFC	5 414	73		
17	Flat Multi-level				
18	Flat-General Service	1 323	558	108	
19	Flat-Other	5 053	2 024		
20	All Other Freight Cars	10 467	1 145		
21	Cabocses	2 526	1 043		
22	Auto Racks	1 684	652	1 104	
23	Miscellaneous Accessories		89	21	
24	TOTAL FREIGHT TRAIN CARS	120 305	44 608	3 802	
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers	4	43		
26	Other Trailers	1 843	4		
27	Refrigerated Containers				
28	Other Containers				
29	Bogies				
30	Chasis		22		
31	Other Highway Equipment (Freight)	27	4		
32	TOTAL HIGHWAY EQUIPMENT	1 874	73		
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line-Haul				
34	Local Marine				
35	TOTAL FLOATING EQUIPMENT				
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)	98			
37	Computer & Data Processing Equipment	2 029		1 022	
38	Machinery - Locomotives'	4 433	331	42	
39	Machinery - Freight Cars'	3 878	1 166	30	
40	Machinery - Other Equipment'	1 061	80		
41	Work & Other Non-revenue Equipment	19 325	4 777	42	
42	TOTAL OTHER EQUIPMENT	30 824	6 354	1 136	
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	324 001	65 353	7 784	

*The data to be reported on line 38, in column (b) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocable portion of line 216.

*The data to be reported on line 39, in column (b) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line 235.

*The data to be reported on line 40, in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306 reduced by the allocable portion of line 320.

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 66

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation		
			Owned (c)	Capitalized lease (d)	Adjustment net during year (e)
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 10 431	\$ 13 279	\$	\$
2	Diesel Locomotive - Road	160 567	1 039	2 846	
3	Other Locomotive - Yard				
4	Other Locomotive - Road				
5	TOTAL	170 998	14 318	2 846	
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	5 052	1 709	743	
7	Box-Plain 50 Foot and Longer	16 121	5 683	454	
8	Box-Equipped	10 707	3 660	274	
9	Gondola-Plain	12 151	2 601	83	
10	Gondola-Equipped	3 369	1 524	23	
11	Hopper-Covered	25 986	13 089	163	
12	Hopper-Open Top-General Service	6 136	5 923	444	
13	Hopper-Open Top-Special Service	3 248	747	104	
14	Refrigerator-Mechanical	7 459	2 535	281	
15	Refrigerator-Nonmechanical	3 609	1 553		
16	Flat TOFC/COFC	5 414	73		
17	Flat Multi-level				
18	Flat-General Service	1 323	558	108	
19	Flat-Other	5 053	2 024		
20	All Other Freight Cars	10 467	1 145		
21	Cabooses	2 526	1 043		
22	Auto Racks	1 684	652	1 104	
23	Miscellaneous Accessories		89	21	
24	TOTAL FREIGHT TRAIN CARS	120 305	44 608	3 802	
OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT					
25	Refrigerated Trailers	4	43		
26	Other Trailers	1 843	4		
27	Refrigerated Containers				
28	Other Containers				
29	Bogies				
30	Chasis		22		
31	Other Highway Equipment (Freight)	27	4		
32	TOTAL HIGHWAY EQUIPMENT	1 874	73		
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line-Haul				
34	Local Marine				
35	TOTAL FLOATING EQUIPMENT				
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)	93			
37	Computer & Data Processing Equipment	2 029		1 022	
38	Machinery - Locomotives ¹	4 433	331	42	
39	Machinery - Freight Cars ²	3 878	1 166	30	
40	Machinery - Other Equipment ³	1 061	80		
41	Work & Other Non-revenue Equipment	19 325	4 777	42	
42	TOTAL OTHER EQUIPMENT	30 824	6 354	1 136	
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	324 001	65 353	7 784	

¹The data to be reported on line 38, in column (b) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocable portion of line 216.²The data to be reported on line 39, in column (b) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line 235.³The data to be reported on line 40, in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306 reduced by the allocable portion of line 320.

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchases services, and general).
3. Report in column (b) net repairs, the detail for the items listed in column (a) from the freight expenses reported in Schedule 410 in column (f) lines 202, 203, 216, 221, 222, 235, 302 through 307 and 320. When it is necessary to apportion car repair expenses, the apportionment shall be made on the most equitable basis available to the carriers. The following list provides a basis for apportioning freight car repair expenses to car types: a. AAR Car Repair Billing (CRB) Standards; b. A carrier conducted study to determine car repair expenses by car types; and c. Other available standards valid for the respondent carrier. *Do not report* in this schedule equipment damaged expenses from Schedule 410, lines 204, 223 and 308, or; the damages billed to others which is contained in but does not form the bulk of the expense reported in Schedule 410, lines 216, 235 and 320. Column (b) repair expenses should balance to Schedule 410 column (f) expenses as follows (note any imbalance will be attributable to the exclusion from Schedule 415 of damages billed to these as contained in Schedule 410, lines 216, 235 and 320): (1) locomotives: line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216, (2) Freight Cars: line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235, (3) The Sum of Highway Equipment (line 32), Floating Equipment (line 35), Passenger and Other Revenue Equipment (line 36), Computer and Data Processing Equipment (line 37), Machinery-Other Equipment (line 40), and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307 plus 320. When using the line data referred to in this instruction it should be noted that lines 216, 235 and 320 of Schedule 410 are credit balances.
4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). The annual charge for each equipment account reported in column (c) of Schedule 335 will equal the combined aggregate totals of line item charges comprising the corresponding equipment account as reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415 and this reporting will relate to Schedules 340 and 342. Depreciation charges reported in columns (c) and (d) will balance to Schedule 410, column (f) as follows: (1) Locomotives: line 5 plus line 38 compared to Schedule 410, line 213; (2) Freight Cars: line 24 plus line 39 compared to Schedule 410, line 232; (3) The Sum of Highway Equipment (line 32); Floating Equipment (line 35); Passenger and Other Revenue Equipment (line 36); Computer and Data Processing Equipment (line 37); Machinery-Other Equipment (line 40); and Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, line 317.
5. Depreciation adjustment for prior over and/or underdepreciation of each equipment type shall be reported in column (e) as a debit or credit to the appropriate line item, the net adjustment shall equal the equipment amortization reported in column (c) of Schedule 335.
6. Retirement charges shall be made on the basis of the actual units retired from service during the reporting period where the service value has been determined, based on a ledger value of salvage and insurance recovered. Retirement charge reported in column (f) will not balance to Schedule 410 because they are included in, but do not totally comprise the "other" expenses in Schedule 410, lines 218, 237 and 322. Retirement charges for locomotives, line 5 plus 38 are in Schedule 410, line 218; retirement charges for freight cars, lines 24 plus 39 are in Schedule 410, line 237; retirement charges for all other equipment, lines 32, 35, 36, 37, 40 and 41 are in Schedule 410, line 322.
7. Lease/Rentals reported in column (g) should balance to column (f) of Schedule 410 as follows: (1) Locomotives: line 5 plus line 38 compared with Schedule 410, lines 207, 208, 211 and 212. (2) Freight Cars: line 24 plus line 39 compared with Schedule 410, lines 226 plus 227 (note that Schedule 410, lines 230 and 231 are reported in Schedule 414 and are *not* to be included in Schedule 415). (3) The Sum of Lease/Rentals for All Other Equipment, lines 32, 35, 36, 37, 40 and 41 will balance to Schedule 410, lines 311, 312, 315 and 316 except for the interchange rental on trailers on containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing lease/rentals-other equipment to Schedule 410. Do not report in Schedule 415 the trailer-container rentals reported in Schedule 414.
8. Depreciation base by types of equipment shall be reported in columns (g), (h) and (i) and should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and accounts Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-22-00, 35-23-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefor are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00. Property used but not owned should also be included when the rent therefor is included in accounts Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive. The grand total of each equipment account in column (c) of Schedule 332 should equal the combined aggregate totals of line items comprising the equipment depreciation bases of column (f).
9. Accumulated depreciation for each class of equipment shall be reported in columns (h), (j) and (k). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items comprising the corresponding equipment accounts reported in column (h), (j) and (k).

SEE INSTRUCTIONS ON PAGE 65

Retirements (f)	Lease and Rentals (Net) (g)	Depreciation Base as of 12/31		Accumulated Depreciation as of 12/31	
		Owned (h)	Capitalized lease (i)	Owned (j)	Capitalized lease (k)
		44 340		\$17,423 N/A 0	
(30)	52 920	338 360	48 625	229,011 N/A	14 158
(30)	52 920	382 700	48 625	246 434	14 158
(134)	829	55 068	5 291	N/A 13,927	N/A 3524
(2)	2 644	139 300	3 401	N/A 44,370	N/A 2630
(65)	1 756	128 403	3 262	N/A 37,687	N/A 12520
(2)	1 993	64 688	278	N/A 20,914	N/A 269
	553	52 612	227	N/A 13,807	N/A 223
	1 901	427 044	2 472	N/A 109,080	N/A 2044
(190)	1 006	147 565	5 761	N/A 49,200	N/A 4438
(552)	533	38 961	1 559	N/A 7,075	N/A 600
	1 224	72 054		N/A 23,301	N/A
	592	45 941		N/A 17,290	N/A
(21)	888	2 088		N/A 630	N/A
	276				
(7)	217	19 560	706	N/A 6,132	N/A 694
(9)	829	75 429		N/A 26,285	N/A
(98)	1 717	24 251	337	N/A 8,165	N/A 272
(2)	414	40 097		N/A 9,526	N/A
	2 363	8 895	11 234	N/A 1,678	N/A 4284
(26)		4 469		N/A 140	N/A
(1 117)	19 735	1 346 425	34 528	389 309	20 430
		N/A 473		N/A 321	
	4 830	N/A 39		N/A 27	
		N/A		N/A	
		N/A		N/A	
	134	N/A 239		N/A 162	
	9	N/A 41		N/A 28	
	4 973	792		538	
	68	528		(64)	
	13 875		3 954		2 133
	4))	
	4)	56 756)	21 247
	5))	
(30)	10 134	92 335	350	42 718	46
(30)	24 090	149 619	4 304	63 901	2 179
(1 177)	101 718	1 879 536	87 457	700 182	36 767

*The data to be reported on lines 38, 39, and 40 in columns (f), (g), and (h), is the investment recorded in property account 44 allocated to Locomotives, Freight Cars, and Other Equipment.

*The depreciation to be reported on lines 38, 39, and 40 in column (e) is calculated by multiplying the investment in each element by the effective composite rate for property account 44.

417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION

Instructions:

1. Report freight expenses only.
2. Report in lines 1, 2, 3, 4, and 10, the total of those natural expenses (salaries and wages; material, tools, supplies, fuels and lubricants; purchased services; and general) incurred in the operation of each type of specialized service facility. This schedule *does not* include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When it is necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410, Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers including storage expenses.

5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.

6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (F) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.

7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (net debits and credits). The expenses on line 4, column (h) relate to refrigerator cars only.

8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.

9. Dollars in Thousands.

Line No.	Items	TOFC/COFC Terminal	Floating Equipment	Coal Marine Terminal	Ore Marine Terminal	Other Marine Terminal	Motor Vehicle Load and Distribution	Protective Services Refrigerator Car	Other Special Services	Total Columns (b-i)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	Administration	\$ 894	\$	\$	\$ 4	\$	\$	\$	\$ 250	\$ 1 148
2	Pick up & delivery, marine line haul	10 571						N/A	412	10 983
3	Loading and unloading and local marine	9 796			5 395		1 899	N/A	1 268	18 358
4	Protective services							4 419		4 419
5	Freight lost or damaged-solely related	96						23		119
6	Fringe benefits	930			841			53	336	2 160
7	Casualty and insurance	53			290			(36)	812	1 119
8	Joint facility - Debit									
9	Joint facility - Credit									
10	Other	35			13			22	132	202
11	Total	22 375			6 543		1 899	4 481	3 210	38 508

Road Initials:

BNRR

Year 1981

REVISED (Columns h, j & k)

SEE INSTRUCTIONS ON PAGE 65

Retirements (f)	Lease and Rentals (Net) (g)	Depreciation Base as of 12/31		Accumulated Depreciation as of 12/31	
		Owned (h)	Capitalized lease (i)	Owned (j)	Capitalized lease (k)
		44 340		17 423 ✓	
(30)	52 920	338 360	48 625	229 011 ✓	14 158
(30)	52 920	382 700	48 625	246 434	14 158
(134)	829	55 068	5 291	13 927 ✓	3 524 ✓
(2)	2 644	139 300	3 401	44 370 ✓	2 830 ✓
(65)	1 756	128 403	3 262	37 687 ✓	1 252 ✓
(2)	1 993	64 688	278	20 914 ✓	269 ✓
	553	52 612	227	13 807 ✓	223 ✓
	1 901	427 044	2 472	109 082 ✓	2 044 ✓
(199)	1 006	147 565	5 761	49 300 ✓	4 438 ✓
(552)	533	38 961	1 559	7 075	600 ✓
	1 224	72 054		23 301	N/A
	592	45 941		17 290	N/A
(21)	888	2 088		630	N/A
	276				
(7)	217	19 560	706	6 132 ✓	694 ✓
(9)	829	75 429		26 285	N/A
(98)	1 717	24 251	337	8 165 ✓	272 ✓
(2)	414	40 097		9 526 ✓	N/A
	2 363	8 895	11 234	1 678 ✓	4 284 ✓
(26)		4 469		140	N/A
(1 117)	19 735	1 346 425	34 528	389 309	20 430
		473 ✓		321 ✓	
	4 830	39 ✓		27 ✓	
		N/A		N/A	
		N/A		N/A	
		N/A		N/A	
	134	239 ✓		162 ✓	
	9	41 ✓		28 ✓	
	4 973	792		538	
	68	528		(64)	
	13 875		3 954		2 133
	4))	
	4)	56 756)	21 247
	5))	
(30)	10 134	92 335	350	42 718	46
(30)	24 090	149 619	4 304	63 901	2 179
(1 177)	101 718	1 879 536	87 457	700 182	36 767

*The data to be reported on lines 38, 39, and 40 in columns (f), (g), and (h), is the investment recorded in property account 44 allocated to Locomotives, Freight Cars, and Other Equipment.

*The depreciation to be reported on lines 38, 39, and 40 in column (i) is calculated by multiplying the investment in each element by the effective composite rate for property account 44.

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

This schedule should be completed by carriers participating in the National Railroad Passenger Corporation (NRPC) agreement, as required by order of the Commission, January 30, 1973, No. 35344 (Sub-No. 3). Classify by accounts the amounts credited for remunerations for intercity passenger service performed by respondent on behalf of NRPC. All contra entries should be indicated in parenthesis. (Dollars in thousands.)

Line No.	Name of Account (a)	Amount (b)
	WAY AND STRUCTURES	\$
	Administration	
1	Track	
2	Bridge and Building	
3	Signal	
4	Communication	
5	Other	
	Repair and Maintenance	
6	Roadway - Running	162
7	Roadway - Switching	1
8	Tunnels and Subways - Running	3
9	Tunnels and Subways - Switching	
10	Bridges and Culverts - Running	66
11	Bridges and Culverts - Switching	
12	Ties - Running	185
13	Ties - Switching	8
14	Rail - Running	83
15	Rail - Switching	11
16	Other Track Material - Running	104
17	Other Track Material - Switching	25
18	Ballast - Running	38
19	Ballast - Switching	
20	Track laying and surfacing - Running	484
21	Track laying and surfacing - Switching	24
22	Road Property Damaged - Running	
23	Road Property Damaged - Switching	
24	Road Property Damaged - Other	
25	Signals and Interlockers - Running	
26	Signals and Interlockers - Switching	
27	Communications systems	8
28	Electric Power Systems	1
29	Highway Grade Crossings - Running	9
30	Highway Grade Crossings - Switching	
31	Station and Office Buildings	147
32	Shop Buildings - Locomotives	26
33	Shop Buildings - Other Equipment	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	Repair and Maintenance—Continued	\$
101	Locomotive Servicing Facilities	14
102	Miscellaneous Buildings and Structures	
109	Roadway Machines	102
110	Small Tools and Supplies	59
111	Snow Removal	56
112	Fringe Benefits - Running	144
113	Fringe Benefits - Switching	5
114	Fringe Benefits - Other	44
115	Casualties and Insurance - Running	1
116	Casualties and Insurance - Switching	
117	Casualties and Insurance - Other	
118	Lease Rentals - Debit - Running	
119	Lease Rentals - Debit - Switching	
120	Lease Rentals - Debit - Other	
121	Lease Rentals - (Credit) - Running	
122	Lease Rentals - (Credit) - Switching	
123	Lease Rentals - (Credit) - Other	
124	Joint Facility Rent - Debit - Running	
125	Joint Facility Rent - Debit - Switching	
126	Joint Facility Rent - Debit - Other	
127	Joint Facility Rent - (Credit) - Running	
128	Joint Facility Rent - (Credit) - Switching	
129	Joint Facility Rent - (Credit) - Other	
130	Other Rents - Debit - Running	
131	Other Rents - Debit - Switching	
132	Other Rents - Debit - Other	
133	Other Rents - (Credit) - Running	
134	Other Rents - (Credit) - Switching	
135	Other Rents - (Credit) - Other	
136	Depreciation - Running	
137	Depreciation - Switching	
138	Depreciation - Other	
139	Joint Facility - Debit - Running	
140	Joint Facility - Debit - Switching	
141	Joint Facility - Debit - Other	
142	Joint Facility - (Credit) - Running	
143	Joint Facility - (Credit) - Switching	
144	Joint Facility - (Credit) - Other	
145	Dismantling Retired Road Property - Running	
146	Dismantling Retired Road Property - Switching	
147	Dismantling Retired Road Property - Other	
148	Other - Running	
149	Other - Switching	2
150	Other - Other	32
151	Total WAY AND STRUCTURES	1 844

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	84
202	Repair and Maintenance	692
203	Machinery Repair	4
204	Equipment Damaged	
205	Fringe Benefits	78
206	Other Casualties and Insurance	
207	Lease Rentals - Debit	170
208	Lease Rentals - (Credit)	
209	Joint Facility Rent - Debit	
210	Joint Facility Rent - (Credit)	
211	Other Rents - Debit	
212	Other Rents - (Credit)	
213	Depreciation	31
214	Joint Facility - Debit	
215	Joint Facility - (Credit)	
216	Repairs Billed to Others - (Credit)	
217	Dismantling Retired Property	
218	Other	
219	Total Locomotives	1 059
	Other Equipment	
301	Administration	83
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment	3 221
305	Computers and Data Processing System	
306	Machinery	102
307	Work and Other Non-Revenue Equipment	20
308	Equipment Damaged	
309	Fringe Benefits	600
310	Other Casualties and Insurance	20
311	Lease Rentals - Debit	2
312	Lease Rentals - (Credit)	
313	Joint Facility Rent - Debit	
314	Joint Facility Rent - (Credit)	
315	Other Rents - Debit	
316	Other Rents - (Credit)	
317	Depreciation	
318	Joint Facility - Debit	
319	Joint Facility - (Credit)	
320	Repairs Billed to Others - (Credit)	
321	Dismantling Retired Property	
322	Other	3
323	Total Other Equipment	4 051
324	TOTAL EQUIPMENT	5 110

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
		451
401	Administration _____	
402	Engine Crews _____	4 519
403	Train Crews _____	4 464
404	Dispatching Trains _____	118
405	Operating Signals and Interlockers _____	
406	Operating Drawbridges _____	
407	Highway Crossing Protection _____	
408	Train Inspection and Lubrication _____	2 131
409	Locomotive Fuel _____	3 281
410	Electric Power Purchased or Produced for Motive Power _____	
411	Servicing Locomotives _____	831
412	Freight Lost or Damaged - Solely Related _____	
413	Clearing Wrecks _____	44
414	Fringe Benefits _____	2 800
415	Other Casualties and Insurance _____	68
416	Joint Facility - Debit _____	
417	Joint Facility - (Credit) _____	
418	Other _____	589
419	Total Train Operations _____	19 296
	Yard Operations	
420	Administration _____	
421	Switch Crews _____	571
422	Controlling Operations _____	
423	Yard and Terminal Clerical _____	155
424	Operating Switches, Signals, Retarders and Humps _____	93
425	Locomotive Fuel _____	76
426	Electric Power Purchased or Produced for Motive Power _____	
427	Servicing Locomotives _____	10
428	Freight Lost or Damaged - Solely Related _____	
429	Clearing Wrecks _____	2
430	Fringe Benefits _____	169
431	Other Casualties and Insurance _____	
432	Joint Facility - Debit _____	
433	Joint Facility - (Credit) _____	
434	Other _____	3
435	Total Yard Operations _____	1 079

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Concluded

Line No.	Name of Account (a)	Amount (b)
	Train and Yard Operations Common	\$
501	Cleaning Car Interiors _____	
504	Freight Lost or Damaged - all other _____	
505	Fringe Benefits _____	
506	Total Train and Yard Operations Common _____	
	Administrative Support Operations	
518	Administration _____	
519	Employees Performing Clerical and Accounting Functions _____	1 073
520	Communication Systems Operation _____	
521	Loss and Damage Claims Processing _____	
522	Fringe Benefits _____	174
523	Casualties and Insurance _____	
524	Joint Facility - Debit _____	
525	Joint Facility - (Credit) _____	
526	Other _____	
527	Total Administrative Support Operations _____	1 247
528	TOTAL TRANSPORTATION _____	21 622
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration _____	58
602	Accounting, Auditing and Finance _____	408
603	Management Services and Data Processing _____	
604	Marketing _____	
605	Sales _____	
607	Personnel and Labor Relations _____	
608	Legal and Secretarial _____	40
609	Public Relations and Advertising _____	
610	Research and Development _____	
611	Fringe Benefits _____	99
612	Casualties and Insurance _____	
613	Writedown of Uncollectible Accounts _____	
614	Property Taxes _____	
615	Other Taxes Except on Corporate Income or Payrolls _____	
616	Joint Facility - Debit _____	
617	Joint Facility - (Credit) _____	
618	Other _____	135
619	TOTAL GENERAL AND ADMINISTRATIVE _____	740
	TOTAL REMUNERATIONS _____	29 316

SUPPLEMENTAL SUMMARY TO SCHEDULE 419
ANNUAL REPORT FORM R-1

Summary of Incentives and Penalty Payment Adjustments
for the Year Ended December 31, 1981

<u>Performance Standard</u>	Amount Payment Adjustments <u>Incentives</u>	<u>1/</u> Penalties
1. Schedule Adherence	\$ 4 569	-
2. Recovered time/excessive delays-net	-	-
3. Car cleanliness	-	-
4. Locomotive operability-net	-	-
5. Car operability-net	-	-
6. Locomotive availability	-	-
7. Car availability	-	-
8. Other (Preventive Maintenance effective 9/1/76)	<u>240</u>	-
9. Totals (Sum of 1-8)	\$ 4 809	
10. Net amount, if any, credited to Account 110, Miscellaneous	\$ 4 809	

1/ Show actual amounts applicable to line Items 1-8, notwithstanding any resultant negative balance on a cumulative basis during the contract year, which precluded a required payment to Amtrak.

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430. MISCELLANEOUS RENT INCOME

1. This may be omitted if the total represents less than 10% of net income.

2. Give particulars of rents receivable accrued for use of all properties not otherwise specified under rents receivable*. This account is for rent income from property not operated by the respondent but the cost of which is properly included in cost of road and equipment. It should not

*See text of Account 510, "Miscellaneous rent income".

be confused with rents of buildings and other property in Account 110, which is for rent revenue from operated property in road and equipment the cost of operation of which cannot be separately stated.

3. Show amount of rent from three properties producing largest income, and any other property producing income exceeding 10% of net income.

4. Report dollars in thousands.

Line No.	Description of Property		Name of lessee (c)	Amount of Rent (d)
	Name (a)	Location (b)		
1	Platform and Office Space	Chicago, IL	Universal Carloading	\$ 250
2	Offices and Freight House	Chicago, IL	Western Terminals Co., Inc.	241
3	Parking lot site	Seattle, WA	U.S.A. Postal Service	60
4				
5	Other Items			30 144
6				
7				
8				
9				
10			Total	30 695

Road Initials:

ENRR

Year 19 81

440. MISCELLANEOUS RENTS (EXPENSE)

This schedule may be omitted if total miscellaneous rents is less than 10% of net income before extraordinary items.

Show the three largest items regardless of the dollar amount and all other items amounting to 10% or more of net income.

Give particulars of all properties the rents on which were charged

by the respondent during the year to Income under the heading "Miscellaneous rents," showing for each item the total charge therefor to Income. See Account 543.

(Dollars in thousands)

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)
	Name (a)	Location (b)		
1				\$
2	Total Account 543 is less than 10% of net income before extraordinary items			
3				
4				
5				
6				
7				
8				
9				
10			Total	

445. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

Give particulars of the several separately operated properties of companies having a corporate existence separate and distinct from that of the respondent, the profits or losses resulting from the operation of which are receivable or payable in whole or in part by the respondent, and for each such separately operated property state the amount of such profits or losses accrued to the respondent during the year. Show the three largest items regardless of the dollar

amount and all other items amounting to \$250,000 or more. Each item less than \$250,000 may be combined into a single entry designated "Other items, each less than \$250,000". No dividends or other returns on securities held by or for the respondent should be shown hereunder nor any interest on construction advances or other loans.

(Dollar in thousands)

Line No.	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCRUED TO RESPONDENT	
				Profit (d)	Loss (e)
1	Taconite Ore Dock	Superior, WI	Burlington Nor.	\$ 1 497	\$
2			Dock Corporation		
3					
4	Transportation Property	Bovill, ID -	Wash., Idaho and	* 41	
5		Palouse, WA	Montana Ry. Co.		
6					
7	Transportation Property	Kansas City, MO	Kansas City	(7)	
8			Terminal Ry. Co		
9					
10			Total	1 531	

* Wash., Idaho and Montana Ry. Co. was purchased March, 1981.

450. ANALYSIS OF FEDERAL INCOME TAXES

1. In column (a) are listed the particulars which most often cause a differential between taxable income and pretax accounting income. Other particulars which cause such a differential should be listed under the caption "Other", including State and other taxes deferred if computed separately. Minor items each less than \$100,000 may be combined in a single entry under "Other".

2. Indicate in column (b) the beginning of the year total of accounts 714, 744, 762 and 786 applicable to each particular item in column (a).

3. Indicate in column (c) the net change in accounts 714, 744, 762 and 786 for the net tax effect of timing differences originating and reversing in the current accounting period.

4. Indicate in column (d) any adjustments, as appropriate, including adjustments to eliminate or reinstate deferred tax effects (credits or debits) due to applying or recognizing a loss carry-forward or a loss carry-back.

5. The total of line 10 in columns (c) and (d) should agree with the total of the contra charges (credits) to account 557, "Provision for deferred taxes," and account 591, "Provision for deferred taxes—extraordinary items," for the current year.

6. Indicate in column (e) the cumulative total of columns (b), (c), and (d). The total of column (e) must agree with the total of accounts 714, 744, 762 and 786.

Dollars in thousands.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	\$ 288 844	\$ 35 258	\$	\$ 324 102
2	Accelerated amortization of facilities Sec. 168, I.R.C.	17 969			17 969
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.				
5	Other (Specify) <u>(See Page 78-A)</u>	(67 738)	189 860	(68 900)	53 222
6					
7					
8					
9	Investment tax credit*	(7 565)	(29 983)		(37 548)
10	TOTALS	231 510	195 135	(68 900)	357 745

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit

\$ 29 983

12. If deferral method for investment tax credit was elected:

(1) Indicate amount of credit utilized as a reduction of tax liability for current year

\$ N/A

(2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes

\$ N/A

(3) Balance of current year's credit used to reduce current year's tax accrual

\$ N/A

(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual

\$ N/A

(5) Total decrease in current year's tax accrual resulting from use of investment tax credits

\$ N/A

Schedule 450 (continued)
Analysis of Federal Income Taxes
(Dollars in Thousands)

Particulars (a)	Beg. of year balance (b)	Net Credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)
Other:				
Charges to provision for losses recorded in prior years relating to merger & discontinuance of passenger service - which are currently deductible	\$ (2 880)	\$ 15 927		\$ 13 047
Net provision for losses and writedowns of investments & other assets not deductible in current year	(4 596)	(489)		(5 085)
Revenues & gains taxable in other years	25 463	21 480		46 943
Accruals for casualties, claims and other expenses not deductible in current year	(72 603)	(39 514)		(112 117)
Interest during construction & other costs capitalized - deductible currently for tax purposes	11 117	2 748		13 865
Asset Depreciation Range expense adjustment, capitalized for tax purposes - net	(21 085)	3 600		(17 485)
Taxable sale & leaseback transactions, net of financial statement amortization	(2 189)	348		(1 841)
Taxable net gains on property retirements credited to accumulated depreciation	(3 594)	-		(3 594)
Deferred state income taxes net of Federal tax benefit	7 179	6 487		13 666
Amortization of railroad grading & tunnel bores - net	10 153	2 667		12 820
Sale of tax benefits	-	(8 100)		(8 100)
Depreciation of railroad track structure	-	192 068		192 068
Track salvage	-	(5 520)		(5 520)
Net operating loss carry forward			(59 128)	(59 128)
Miscellaneous	(14 703)	(1 842)		(16 545)
Amount of tax effect of Frisco purchase	-	-	(9 772)	(9 772)
Total Other	<u>\$(67 738)</u>	<u>\$189 860</u>	<u>\$(68 900)</u>	<u>\$53 222</u>

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451. RAILWAY TAX ACCRUALS

1. In Sections A and B show the particulars called for with respect to net accruals of taxes on railroad property, and U.S. Government taxes.

2. Dollars in thousands.

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	\$ 747	South Dakota	\$ 316	41
2	Alaska		Tennessee	1 223	42
3	Arizona	1	Texas	231	43
4	Arkansas	643	Utah		44
5	California	102	Vermont		45
6	Colorado	815	Virginia	1	46
7	Connecticut		Washington	9 638	47
8	Delaware	120	West Virginia		48
9	Florida	82	Wisconsin	2 165	49
10	Georgia	2	Wyoming	2 677	50
11	Hawaii		District of Columbia	3	51
12	Idaho	538			
13	Illinois	4 646	Other		
14	Indiana	2	Canada	1 901	52
15	Iowa	2 761	Mexico	662	53
16	Kansas	1 148	Puerto Rico		54
17	Kentucky	2			55
18	Louisiana	1	Total—Other than U.S. Government Taxes	67 222	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts	2	Kind of tax (a)	Amount (b)	
22	Michigan	2			
23	Minnesota	11 513		\$	
24	Mississippi	551	Income taxes:		
25	Missouri	4 615	Normal tax and surtax	(7 233)	57
26	Montana	9 615	Excess profits		58
27	Nebraska	5 315	Total—Income taxes	(7 233)	59
28	Nevada		Old-age retirement*	218 639	60
29	New Hampshire		Unemployment insurance	20 807	61
30	New Jersey	4	All other United States Taxes	33	62
31	New Mexico		Total—U.S. Government Taxes	232 246	63
32	New York	8	Grand Total—Railway Tax Accruals		
33	North Carolina			299 468	64
34	North Dakota	3 680			
35	Ohio	6			
36	Oklahoma	1 432	*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon	48	Hospital insurance	\$ 16 226	65
38	Pennsylvania	4	Supplemental annuities	17 079	66
39	Rhode Island				
40	South Carolina				

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR

Give a brief description for all items, regardless of amount, included during the year in accounts 555, "Unusual or infrequent items"; 560, "Income or loss from operations of discontinued segments"; 562, "Gain or loss on disposal of discontinued segments"; 570, "Extraordinary items"; 590, "Income taxes on extraordinary items"; 592, "Cumulative effect of changes in accounting principles"; 603, "Appropriations released"; 606, "Other credits to retained earnings"; 616, "Other debits to retained earnings"; 620, "Appropriations for sinking and other funds"; 621,

"Appropriations for other purposes". If appropriations released reflect appropriations provided during the year, each account should not be reported.

For accounts 519, "Miscellaneous income" and 551, "Miscellaneous income charges", if the total in either account exceeds 10% of net income before extraordinary items, describe the three largest items in each account and any other items in excess of 10% of net income.

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	603	Appropriations Released	\$	\$
2		Amount appropriated from income in 1980 for		
3		sinking fund requirements under GN General Mort-		
4		gage Bonds Series N, O, P, and Q as bonds there-		
5		tofore acquired from funds derived from income		
6		were used for the requirement, payable July 1,		
7		1981.		1 125
8				
9	606	Other Credits to Retained Earnings		
10		Net gain from retirement of preferred \$10 par		
11		stock for sinking fund requirement		333
12				
13	616	Other Debits to Retained Earnings		
14		Retire common stock tendered in exchange for		
15		certain stock options exercised.	473	
16				
17	620	Appropriations for Sinking and Other Funds		
18		Appropriation from 1981 income for sinking fund		
19		requirements payable July 1, 1982, GN General		
20		Mortgage Bonds Series N, O, and Q.	725	
21				
22	519	Miscellaneous Income		
23		Record sale for tax purposes of investment		
24		tax credits		33 838
25		Profit on land sales		13 182
26		Gain - early extinguishment of debt		5 913
27		Other items each less than 10% of net income		7 213
28		Total Account 519		60 146
29				
30	551	Miscellaneous Income Charges - less than 10%		
31		of net income	20 311	
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NOTES AND REMARKS

500. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities at the close of the year, in accordance with Instruction 5-6 in the Uniform System of Accounts for Railroad Companies, that are not reflected in the accounts of the respondent.

Disclose all items amounting to \$100,000, or more. If an actual monetary amount is not known and an estimate of the amount of any item involved is not feasible, disclosure should be made describing the contingency and explaining why an estimate is not determinable.

Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation,

assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property.

2. Information concerning the guaranties and suretyships are to be shown in other schedules provided for those items and not in this schedule.

3. In column (a) give a description of each item of contingent assets and liabilities under an inserted caption "CONTINGENT ASSETS" or "CONTINGENT LIABILITIES," as appropriate, and in column (b) show the amount of each item.

(Dollars in thousands)

Line No.	Item (a)	Amount (b)
1	Contingent Liabilities:	\$
2	At December 31, 1981, the Respondent was liable as guarantor,	
3	individually or jointly with others, of certain obligations of affil-	
4	iated companies amounting to	101 402
5		
6	At December 31, 1981, the Respondent was contingently liable as	
7	guarantor, together with other participating companies, of certain	
8	obligations of Trailer Train Company aggregating approximately	1 217
9		
10	At December 31, 1981, the Respondent was contingently liable as	
11	guarantor, of future lease rental obligations under a 15-year lease	
12	of 1,000 box cars by American Rail Box Car Company	36 512
13		
14	The Respondent carries a service interruption policy with the	
15	Imperial Insurance Company, Limited under which it will be entitled	
16	to indemnity for certain work-stoppage losses. In the event such	
17	losses are sustained by other railroads holding similar policies,	
18	the Respondent may be obligated to pay additional premiums.	
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501. GUARANTIES AND SURETYSHIPS

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or other association of any agreement or obligation, show the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. Items of less than \$50,000 may be shown as one total.
(Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Belt Ry. Co. of Chgo	F.D. 22140 Principal, Interest and	\$	
2	AT&SF CRI&P L&N	Sinking Fund on First Mtge 4-5/8%		
3	BNRR N&W	Sinking Fund Bonds, Series A, due		Joint &
4	C&EI CTW	8-15/1987	21 542	Several
5	C&O ICG Soo Line			
6				
7	BN Transport Inc.	Condl. Sale Agreement dated 7-27-77	11	Sole
8				
9	Chicago Union Sta Co	F.D. 22587 First Mortgage	21 000	Joint &
10	BNRR - CMSt P&P	Sinking Fund 4-5/8% bonds		Several
11		due June 1, 1988		
12				
13	Col. & South. Ry. Co	Eqmt. Trust of 1971 8% matures 8-1-86	2 025	Sole
14	Col. & South. Ry. Co	Eqmt. Trust of 1972 7% matures 4-1-87	4 308	Sole
15	Col. & South. Ry. Co	Eqmt. Trust of 1974 9% matures 11-1-89	8 160	Sole
16	Col. & South. Ry. Co	Future Eqmt. Lease Pmts. aggregating	2 340	Sole
17	Ft Worth & Denv RyCo	Condl. Sale Agreement dated 5-1-75		
18		11% matures 11-1-89	2 774	Sole
19				
20	Illinois Term.RR. Co	F.D. 22292 Principal, Interest and		
21	B&O CRI&P N&W	Sinking Fund on First Mtge. 4-5/8%		
22	BN RR Conrail	Sinking Fund Bonds, Series A, due	5 303	Joint &
23	C&EI C&NW ICG	12-1-1987		Several
24				
25	Illinois Term.RR. Co	Agreement dated Oct. 14, 1958		
26	B&O CRI&P N&W	Respondent is guarantor of prorata		
27	BN RR Conrail	share of basic rent payments of McKinley		
28	C&EI C&NW ICG	Toll Bridge, Venice, IL; 18.18% of		Joint &
29		\$250,000, or \$45,455	250	Several
30				
31	K.C. Term. Ry. Co.	F.D. 27855 Principal and Interest on		
32	AT&SF ICG N&W	Guaranteed Senior note dated		
33	BN RR KCS	March 20, 1975		
34	C&NW MKT UP			Joint &
35	CMSt P&P MP	10 1/4% due Dec. 15, 1984	8 250	Several
36		Guarantors shall in no event be		
37		obligated to pay more than 25% of		
38		guaranteed amounts.		
39				
40	Term. RR Assn. of St. Louis			
41	B&O ICG PB&W	F.D. 14554 Sinking Fund and		
42	BN RR L&N	Interest on Refdg. & Impr. Mtge.		
43	C&EI MKT StLSW	Bonds, Series C, due 7-1-2019	973	Several
44	CRI&P MP SOU	F.D. 15070 Principal, Interest and		
45	CCC&StL N&W	Sinking Fund on Refdg. & Impr. Mtge		
46		2-7/8% Bonds, Series D, due 10-1-1985	24 157	Joint &
47				Several
48	Term. RR Assn. of St. Louis			
49	B&O ICG	Credit agreement dated February 13,		
50	BN RR L&N StLSW	1973 - Respondent severally		
51	C&EI MKT SOU	guaranties loans. At December 31,		
52	CRI&P MP N&W	1981, its proportion was 21.50% of		
53		\$1,436,400	309	Several
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501. GUARANTIES AND SURETYSHIPS

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or other association of any agreement or obligation, show the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue. Items of less than \$50,000 may be shown as one total.
(Dollars in thousands)

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Trailer Train Company	Principal & Interest on various	\$	
2	Prin. Proprietary Co's	Equipment Obligations		
3	Subject to Change		1 217	Joint &
4				Several
5	American Railbox	BNRR is guarantor of future		
6	Car Company	lease rental payments aggregating	36 512	Sole
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, nor does it include ordinary surety bonds or undertakings on appeals in court proceedings.

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
1			\$	
2				
3				
4		None		
5				
6				
7				
8				
9				

RC-130500

BURLINGTON NORTHERN

1981

3/5

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

Using the following notes as a guideline, show the requirements compensating balances and short-term borrowing arrangements. Footnote disclosure is required even though the arrangement is not reduced to writing. (Dollars in thousands)

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.

2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.

3. Compensating balance arrangements need only be disclosed for the latest fiscal year.

4. Compensating balances included in account 703, Special deposits, and in account 717, Other funds, should also be separately disclosed below.

5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).

6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

None

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510. DEBTHOLDINGS

Give particulars of the various issues of securities of the respondent and disclose the name and address of the creditor, the character (nature) of the debt, nature of the security, if any, the date of origin, the date of maturity, the total amount of the debt, the rate of interest, and the total amount of interest to be paid. Include a copy of any and all restrictive covenants attached to the indebtedness. Where such indebtedness is widely held, such as bonds and debentures, provide the name of the trustee in place of the creditor.

Accounts to be considered in completing this schedule are:

- 765, Funded Debt Unmatured
- 766, Equipment Obligations
- 767, Receivers' and Trustees' Securities
- 768, Debt in Default
- 769, Accounts Payable; Affiliated Companies

In column (a) show the symbol and name, and account number of each bond or other obligation according to the following designations in the numerical order given, and give a total for each such numerical alphabetical and each numerical group and for each account:

(1) MORTGAGE BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(2) COLLATERAL TRUST BONDS:

- (a) With fixed interest.
- (b) With contingent interest.

(3) UNSECURED BONDS (Debentures):

- (a) With fixed interest.
- (b) With contingent interest.

(4) EQUIPMENT OBLIGATIONS:

- (a) Equipment securities (Corporation).
- (b) Equipment securities (Receivers' and Trustee').
- (c) Conditional or deferred payment contracts.

(5) MISCELLANEOUS OBLIGATIONS

(6) RECEIVERS' AND TRUSTEE' SECURITIES (Other than equipment obligations).

(7) SHORT-TERM NOTES IN DEFAULT.

Indicate in the description or by footnote the property pledge for each issue, stating assets covered by first lien and by junior lien.

If an issue is a serial issue, state amounts due annually. If amounts are not due regularly, give full particulars.

If an issue is an income bond, the interest rate shown should be the maximum rate specified by the indenture. State in the description or by footnote the amount of interest that is contingent, the percent paid for the current year, and the aggregate percent of contingent interest unpaid at the beginning and end of the year.

If any issue is in default, indicate the date of the first default, payments of interest made during the current year, and total amount of interest in default at beginning and end of the year.

If any issue contains a conversion feature, call feature, or is subject to a sinking fund provision prior to maturity, describe particulars in footnotes. Dollars in thousands.

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510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	Account 764 & 765 Funded Debt Unmatured				
2.	1(a) Mortgage Bonds:				
3.	Consolidated Mortgage				
4.	Series A	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 58 500		
5.	Series C	Morgan Guaranty Trust Co. of N.Y.-New York, NY	60 000		50 496
6.	Series D	Morgan Guaranty Trust Co. of N.Y.-New York, NY	60 000		53 993
7.	Series E	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 100 000		
8.	Series F	Morgan Guaranty Trust Co. of N.Y.-New York, NY	50 000		50 000
9.	Series G	Morgan Guaranty Trust Co. of N.Y.-New York, NY	125 000		125 000
10.	CBQ First & Refunding Mortgage				
11.	Series 1990	Morgan Guaranty Trust Co. of N.Y.-New York, NY	25 000		15 366
12.	Series 2010	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 70 000		
13.	GN General Mortgage				
14.	Series N	Morgan Guaranty Trust Co. of N.Y.-New York, NY	37 500		37 500
15.	Series O	Morgan Guaranty Trust Co. of N.Y.-New York, NY	37 500		37 500
16.	Series P	Morgan Guaranty Trust Co. of N.Y.-New York, NY	40 000	40 000	
17.	Series Q	Morgan Guaranty Trust Co. of N.Y.-New York, NY	35 000		35 000
18.	Series S	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 60 000		
19.	Series T	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 60 000		
20.	Series U	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 60 000		
21.	Series V	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 40 000		
22.	Series W	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 50 000		
23.	Series X	Morgan Guaranty Trust Co. of N.Y.-New York, NY	(P) 80 135		
24.	NP Prior Lien	Morgan Guaranty Trust Co. of N.Y.-New York, NY	121 650		79 623
25.	NP General Lien	Morgan Guaranty Trust Co. of N.Y.-New York, NY	60 000		52 732
26.					
27.					
28.					
29.					
30.					
31.					
32.					
33.					
34.					
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36.					
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47.					
48.					
49.					
50.		Continued on Page 88-A			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST		AT YEAR END		
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
3-02-70	10-01-84	4				
5-01-71	5-01-96	8-1/2	4 357	4 388		
1-15-74	1-15-99	8.60	4 788	4 966		
7-01-75	7-01-2000	9-1/4				
6-15-78	6-15-98	9-1/4	4 625	4 625		
8-01-80	8-01-2005	12-7/8	16 094	16 094	288	
2-01-50	2-01-90	3	466	469		
3-02-70	8-01-2010	4				
7-01-45	1-01-90	3-1/8	1 172	1 172		
7-01-45	1-01-2000	3-1/8	1 172	1 172		
1-01-46	1-01-82	2-3/4	1 100	1 100		
1-01-46	1-01-2010	2-5/8	919	919		
7-01-70	1-01-2010	9-1/2				
1-01-71	1-01-2010	8-1/2				
1-01-74	1-01-2010	8.60				
7-01-75	1-01-2010	9-1/4				
1-01-78	1-01-2010	9-1/4				
7-01-80	1-01-2010	12-7/8				
1-01-1897	1-01-97	4	3 235	3 239		
1-01-1897	1-01-2047	3	1 582	1 582		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	SLSF First Mtg. Series A				
2.		Mercantile Trust Co.	73 385		48 505
3.	Total 1(a)		1 303 670	40 000	585 715
4.	2(a) Collateral Trust Bonds				
5.	NP Collateral Trust	Morgan Guaranty Trust			
6.		Co. of N.Y.-New York, NY	52 000		4 486
7.	Total 2(a)		52 000		4 486
8.	3(a) Unsecured Bonds (Debentures):				
9.	SLSF Income Debentures Series A				
10.		Chase Manhattan N.Y., NY	33 129		25 831
11.	Total 3(a)		33 129		25 831
12.	5 Miscellaneous Obligations				
13.	FNB & T Co.	Lincoln, Nebraska			
14.		68501	1 000	45	660
15.	Ramsey County	St. Paul, Minnesota			
16.		55101	44		
17.	Connecticut Bk. & Trust	Hartford, Connecticut			
18.		06115	2 330	194	1 165
19.	Lakeview Trust & Savings Bank				
20.		Chicago, IL 60657	3,673	437	1 093
21.	Lakeview Trust & Savings Bank				
22.		Chicago, IL 60657	1 475	99	934
23.	South Adams County Water & Sanitation District				
24.		Commerce City, CO 80022	390	80	
25.	St. Paul Progress Corp.	St. Paul, Minnesota			
26.		55101	150		
27.	Paul & Betty McCall	Seattle, Washington			
28.		98104	112	22	45
29.	Xerox Corp.	Minneapolis, Minnesota			
30.		55485	52	16	8
31.	SLSF Boatmens Nat'l Bank & Trust				
32.		St. Louis, MO	6 000	150	4 500
33.	SLSF First National Bank of Kansas City				
34.		Kansas City, MO	3 500	700	175
35.	SLSF First National Bank of St. Louis				
36.		St. Louis, MO	7 500	1 209	4 828
37.	SLSF Loan Agreement - Barclays Bank Int'l Ltd.				
38.		Chicago Branch	20 000		20 000
39.	City of Pasco	Pasco,			
40.		Washington	107		
41.	City of Richland	650 Central Bldg.			
42.		Seattle, WA 98104	10		
43.	Chemical Bank	P. O. Box 25302			
44.		New York, NY 10087	141		
45.	I.B.M.	P. O. Box 2041,			
46.		Seattle, WA 98111	8		
47.	I.F.G. Leasing Co.	P. O. Box 1455			
48.		Bellevue, WA 98009	14		
49.					
50.		Continued on 88-C			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
1-01-47	1-01-97	4	1 985	2 013	15 140	
			41 495	41 739	15 428	
10-01-54	10-01-84	4	360	277		
			360	277		
1-01-56	1-01-2006	5	1 306	1 302	8 378	
			1 306	1 302	8 378	
7-01-71	6-30-92	7-1/10	53	53		
5-28-71	5-28-81	4				
4-01-76	7-15-88	Various	112	135		
6-01-76	1-01-85	Various	139	158		
4-01-77	1-15-92	8-1/4	91	91		
10-01-77	10-01-82	Various	6	7		
8-25-78	12-31-81	9	14	20		
10-26-79	1-01-84	9-3/4	7			
12-01-79	6-01-83	8-1/2	3	3		
6-01-68	8-01-92	6-3/4	324	324	829	
2-04-77	4-30-83	Various	258	251		
3-15-78	10-01-86	Various	1 208	1 266		
8-13-80	9-01-83	13	2 635	2 636		
4-17-80	2-28-90	Various	14	10		
4-18-75	4-18-85	Various	1	1		
8-01-81	12-01-86	Various	9	9		
1-01-78	1-01-82	Various				
7-20-81	7-20-86	Various	1	1		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	City of Boardman	206 Main St., Boardman,			
2.		Oregon 97818	24		
3.	Seattle-1st Starkovich	Cle Elum, WA			
4.		98922	30		
5.	McCauley-Caine	1st Nat'l Bank Helena			
6.		Helena, MT 59601	23		
7.	McCormick	1st Nat'l Bank Missoula			
8.		Missoula, MT 59806	124		
9.	Wraith-Lee	P. O. Box 267,			
10.		French Town, MT 59834	65		
11.	Gamma-Frank	1st Nat'l Bank Kalispell			
12.		Kalispell, MT 59901	125		
13.	City of Leavenworth	Treasurer-Leavenworth,			
14.		WA 98826	2		
15.	I. R. Ririe	Seattle,			
16.		Washington	447		
17.	Total 5 Miscellaneous Obligations		47 346	2 952	33 408
18.					
19.	Total 764 - 765 Funded Debt Unmatured		1 436 145	42 952	649 440
20.	Accounts 764 & 766 Equipment Obligations				
21.	4(a) Equipment Security (Corporation):				
22.	B.N. Equipment Trust Certificates				
23.	1970	Chase Manhattan Bank			
24.		New York, NY	20 000	1 333	3 420
25.	1970 - 2nd Series	Continental Illinois			
26.		Natl. Bk. Chicago, IL	9 900	660	1 980
27.	1971	Citibank			
28.		New York, NY	8 610	574	2 296
29.	1971 - 2nd Series	Morgan Guaranty Trust			
30.		Co. of N.Y.-New York, NY	7 125	475	1 900
31.	1971 - 3rd Series	Citibank			
32.		New York, NY	50 000	3 400	13 539
33.	1972	Morgan Guaranty Trust			
34.		Co. of N.Y.-New York, NY	6 900	460	2 300
35.	1972 - 2nd Series	First Trust of St. Paul			
36.		St. Paul, MN	12 750	850	4 250
37.	1973	Morgan Guaranty Trust			
38.		Co. of N.Y.-New York, NY	13 500	900	5 400
39.	1973 - 2nd Series	Citibank			
40.		New York, NY	14 250	950	5 700
41.	1973 - 3rd Series	First Trust of St. Paul			
42.		St. Paul, MN	13 500	900	5 400
43.	1974	Morgan Guaranty Trust			
44.		Co. of N.Y.-New York, NY	11 700	780	5 460
45.	1974 - 2nd Series	Citibank			
46.		New York, NY	14 700	980	6 860
47.	1974 - 3rd Series	First Trust of St. Paul			
48.		St. Paul, MN	15 600	1 040	8 320
49.					
50.		Continued on 88-E			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
10-21-77	2-15-88	Various	7	4		
3-15-77	3-15-82	Various	1	2		
1-15-79	1-15-81	Various				
12-31-79	1-10-83	Various	5	8		
10-19-79	10-19-84	Various	4	5		
10-16-79	1-10-82	Various	4	8		
8-12-78	8-12-99	Various				
6-27-80	7-15-91	Various	26	15		
			4 922	5 007	829	
			48 083	48 325	24 635	
8-01-70	8-01-85	Various	470	473		
12-15-70	12-15-85	8-1/2	278	280		
3-01-71	3-01-86	7-1/4	215	229		
6-01-71	6-01-86	7-3/4	199	202		
12-01-71	12-01-86	Various	1 380	1 352		
6-01-72	6-01-87	7-1/4	214	217		
12-14-72	12-14-87	7	414	416		
4-01-73	4-01-88	7-1/4	473	489		
6-01-73	6-01-88	7-1/4	499	516		
9-01-73	9-01-88	8-1/8	561	585		
4-15-74	4-15-89	8-1/2	550	564		
9-01-74	9-01-89	9-3/4	828	860		
1-01-75	1-01-90	8-7/8	831	877		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	1975	Morgan Guaranty Trust			
2.		Co. of N.Y.-New York, NY	15 000	1 000	8 000
3.	1975 - 2nd Series	Citibank			
4.		New York, NY	15 000	1 000	8 000
5.	1975 - 3rd Series	First Trust of St. Paul			
6.		St. Paul, MN	15 000	1 000	8 000
7.	1976	Morgan Guaranty Trust			
8.		Co. of N.Y.-New York, NY	15 000	1 000	9 000
9.	1976 - 2nd Series	Citibank			
10.		New York, NY	7 500	500	4 500
11.	1976 - 3rd Series	First Trust of St. Paul			
12.		St. Paul, MN	12 750	850	7 650
13.	1976 - 4th Series	Morgan Guaranty Trust			
14.		Co. of N.Y.-New York, NY	30 000	2 000	18 000
15.	1977	First Trust of St. Paul			
16.		St. Paul, MN	8 010	534	5 340
17.	1977 - 2nd Series	First Trust of St. Paul			
18.		St. Paul, MN	17 760	1 184	11 840
19.	1978	First Trust of St. Paul			
20.		St. Paul, MN	13 350	890	9 790
21.	1978 - 2nd Series	First Trust of St. Paul			
22.		St. Paul, MN	14 625	975	10 725
23.	1979	First Trust of St. Paul			
24.		St. Paul, MN	23 550	1 570	18 840
25.	1980	First Trust of St. Paul			
26.		St. Paul, MN	42 600	2 840	36 920
27.	1981	First Trust of St. Paul			
28.		St. Paul, MN	52 500	3 500	49 000
29.	CB&Q Equipment Trust Certificates:				
30.	1966	Citibank			
31.		New York, NY	8 250		
32.	1966 - 2nd Series	Morgan Guaranty Trust			
33.		Co. of N.Y.-New York, NY	6 900		
34.	1967	Northern Trust Company			
35.		Chicago, IL	7 950	265	
36.	1967 - 2nd Series	Citibank			
37.		New York, NY	6 000	200	
38.	G.N. Equipment Trust Certificates				
39.	1966	Citibank			
40.		New York, NY	2 145		
41.	1966 - 2nd Series	Citibank			
42.		New York, NY	9 000		
43.	1967	Citibank			
44.		New York, NY	8 490	566	
45.	1967 - 2nd Series	Citibank			
46.		New York, NY	5 550	370	
47.	1967 - 3rd Series	Citibank			
48.		New York, NY	4 695	313	
49.					
50.		Continued on 88-G			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
2-01-75	2-01-90	8-1/4	749	784		
6-01-75	6-01-90	8-1/2	800	808		
7-01-75	7-01-90	8-3/4	831	875		
1-15-76	1-15-91	8-1/2	854	895		
5-13-76	5-13-91	8	415	420		
8-01-76	8-01-91	8-1/4	742	771		
12-01-76	12-01-96	Various	1 692	1 705		
4-01-77	4-01-92	7-3/4	466	476		
11-01-77	11-01-92	8	1 121	1 137		
5-01-78	5-01-93	8-5/8	947	960		
12-01-78	12-01-93	9-1/4	1 165	1 172		
8-01-79	8-01-94	9-1/4	2 033	2 033		
2-01-80	2-01-95	Various	4 518	4 660		
1-01-81	1-01-96	Various	6 359	3 724		
3-01-66	3-15-81	4-7/8	3	7		
10-15-66	10-15-81	5-3/4	14	20		
1-01-67	1-01-82	5-5/8	22	37		
4-01-67	4-01-82	5-1/4	21	26		
1-01-66	1-01-81	4-5/8		3		
4-01-66	4-01-81	5-1/4	8	16		
3-01-67	3-01-82	5	33	42		
7-01-67	7-01-82	5-1/2	31	41		
8-01-67	8-01-82	5-7/8	29	37		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	1968	Citibank			
2.		New York, NY	4 695	313	313
3.	1968 - 2nd Series	Citibank			
4.		New York, NY	2 130	142	142
5.	1968 - 3rd Series	Citibank			
6.		New York, NY	3 375	225	225
7.	1969	Citibank			
8.		New York, NY	8 355	557	1 114
9.	1970	Citibank			
10.		New York, NY	7 320	488	1 464
11.	N.P. Equipment Trust Certificates				
12.	1966	Citibank			
13.		New York, NY	7 020		
14.	1966 - 2nd Series	First Trust of St. Paul			
15.		St. Paul, MN	6 690		
16.	1966 - 3rd Series	Morgan Guaranty Trust			
17.		Co. of N.Y.-New York, NY	7 350		
18.	1968	First Trust of St. Paul			
19.		St. Paul, MN	2 610	174	174
20.	1968 - 2nd Series	First Trust of St. Paul			
21.		St. Paul, MN	1 650	110	110
22.	1969	First Trust of St. Paul			
23.		St. Paul, MN	5 640	376	752
24.	Total Equipment Obligations 4(a)		596 995	36 244	276 724
25.					
26.	4(c) Cond. or Deferred Payments Contract:				
27.	B.N. R.R.				
28.	Chase Manhattan Bank, NA	New York,			
29.		NY	16 500	1 100	5 500
30.	Northern Trust Company	Chicago,			
31.		IL	3 134	261	736
32.	American National Bank & Trust Co.				
33.		St. Paul, MN	998	100	100
34.	Mercantile Safe Deposit & Trust Co.				
35.		Baltimore, MD	6 002	400	3 601
36.	Harris Trust & Savings Bank				
37.		Chicago, IL	266	27	133
38.	Mercantile Safe Deposit & Trust Co.				
39.		Baltimore, MD	29 905	1 994	21 930
40.	Citibank	New York, NY			
41.		10015	66 547		66 547
42.	Mercantile-Safe Deposit & Trust Co.				
43.		Baltimore, MD	22 200	1 480	17 760
44.	Chase Manhattan Bank, NA	New York,			
45.		NY	74 863		74 863
46.	Monumental Life Ins. Co. and Volunteer				
47.	State Life Ins. Co.	Baltimore, MD	2 331	72	2 241
48.					
49.					
50.		Continued on 88-I			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
3-01-68	3-01-83	6	41	47		
10-01-68	10-01-83	6	23	25		
12-01-68	12-01-83	6-1/2	43	44		
9-01-69	9-01-84	7-1/2	153	167		
2-01-70	2-01-85	8-1/2	169	187		
3-03-66	3-03-81	5	4	12		
6-23-66	6-23-81	5-1/4	11	12		
10-06-66	10-06-81	5-3/4	22	28		
5-09-68	5-09-83	6-1/4	26	27		
10-17-68	10-17-83	6	18	20		
4-24-69	4-24-84	7-1/8	89	94		
			30 364	28 370		
4-01-70	10-01-87	9-5/8	715	741		
9-20-73	10-01-85	Various	233	244		
10-15-73	1-01-84	Various	47	51		
8-15-76	10-07-91	Various	364	373		
12-02-77	6-01-84	8	14	14		
2-01-78	2-01-93	8-3/4	2 206	2 268		
1-01-79	1-01-88	Various	6 987	6 978		
12-01-79	12-01-94	11-1/2	2 354	2 383		
10-01-79	10-01-88	Various	14 130	14 034		
1-02-81	10-01-96	9.83	114	57		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	C.B.&Q.				
2.	Morgan Guaranty Trust Co. of NY				
3.		New York, NY	12 000		
4.	Morgan Guaranty Trust Co. of NY				
5.		New York, NY	6 099	407	
6.	Morgan Guaranty Trust Co. of NY				
7.		New York, NY	5 384	359	
8.	Citibank	New York,			
9.		NY	3 120	208	
10.	Citibank	New York,			
11.		NY	15 097	1 006	446
12.	G.N.				
13.	First Trust Co. of St. Paul				
14.		St. Paul, MN	2 318	154	154
15.	N.P.				
16.	Morgan Guaranty Trust Co. of NY				
17.		New York, NY	8 925	298	
18.	Morgan Guaranty Trust Co. of NY				
19.		New York, NY	4 110	274	
20.	First Penn Bank & Trust Co.				
21.		Philadelphia, PA	9 700	879	463
22.	1st National Bank of Chicago				
23.		Chicago, IL	6 150	379	379
24.	First Trust Co. of St. Paul				
25.		St. Paul, MN	1 700	113	231
26.	SP&S				
27.	Wells Fargo Bank of Sacramento				
28.		San Francisco, CA	9 705	647	1 716
29.	SLSF				
30.	Boatmen's National Bank of St. Louis				
31.		St. Louis, MO	12 009		
32.	Boatmen's National Bank of St. Louis				
33.		St. Louis, MO	4 049	17	
34.	Boatmen's National Bank of St. Louis				
35.		St. Louis, MO	3 530	235	
36.	Boatmen's National Bank of St. Louis				
37.		St. Louis, MO	8 290	553	
38.	Boatmen's National Bank of St. Louis				
39.		St. Louis, MO	14 138	936	936
40.	Boatmen's National Bank of St. Louis				
41.		St. Louis, MO	9 990	666	666
42.	Boatmen's National Bank of St. Louis				
43.		St. Louis, MO	3 750	250	500
44.	Boatmen's National Bank of St. Louis				
45.		St. Louis, MO	5 651	377	1 130
46.	Boatmen's National Bank of St. Louis				
47.		St. Louis, MO	5 670	378	1 134
48.	Boatmen's National Bank of St. Louis				
49.		St. Louis, MO	4 319	288	864
50.		Continued on Page 88-K			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
4-01-66	4-01-81	5-1/2	4	9		
7-01-67	7-01-82	5-3/4 & 6	37	49		
11-01-67	11-01-82	5-3/4 & 6-1/2	43	47		
8-01-67	8-01-82	5-3/4 & 6-3/8	18	23		
1-15-68	1-15-83	Various	123	154		
6-01-68	6-01-83	7	26	27		
3-01-67	3-01-82	5-1/2	30	41		
5-01-67	5-01-82	5-1/2	23	30		
9-01-67	9-01-82	6-1/2	140	144		
1-03-68	2-01-83	6-5/8	53	63		
11-01-69	11-01-84	9	39	41		
2-10-70	2-01-85	9-5/8	238	259		
1-15-66	1-15-81	5-1/4	1	10		
1-15-67	3-01-82	6-1/4	16	21	1	
3-01-67	3-01-82	5-3/4	12	17	1	
5-15-67	7-01-82	6-1/4	52	69	7	
1-01-68	1-01-83	6-3/4	126	158	21	
11-15-68	12-15-83	7-1/4	145	145	39	
8-15-69	8-15-84	8-1/4	78	83	18	
12-01-69	7-15-85	9-3/8	143	159	23	
1-25-70	2-01-85	9-1/2	147	162	21	
7-01-70	7-01-85	9-3/4	126	140	18	

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	Northwestern Bank				
2.		St. Louis, MO	6 000	500	
3.	Boatmen's National Bank of St. Louis				
4.		St. Louis, MO	8 899	593	2 373
5.	Manufacturers Bank & Trust Co.				
6.		St. Louis, MO	3 186	265	266
7.	Boatmen's National Bank of St. Louis				
8.		St. Louis, MO	10 816	721	2 884
9.	Mercantile Trust Co.				
10.		St. Louis, MO	6 087	507	1 014
11.	Boatmen's National Bank of St. Louis				
12.		St. Louis, MO	8 283	552	3 313
13.	Boatmen's National Bank of St. Louis				
14.		St. Louis, MO	12 551	837	5 857
15.	Boatmen's National Bank of St. Louis				
16.		St. Louis, MO	13 191	879	7 036
17.	Boatmen's National Bank of St. Louis				
18.		St. Louis, MO	3 458	231	2 075
19.	Boatmen's National Bank of St. Louis				
20.		St. Louis, MO	6 092	406	3 655
21.	Mercantile Trust Co.				
22.		St. Louis, MO	5 878	392	3 527
23.	Boatmen's National Bank of St. Louis				
24.		St. Louis, MO	12 882	859	8 158
25.	Metropolitan Life Ins. Co. of New York				
26.		New York, NY	42 811	2 845	28 448
27.	Mercantile Trust Co.				
28.		St. Louis, MO	11 576	772	8 489
29.	Boatmen's National Bank of St. Louis				
30.		St. Louis, MO	5 666	378	4 344
31.	Manufacturers Bank & Trust Co.				
32.		St. Louis, MO	10 756	717	9 322
33.	Manufacturers Bank & Trust Co.				
34.		St. Louis, MO	13 410	877	11 404
35.	Total Conditional or Deferred				
36.	Payment Contracts 4(c)		559 992	26 189	304 195
37.					
38.	Total Equipment Obligations 4(a) and				
39.	Conditional or Deferred Payments				
40.	Contracts 4(c)		1 156 987	62 433	580 919
41.	Total Bonds, Misc. Obligations, Equip. Obligations				
42.	& Conditional or Deferred Payment Contracts		2 593 132	105 385	1 230 359
43.	(5) Misc. Obligations (Capitalized Leases)				
44.	#5064 200 Box Cars	Chicago Freight Car Co.			
45.		Park Ridge, IL	2 664	388	312
46.	19128 10 Hopper Cars	North American Car Corp.			
47.		Chicago, IL	337	30	66
48.	1007-1 388 Frt. Cars	United States Lsg. Int'l.			
49.		San Francisco, CA	1 464	0	0
50.		Continued on Page 88-M			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
11-16-70	11-15-82	7-3/4	77	78	8	
3-01-77	7-01-86	7-3/4	253	276	120	
11-15-71	5-15-83	Various	127	129		
10-01-71	10-01-86	8-1/4	342	357	137	
3-01-72	3-01-84	Various	302	324		
12-01-72	3-01-88	7.60	302	316	196	
4-01-74	5-01-89	8.63	603	615	291	
1-01-75	4-01-90	10	813	835	190	
9-01-75	4-01-91	10-1/4	242	248	50	
1-15-76	4-01-91	9-7/8	411	421	115	
6-01-76	11-01-91	9	384	396	190	
11-15-76	3-01-92	8-5/8	816	841	493	
4-01-77	12-01-92	8-5/8	2 862	2 883	1 837	
1-01-78	9-01-93	8-3/4	838	861	527	
12-01-78	5-01-94	9-1/2	469	475	204	
1-01-80	4-01-95	11-3/4	1 180	1 222	(54)	
7-01-80	10-15-95	12	1 792	1 763	(141)	
			40 597	41 034	4 312	
			70 961	69 404	4 312	
			119 044	117 729	28 947	
10-03-75	10-02-83	8-1/4	76	76		
4-17-69	1-01-85	7-1/8	8	8		
4-01-71	3-01-81	8-1/8	1	3		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	1007-2 483 Frt. Cars	United States Lsg. Int'l.			
2.		San Francisco, CA	2 159	0	0
3.	1007-3 179 Frt. Cars	United States Lsg. Int'l.			
4.		San Francisco, CA	890	0	0
5.	703-1 1571 Frt. Cars	United States Lsg. Int'l.			
6.		San Francisco, CA	6 292	0	0
7.	703-2 929 Frt. Cars	United States Lsg. Int'l.			
8.		San Francisco, CA	3 281	0	0
9.	703-3 250 Frt. Cars	United States Lsg. Int'l.			
10.		San Francisco, CA	835	0	0
11.	57439 305 Frt. Cars	United States Lsg. Int'l.			
12.		San Francisco, CA	3 142	225	1 979
13.	56414 99 Cov. Hoppers	Mfr. Hanover Trust Co.			
14.		New York, NY	1 803	109	386
15.	59323 8 Locomotives	1st Penn Bank & Trust			
16.		Philadelphia, PA	2 072	197	324
17.	515-1 150 Hopper Cars	C.I.T. Corp.			
18.		New York, NY	1 580	168	183
19.	515-2 250 Hopper Cars	C.I.T. Corp.			
20.		New York, NY	2 567	294	157
21.	4228 30 Auto-Racks	R.B.I. Leasing			
22.		St. Paul, MN	375	0	0
23.	4748 80 Auto-Racks	Norlease Inc.			
24.		Chicago, IL	730	0	0
25.	5531-1 10 Locomotives	Gould Lsg. Service			
26.		Rolling Meadows, IL	3 458	187	2 983
27.	5531-2 20 Locomotives	1st Nat'l. State Bk. of			
28.		New Jersey Newark, NJ	7 838	312	6 836
29.	5516 400 Frt. Cars	Chase Manhattan Serv.			
30.		Corp. New York, NY	6 201	412	5 246
31.	7190 177 Auto-Racks	Bur. Nor. Trust Company			
32.		St. Paul, MN	3 685	538	1 552
33.	5687 60 Auto-Racks	Norlease, Inc.			
34.		Chicago, IL	1 542	272	0
35.	#8028 150 Auto-Racks	Trust Co. for USL, Int'l.			
36.		Oak Brook, IL	2 513	283	1 568
37.	8338 25 Locomotives	Mercantile Safe Dep. &			
38.		Trust Co., Baltimore, MD	10 985	281	9 872
39.	7644 60 Locomotives	Mercantile Safe Dep. &			
40.		Trust Co., Baltimore, MD	24 664	614	22 245
41.	7194 181 Box Cars	U.S. Railway Lsg. Co.			
42.		Des Plaines, IL 60018	3 866	209	3 048
43.	7973 Memory upgrade	Manufacturers Bank			
44.		Chicago, IL	117	14	
45.	6195 Jet Star	Continental IL Natl. Bk.			
46.		& Tr. Co., Chicago, IL	3 825		
47.	4078 Computer	Mercantile Safe Dep. &			
48.		Trust Co., Baltimore, MD	3 340		
49.					
50.		Continued on Page 88-0			

510. DEBTHOLDINGS - CONTINUED

DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			AT YEAR END	
		RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	UNAMORTIZED DEBT DISCOUNT 770.1 (k)	UNAMORTIZED PREMIUM 770.2 (l)
4-01-71	9-01-81	8-1/8	9	17		
4-01-71	11-01-81	8-1/8	5	7		
11-30-70	3-01-81	8-1/8	4	15		
11-30-70	9-01-81	8-1/8	13	24		
11-30-70	11-01-81	8-1/8	5	6		
3-10-69	4-14-89	8	185	189		
12-15-65	11-03-85	4	22	23		
7-23-69	3-17-84	7-1/2	46	49		
10-15-70	7-30-83	8-1/2	36	38		
10-15-70	6-30-83	8-1/2	53	53		
2-01-74	2-15-81	9	1	2		
9-15-74	10-30-81	9-1/4	7	9		
5-01-75	9-08-90	8-1/2	277	281		
5-01-75	9-08-90	8-1/2	620	626		
9-25-76	3-25-91	8-1/4	487	497		
9-01-76	4-01-85	8-1/4	194	203		
3-01-75	10-01-82	8-1/4	33	38		
6-01-77	1-05-87	7-1/2	145	154		
9-01-77	1-05-96	7-3/4	792	802		
12-30-76	1-05-96	8	1 840	1 863		
11-05-76	5-08-92	8	270	270		
9-01-77	6-01-82	7-3/4	2	2		
7-01-77	7-01-87	8-1/2	71	189		
11-30-73	11-01-81	7-1/4	17	17		

510. DEBTHOLDINGS - CONTINUED

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE	
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)
1.	4569 Computer	Mercantile Safe Dep. &			
2.		Trust Co., Baltimore, MD	2 338	306	
3.	13293 Main-of-Way Eqpt	Liberty Nat'l Lsg. Co.			
4.		Louisville, KY 40232	1 615	133	1 482
5.	13540 50 Auto Racks	Railroad Car Enterprises			
6.		Hyattsville, MD 20783	1 232	99	1 111
7.	SLSF				
8.	73707 (Cert 1&2) Work Eqpt.	Wells Fargo Lsg.			
9.		San Francisco, CA 94144	250	20	212
10.	73707 (Cert 6) Work Eqpt.	Wells Fargo Lsg.			
11.		San Francisco, CA 94144	178	13	153
12.	73707 (Cert 9) Work Eqpt.	Wells Fargo Lsg.			
13.		San Francisco, CA 94144	94	15	66
14.	73707 (Cert 13) Work Eqpt.	Wells Fargo Lsg.			
15.		San Francisco, CA 94144	117	18	81
16.	73707 (Cert 15) Work Eqpt.	Wells Fargo Lsg.			
17.		San Francisco, CA 94144	98	15	68
18.	73707 (Cert 16-20 incl)	Wells Fargo Lsg.			
19.		San Francisco, CA 94144	111	10	92
20.	72827 (Gr #2) Work Eqpt.	Ford Motor Credit			
21.		Corporation	316	67	173
22.					
23.	Total Misc'l. Obligations (Capitalized Leases)		108 574	5 229	60 195
24.					
25.	Total Bonds, Misc'l. Obligations, Equipment				
26.	Obligations, Conditional or Deferred Payment				
27.	Contracts & Capitalized Leases		2 701 706	110 614	1 290 554
28.					
29.	Account 769 Accounts Payable				
30.	Affiliated Companies				
31.	Burlington Northern (Manitoba) Ltd.				
32.		St. Paul, MN			3 628
33.	Winona Bridge Railway Company				
34.		St. Paul, MN			67
35.	Western Fruit Express Co.				
36.		St. Paul, MN			8 750
37.					
38.	Total Account 769				12 445
39.					
40.					
41.					
42.					
43.					
44.					
45.					
46.					
47.					
48.					
49.					
50.	Grand Totals		2 701 706	110 614	1 302 999

510. DEBTHOLDINGS - CONTINUED

[illegible]

510. DEBTHOLDINGS—Continued
(Notes and Other Disclosures)

Line No.	a. Nature of Security or Collateral, if any
1.	
2.	
3.	
4.	See Pages 89-A thru 89-E
5.	
6.	
7.	
8.	
9.	
10.	
11.	
12.	
13.	
14.	
15.	
16.	
17.	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder—bank, broker, holding company, individual or other specified category.

Line No.	Name and address of holder	Type of holder
1.		
2.		
3.		
4.	See Pages 89-F thru 89-X	
5.		
6.		
7.		
8.		
9.		
10.		
11.		
12.		
13.		
14.		
15.		
16.		
17.		
18.		

c. Other Notes and Comments

Notes to Schedule 510, Debt Holdings

Restrictive Covenants attaching to the indebtedness are detailed in financing instruments that have been previously filed with the Commission in compliance with the Interstate Commerce Act under Form OP-F 240, and Section 20(c) and in copies furnished with the 1977 St. Louis-San Francisco Railway Company Annual Report Supplement Corporate Disclosure.

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Line

No.

- 3 The BN R.R. Consolidated Mortgage has a first lien on approximately 83 miles of former GN Ry. Branch Line, on approximately 197 miles of former NP Ry. Main Line, and on approximately 1,159 miles of former NP Ry. Branch Line. It has a second lien on railroad transportation properties covered by a first lien of the GN General Gold Bond Mortgage. It has a third lien on railroad transportation properties covered by a first lien of the CB&Q First and Refunding Mortgage and a second lien of the GN General Gold Bond Mortgage. It has a third lien on railroad transportation properties covered by a first lien of the NP Prior Lien Mortgage and a second lien of the NP General Lien Mortgage. CB&Q First and Refunding Mortgage Series 2010 bonds in a total principal amount of \$70,000,000 and GN General Gold Bond Mortgage bonds in a total principal amount of \$350,135,000 are pledged under the BN R.R. Consolidated Mortgage. Refer to Form R-1 Schedule 310, Investments and Advances Affiliated Companies, and Schedule 310 footnotes for a detail of Investments pledged under the BN R.R. Consolidated Mortgage. Under provisions of Section 4.07 of the BN R.R. Consolidated Mortgage, no further bonds will be issued under the existing Northern Pacific, Great Northern and CB&Q Mortgages except Great Northern bonds for the purpose of pledge under the Consolidated Mortgage.
- 4 The Series A Consolidated Mortgage bonds are pledged under the NP Collateral Trust Indenture. Pledged bonds can be withdrawn in an amount equal to Collateral Trust bonds retired.
- 6 Series C Consolidated Mortgage bonds are redeemable at the option of the Company at 105.80% of the principal amount during the 12 month period commencing 5-1-78, at declining percentages to 5-1-93 and at par thereafter. The Company is required to retire \$1,500,000 principal amount of Series C bonds annually beginning in 1979 and continuing through 1983, \$3,000,000 of such bonds annually beginning in 1984 and continuing through 1988, \$4,500,000 of such bonds annually beginning in 1989 and continuing through 1993, and \$5,000,000 of such bonds in 1994 and 1995.
- 8 Series D Consolidated Mortgage bonds are redeemable at the option of the Company at 106.65% of the principal amount during the 12 month period commencing 1-15-79, at declining percentages to 1-15-96 and at par thereafter. The Company is required to retire \$3,000,000 principal amount of Series D bonds annually beginning in 1983 and continuing through 1987, \$3,500,000 principal amount of such bonds annually beginning in 1988 and continuing through 1993, and \$4,000,000 principal amount of such bonds annually beginning in 1994 and continuing through 1998.
- 10 Series E Consolidated Mortgage bonds in the amount of \$100,000,000 held in Treasury.

Notes To Schedule 510, Debt Holdings

- 12 Series F Consolidated Mortgage bonds are redeemable at the option of the Company at 109.25% of the principal amount during the 12 month period commencing 6-15-78, at declining percentages to 6-15-95 and at par thereafter. The Company is required to deposit funds to retire \$3,250,000 principal amount of Series F bonds annually beginning in 1984 and continuing through 1997 at a price equal to 100% of the principal amount.
- 14 Series G Consolidated Mortgage bonds are redeemable at the option of the Company at 112.63% of the principal amount during the 12 month period commencing 8-1-80, at declining percentages to 8-1-00 and at par thereafter. The Company is required to retire \$8,330,000 principal amount of Series G bonds annually beginning in 1991 and continuing through 2004.
- 16 The CB&Q First and Refunding Mortgage is a first lien on the properties of the former CB&Q Railroad Company including approximately 4,820 miles of Main Line and 2,350 miles of Branch Line. Refer to Form R-1 Schedule 310, Investments and Advances Affiliated Companies, and Schedule 310 footnotes for a detail of Investments and Advances pledged under the CB&Q First and Refunding Mortgage.
- 17 The Series 1990 CB&Q First and Refunding bonds are redeemable at the option of the Company at 101.25% of the principal amount to 1-31-82, at declining percentages to 2-1-89 and at par thereafter. The Series 1990 bonds are redeemable for sinking fund purposes at 100.25% of the principal amount to 1-31-82, at declining percentages to 2-1-89 and at par thereafter. The Company is required to pay annually for retirement of Series 1990 bonds the amount of \$250,000. In lieu of all or any part of any sinking fund payment, the Company may surrender Series 1990 bonds at values equal to the cost of the bonds to the Company or the then applicable sinking fund redemption price, whichever is less.
- 19 The Series 2010 CB&Q First and Refunding bonds are pledged as security under the BN R.R. Consolidated Mortgage.
- 21 The GN General Gold Bond Mortgage is a first lien on the properties of the former GN Railway Company including approximately 3,767 miles of Main Line and 3,035 miles of Branch Line. It is a second lien on the properties covered by a first lien of the CB&Q First and Refunding Mortgage.

Annual Sinking Fund payments are required under provisions of Supplemental Indentures to the GN General Gold Bond Mortgage dated as of 7-1-45 providing for the issuance of Series N and O bonds and as of 1-1-46 providing for the issuance of Series Q bonds. Under the terms of these Indentures Sinking Fund payments may, at the option of the Company, be made in cash or by delivery to the trustee of certain cancelled or uncanceled General Mortgage Bonds of any series. There are presently on deposit with the Trustee cancelled General Mortgage Bonds in an amount sufficient to meet all future sinking fund requirements for the Series N, O, & Q bond issues.

- 22 Series N GN General Gold bonds are redeemable at the option of the Company at 101.00% of the principal amount during the period 1-2-79 to 1-1-83, at declining percentages to 1-2-87 and at par thereafter. Refer to the notes for Line 23 preceeding for a description of the current status of sinking provisions.

Notes to Schedule 510, Debt Holdings

- 24 Series O GN General Gold bonds are redeemable at the option of the Company at 101.75% of the principal amount to 1-1-82, at declining percentages to 1-2-97 and at par thereafter. Refer to the notes for Line 23 preceeding for a description of the current status of sinking fund provisions.
- 26 Series P GN General Gold bonds matured 1-1-82.
- 28 Series Q GN General Gold bonds are redeemable at the option of the Company at 100.625% of the principal amount fo 1-1-83, at declining percentages to 1-2-07 and at par thereafter. Refer to the notes for Line 23 preceeding for a description of the current status of sinking fund provisions.
- 30 The Series S GN General Gold bonds were pledged as security under the BN R.R. Consolidated Mortgage at the time the BN R.R. Consolidated Series E bonds were issued.
- 32 The Series T GN General Gold bonds were pledged as security under the BN R.R. Consolidated Mortgage at the time the BN R.R. Consolidated Series C bonds were issued.
- 34 The Series U GN General Gold bonds were pledged as security under the BN R.R. Consolidated Mortgage at the time the BN R.R. Consolidated Series D bonds were issued.
- 36 The Series V GN General gold bonds were pledged as security under the BN R.R. Consolidated Mortgage at the time the BN R.R. Consolidated Series E bonds were issued.
- 38 The Series W GN General Gold bonds were pledged as security under the BN R.R. Consolidated Mortgage at the time the BN R.R. Consolidated Series F bonds were issued.
- 40 The Series X GN General Gold bonds were pledged as security under the BN R.R. Consolidated Mortgage at the time the BN R.R. Consolidated Series G bonds were issued.
- 42 The NP Prior Lien Mortgage is a first lien on the properties of the former NP Railway Company including approximately 2,422 miles of Main Line, approximately 1,882 miles of Branch Line, and Land Grant lands. The NP Prior Lien Mortgage bonds are non-callable. The Prior Lien Mortgage provides that during each calendar year one-half of the net proceeds from land sales, but not exceeding \$500,000, shall be applied to the purchase and cancellation of Prior Lien bonds at not over 110. It provides further that, if Prior Lien bonds are not available at 110 or less, General Lien bonds are to be purchased and retired at not over par.
- 44 The NP General Lien Mortgage is a second lien on properties covered by a first lien of the NP Prior Lien Mortgage. The NP General Lien Mortgage bonds are non-callable. Refer to the note pertaining to the NP Prior Lien Mortgage for a description of sinking fund provisions.

Notes to Schedule 510, Debt Holdings

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Line

No.

- 1 The SLSF First Mortgage is a first lien on the properties of the former St. Louis-San Francisco Railway Company including approximately 3,323 miles of Main line and approximately 923 miles of Branch line. It has a second lien on 32.67 miles of branch line covered by a first lien of the Refunding Purchase Money Mortgage Indenture.
- 1 Series A First Mortgage bonds are redeemable at the option of the Company at 101.5% of the principal amount to 1-1-85, at declining percentages to 1-1-93, and at par thereafter. Sinking Fund payments, contingent upon income, are due May 1 of each year in an amount equal to 1/4 of 1% of bonds authenticated and uncanceled plus an amount equal to interest that would have become due on bonds retired through operation of the Sinking Fund. The Company may tender for sale to the Sinking Fund at current market prices First Mortgage Series A bonds it has acquired on the open market.
- 5 The NP Collateral Trust Indenture Bonds are secured by a pledge of \$33,020,000 principal amount of BN R.R. Consolidated Mortgage Series A 4% bonds due 10-1-84. The NP Collateral Trust bonds are redeemable at the option of the Company at 101% of the principal amount to and including 10-1-79, at declining percentages to 10-2-83, and at par thereafter. The Collateral Trust bonds are redeemable for Sinking Fund purposes at 100.375% of the principal amount to and including 10-1-79, at declining percentages to 10-2-83 and at par thereafter. The Company is required to retire \$2,340,000 principal amount of Collateral Trust Bonds annually.
- 9 The SLSF Fifty Year Income Debentures, Series A, may be redeemed as a whole, or in part by lot, at the option of the Company upon payment of the principal amount of the Series A Debentures to be redeemed plus interest. Payment of interest is contingent upon income. Sinking Fund payments, contingent upon income, of \$165,645 are due May 1 of each year. The Company may tender to the Sinking Fund Series A Income Debentures it has purchased on the open market at a price not exceeding the lesser of the principal amount or the cost of the Debentures.

The SLSF Purchase Money Mortgage Notes are issued under and secured by the St. Louis-San Francisco Railway Company Refunding Purchase Money Mortgage Indenture dated February 1, 1968. The Boatmen's National Bank of St. Louis is trustee under the Refunding Purchase Money Mortgage Indenture, which has a first lien on 32.67 miles of branch line of the former St. Louis-San Francisco Railway Company. The Notes are callable at the option of the Company at 102.75% of the principal amount during the year ending July 31, 1981 and at declining percentages to August 1, 1991 and at par thereafter. Sinking Fund payments of \$150,000 annually are due August 1, of each calendar year.

Notes to Schedule 510, Debt Holdings

All Equipment Trust Agreements provide for a lease of trust equipment owned by the Trustee of the Equipment Trust. Under provisions of the agreements, the Company is required to pay to the Trustee for use of the equipment an Advance Rental at the time the equipment is put into service amounting to the excess of the actual cost over 80% of the estimated cost of the equipment. The proceeds from the sale of Equipment Trust Certificates plus the discount received from (or less the premium paid to) the Company totals to 80% of the estimated cost of the equipment and is used by the Trustee together with the Advance Rental to pay for the equipment to be leased to the Company. In addition to the Advance Rental, the Company is required under the agreement to make rental payments sufficient to cover the interest on outstanding Equipment Trust Certificates and to redeem Equipment Trust Certificates as they become due. At the termination of the lease and after all payments due the Trustee have been made, title to the equipment passes to the Company.

All issues, except the BN R.R. Equipment Trust of 1970 and the BN R.R. Equipment Trust of 1971-3rd Series, are 15-year Philadelphia Plan securities calling for equal annual payments of principal and semi-annual payments of interest.

The BN R.R. Equipment Trust of 1970 calls for semi-annual payments of interest, payments to retire \$1,334,000 of Equipment Trust Certificates annually beginning in 1971 and continuing through 1975, and a payment not to exceed \$13,330,000 to retire Equipment Trust Certificates which will mature in 1985, unless theretofore called for Sinking Fund redemption. The Agreement further provides that the Company shall pay additional rental annually into a Sinking Fund in an amount sufficient to redeem \$1,333,000 principal amount of Equipment Trust Certificates beginning in 1976 and continuing through 1984.

The BN R.R. Equipment Trust of 1971-3rd Series calls for semi-annual payments of interest, payments to retire \$3,200,000 of Equipment Trust Certificates annually beginning in 1972 and continuing through 1976, and a payment not to exceed \$34,000,000 to retire Equipment Trust Certificates which will mature in 1986, unless theretofore called for Sinking Fund redemption. The Agreement further provides that the Company shall pay additional rental annually into a Sinking Fund in an amount sufficient to redeem \$3,400,000 principal amount of Equipment Trust Certificates beginning in 1977 and continuing through 1985.

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	BN Consol. Mtge. Series C	
2.	Ince & Co.	Bank Nominee
3.	New York, NY	
4.	Cede & Company	Trust Co. Nominee
5.	New York, NY 10004	
6.	State Compensation	State of California
7.	Insurance Fund of CA	
8.	San Francisco, CA 94102	
9.	BN Consol. Mtge. Series D	
10.	Cede & Company	Trust Co. Nominee
11.	New York, NY 10004	
12.	Pera	Bank Nominee
13.	Denver, CO 80203	
14.	Kray & Co.	Trust Co. Nominee
15.	Chicago, IL 60603	
16.	Pacific & Co.	Trust Co. Nominee
17.	San Francisco, CA 94137	
18.	BN Consol. Mtge. Series F	
19.	Minn. State Board of Investment	State of Minnesota
20.	c/o State Treasurer	
21.	St. Paul, MN 55155	
22.	Nationwide Life Ins. Co.	Insurance Company
23.	Columbus, OH 43216	
24.	Ohio Public Employees Retirement	State of Ohio
25.	System of Ohio	
26.	Columbus, OH 43215	
27.	Penn Mutual Life Ins. Co.	Insurance Company
28.	Philadelphia, PA 19172	
29.	Provident Mutual Life Ins. Co.	Insurance Company
30.	Philadelphia, PA 19101	
31.	Tegge & Co.	Bank Nominee
32.	New York, NY 10018	
33.	BN Consol. Mtge. Series G	
34.	Cede & Co.	Trust Co. Nominee
35.	New York, NY 10004	
36.	GN Gen. Gold Bond Mtge. Series N	
37.	Cede & Co.	Trust Co. Nominee
38.	New York, NY 10004	
39.	Emigrant Industrial Savings Bank	Bank
40.	New York, NY 10022	
41.	New York Life Ins. Co.	Insurance Company
42.	New York, NY 10010	
43.	GN Gen. Gold Bond Mtge. Series O	
44.	Alac Fifty & Co.	Insurance Company
45.	Stamford, CT 06920	
46.	Bloomfield & Co.	Bank Nominee
47.	Stamford, CT 06920	
48.		

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	GN Gen. Gold Bond Mtge. Series O	
2.	Cede & Co.	Trust Co. Nominee
3.	New York, NY 10004	
4.	Metropolitan Life Ins. Co.	Insurance Company
5.	New York, NY 10010	
6.	GN Gen. Gold Bond Mtge. Series P	
7.	Cede & Co.	Trust Co. Nominee
8.	New York, NY 10004	
9.	New York Life Ins. Co.	Insurance Company
10.	New York, NY 10010	
11.	GN Gen. Gold Bond Mtge. Series Q	
12.	Cede & Co.	Trust Co. Nominee
13.	New York, NY 10004	
14.	Hagerman & Co.	Bank Nominee
15.	New York, NY 10249	
16.	Metropolitan Life Ins. Co.	Insurance Company
17.	New York, NY 10010	
18.	NP Prior Lien	
19.	Cede & Co.	Trust Co. Nominee
20.	New York, NY 10004	
21.	NP General Lien	
22.	Cede & Co.	Trust Co. Nominee
23.	New York, NY 10004	
24.	SLSF First Mtge. Series A	
25.	Cudd & Co.	Bank Nominee
26.	New York, NY 10008	
27.	Gerlach & Co.	Bank Nominee
28.	New York, NY 10043	
29.	NP Collateral Trust	
30.	Cede & Co.	Trust Co. Nominee
31.	New York, NY 10004	
32.	SLSF Purchase Money Mtge. Due 8-1-92	
33.	New England Mutual Life Ins. Co.	Insurance Company
34.	Boston, MA 09106	
35.	Lutheran Brotherhood	Other Holding Organization
36.	Minneapolis, MN 55402	
37.	Provident Mutual Life Ins. Co.	Insurance Company
38.	of Philadelphia	
39.	Philadelphia, PA 19101	
40.	The Penn Mutual Life Ins. Co.	Insurance Company
41.	Philadelphia, PA 19172	
42.	BN Equipt. Trust, 1970 Series 1	
43.	Shelfor & Co.	Trust Co. Nominee
44.	Detroit, MI 48231	
45.	West Publishing Co.	Other Holding Organization
46.	St. Paul, MN 55102	
47.	BN Equipt. Trust, 1970 Series 2	
48.	Citizens Credit Union	Credit Union
49.	New Bedford, MA 02370	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	BN Equipment Trust 1971 Series 1	
2.	Pacific & Co.	Bank Nominee
3.	San Francisco, CA 94120	
4.	BN Equipment Trust 1971 Series 2	
5.	Trussal & Co.	"
6.	Detroit, MI 48232	
7.	BN Equipment Trust 1971 Series 3	
8.	Auer & Co.	"
9.	New York, NY 10008	
10.	Retsam & Co.	"
11.	Detroit, MI 48264	
12.	BN Equipment Trust 1972 Series 1	
13.	Conref & Co.	"
14.	St. Louis, MO 63166	
15.	Trussal & Co.	"
16.	Detroit, MI 48232	
17.	BN Equipment Trust 1973 Series 1	
18.	Auer & Co.	"
19.	New York, NY 10008	
20.	BN Equipment Trust 1973 Series 2	
21.	Bsepen	"
22.	San Francisco, CA 94119	
23.	Polly & Co.	"
24.	New York, NY 10005	
25.	BN Equipment Trust 1973 Series 3	
26.	Pacific & Co.	"
27.	San Francisco, CA 94120	
28.	BN Equipment Trust 1974 Series 1	
29.	Barnett & Co.	"
30.	New York, NY 10008	
31.	Bsepen	"
32.	San Francisco, CA 94119	
33.	BN Equipment Trust 1974 Series 2	
34.	State of California	State of California
35.	State Teachers	
36.	Retirement System	
37.	Newark, NJ 07102	
38.	BN Equipment Trust 1974 Series 3	
39.	Egger & Co.	Bank Nominee
40.	New York, NY 10081	
41.	Kane & Co.	Bank Nominee
42.	New York, NY 10081	
43.	Yana & Co.	"
44.	San Francisco, CA 94137	
45.	Pace & Co.	"
46.	Pittsburgh, PA 15230	
47.		
48.		

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	BN Equipment Trust 1975 Series 1	
2.	State Compensation Ins.	State of California
3.	Fund of California	
4.	Sacramento, CA 95815	
5.	Pacific & Co.	Bank Nominee
6.	San Francisco, CA 94120	
7.	BN Equipment Trust 1975 Series 2	
8.	Pace & Co.	"
9.	Pittsburgh, PA 15230	
10.	Maril & Co.	"
11.	Milwaukee, WI 53288	
12.	Suydam	"
13.	New York, NY 10008	
14.	BN Equipment Trust 1975 Series 3	
15.	State of California	State of California
16.	Teachers Retirement Sys.	
17.	Newark, NJ 07102	
18.	Pacific & Co.	Bank Nominee
19.	San Francisco, CA 94120	
20.	BN Equipment Trust 1976 Series 1	
21.	Int'l Union of Operating Engineers	Other Holding Organization
22.	Washington, DC 20036	
23.	Polly & Co.	Bank Nominee
24.	New York, NY 10005	
25.	Corp. of the President of the Church	Other Holding Organization
26.	of Jesus Christ of Latter Day Saints	
27.	Salt Lake City, UT 84150	
28.	Security Benefit Life Ins. Co.	Insurance Company
29.	Topeka, KS 66603	
30.	BN Equipment Trust 1976 Series 2	
31.	Pace & Co.	Bank Nominee
32.	Pittsburgh, PA 15230	
33.	New England Mutual Life Insurance	Insurance Company
34.	Boston, MA 02117	
35.	Beneficial Life Insurance Co.	"
36.	Salt Lake City, UT	
37.	BN Equipment Trust 1976 Series 3	
38.	Compass & Co.	"
39.	Houston, TX	
40.	Polly & Co.	Bank Nominee
41.	New York, NY 10005	
42.	BN Equipment Trust 1976 Series 4	
43.	State Compensation Ins. Fund of Calif.	State of California
44.	Newark, NJ 07102	
45.	BN Equipment Trust 1977 Series 1	
46.	Carpenters Pension Fund of Illinois	Other Holding Co.
47.	Geneva, IL 60134	
48.		

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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	BN Equipment Trust 1977 Series 2	
2.	State Compensation Ins.	State of California
3.	Fund of California	
4.	San Francisco, CA 94102	
5.	Obie & Co.	Bank Nominee
6.	Houston, TX 77001	
7.	BN Equipment Trust 1978 Series 1	
8.	Hare & Co.	"
9.	New York, NY 10249	
10.	Homan	"
11.	Springfield, IL 62701	
12.	Jaguith & Co.	"
13.	New York, NY 10008	
14.	Polly & Co.	"
15.	New York, NY 10005	
16.	BN Equipment Trust 1978 Series 2	
17.	Basay & Co.	"
18.	New York, NY 10008	
19.	Bost & Co.	Trust Co. Nominee
20.	Boston, MA 02106	
21.	Cust & Co.	Bank & Trust Co.
22.	Chicago, IL 60690	
23.	Pitt. & Co.	Bank Nominee
24.	New York, NY 10008	
25.	BN Equipment Trust 1979 Series 1	
26.	Ohio Public Employees	State of Ohio
27.	Retirement System	
28.	Columbus, OH 43216	
29.	BN Equipment Trust 1980 Series 1	
30.	Celtic Life Insurance Co.	Insurance Company
31.	Kansas City, MO 64141	
32.	Caf & Co.	Bank Nominee
33.	Chicago, IL 60690	
34.	Rommel & Co.	"
35.	New York, NY 10008	
36.	BN Equipment Trust 1981 Series 1	
37.	Metropolitan Property & Liability	Insurance Company
38.	Insurance Co.	
39.	New York, NY 10010	
40.	Team & Co.	Bank Nominee
41.	Boston, MA 02101	
42.	Permanent University Fund	Other Holding Organization
43.	Austin, TX 78712	
44.	CB&Q Equipment Trust 1967 Series 1	
45.	Board of Water & Light of the	Municipality
46.	City of Lansing, MI, Water	
47.	& Light Pension Fund	
48.	Lansing, MI 48901	

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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	CB&Q Equipment Trust 1967 Series 2	
2.	Holm & Co.	Bank Nominee
3.	Stamford, CT 06920	
4.	Ann Kearney	Individual Holder
5.	Forest Hills, NY 11375	
6.	Kidder Peabody & Co. Inc.	Broker
7.	New York, NY 10005	
8.	Princeton University Class of 1957	Other Holding Organization
9.	Memorial Fund	
10.	Princeton, NJ 08540	
11.	Rockford Life Insurance Co.	Insurance Company
12.	Rockford, IL	
13.	Second Nat'l Bank of Saginaw	Bank
14.	Saginaw, MI 48606	
15.	GN Equipment Trust 1967 Series 1	
16.	Pacific & Co.	"
17.	San Francisco, CA 94120	
18.	State of California	State of California
19.	Newark, NJ 07101	
20.	GN Equipment Trust 1967 Series 2	
21.	Jessie S. Johnston	Individual Holder
22.	Waco, TX 76707	
23.	Merco	Bank Nominee
24.	Flint, MI	
25.	National Retirement Ins. Co.	Insurance Company
26.	Detroit, MI 48226	
27.	Salkeld & Co.	Bank Nominee
28.	New York, NY 10008	
29.	Paco	"
30.	Los Angeles, CA 90051	
31.	GN Equipment Trust 1967 Series 3	
32.	Educators Mutual Life Ins. Co.	Insurance Company
33.	Lancaster, PA 17604	
34.	GN Equipment Trust 1968 Series 1	
35.	Polly & Co.	Bank Nominee
36.	New York, NY 10005	
37.	GN Equipment Trust 1968 Series 2	
38.	Investors Insurance Corp.	Insurance Company
39.	Portland, OR 97223	
40.	Merrill, Lynch, Pierce, Fenner	Broker
41.	& Smith Inc.	
42.	New York, NY 10080	
43.	Suydam & Co.	Bank Nominee
44.	New York, NY 10015	
45.	GN Equipment Trust 1968 Series 3	
46.	Barnett & Co.	"
47.	New York, NY 10008	
48.	Laba & Co.	"
49.	Chicago, IL 60603	

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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	GN Equipment Trust 1969 Series 1	
2.	Gale & Co.	Bank Nominee
3.	Chicago, IL 60690	
4.	Jaguith & Co.	"
5.	New York, NY 10008	
6.	Suydam & Co.	"
7.	New York, NY 10015	
8.	Trussal & Co.	"
9.	Detroit, MI 48232	
10.	First Galesburg Nat'l Bank & Trust Co.	Bank & Trust Co.
11.	Galesburg, IL 61401	
12.	Polly & Co.	Bank Nominee
13.	New York, NY 10005	
14.	GN Equipment Trust 1970 Series 1	
15.	Inman & Co.	Bank Nominee
16.	Chicago, IL 60690	
17.	Carpenters Welfare Fund of Illinois	Other Holding Organization
18.	Geneva, IL 60134	
19.	Polly & Co.	Bank Nominee
20.	New York, NY 10005	
21.	NP Equipment Trust 1968 Series 1	
22.	State of California	State of California
23.	State Teachers Retire. System	
24.	Sacramento, CA 95809	
25.	NP Equipment Trust 1968 Series 2	
26.	Herget & Co.	Bank Nominee
27.	Pekin, IL 61554	
28.	Northern Co.	"
29.	Presgne Isle, ME 04769	
30.	Suydam & Co.	"
31.	New York, NY 10008	
32.	NP Equipment Trust 1969 Series 1	
33.	Pulm & Co.	"
34.	Chicago, IL 60628	
35.	Trussal & Co.	"
36.	Detroit, MI 48234	
37.	Boehm & Co.	"
38.	New York, NY 10008	
39.	BN Cond. Sale Agreement dated 4-1-70	
40.	Lincoln National Life Ins. Co.	Insurance Company
41.	Fort Wayne, IN 46801	
42.	Philadelphia Savings Fund Society	Holding Company
43.	Philadelphia, PA 19107	
44.	State Farm Life Insurance Co.	Insurance Company
45.	Bloomington, IL 61701	
46.	State of California	State of California
47.	Teachers Ret. Sys.	
48.	Sacramento, CA 95809	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	BN Cond. Sale Agreement dated 4-1-70	
2.	State of California	State of California
3.	Public Empl. Ret. Sys.	
4.	Sacramento, CA 95809	
5.	State Treasurer of the State of	State of Michigan
6.	Michigan Cust. of State Empl.	
7.	Retirement Sys. Fund	
8.	Lansing, MI 48903	
9.	State Treasurer of The State of	State of Michigan
10.	Michigan Cust. of Mich. Publ.	
11.	School Employees Ret. Sys. Funds	
12.	Lansing, MI 48903	
13.	BN Cond. Sale Agreement Dated 9-20-73	
14.	Northern Trust Company	Trust Company
15.	Chicago, IL 60675	
16.	BN Cond. Sale Agreement Dated 10-15-73	
17.	American Nat'l. Bk. & Trust Co.	Bank & Trust Co.
18.	St. Paul, MN 55101	
19.	BN Cond. Sale Agreement Dated 8-15-76	
20.	The Philadelphia Saving Fund	Other Holding Company
21.	Society	
22.	Philadelphia, PA	
23.	Michemp Co.	Bank Nominee
24.	Lansing, MI 48901	
25.	Michtea Co.	"
26.	Lansing, MI 48901	
27.	BN Cond. Sale Agreement Dated 12-2-77	
28.	Harris Trust & Savings Bank	Bank & Trust Co.
29.	Chicago, IL 60690	
30.	BN Cond. Sale Agreement Dated 2-1-78	
31.	Minn. State Board of Investment	State of Minnesota
32.	St. Paul, MN 55155	
33.	Empl. Mutual Liability Ins. Co.	Insurance Company
34.	of Wisconsin	
35.	Wausau, WI 54401	
36.	Independence Savings Bk.	Bank
37.	Brooklyn, NY 11202	
38.	Hanseco Ins. Co.	Insurance Company
39.	Boston, MA 02117	
40.	Provident Mutual Life Ins. Co. of	Insurance Company
41.	Philadelphia	
42.	Philadelphia, PA 19101	
43.	United Benefit Life Ins. Co.	Insurance Company
44.	Omaha, NE 68131	
45.	BN Cond. Sale Agreement Dated 1-1-79	
46.	Citibank, N.A.	Bank
47.	New York, NY 10043	
48.		

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	BN Cond. Sale Agreement Dated 1-1-79	
2.	Chase Manhattan Bank	Bank
3.	New York, NY 10005	
4.	Northern Trust Co.	Trust Company
5.	Chicago, IL 60675	
6.	Harris Trust & Savings Bank	Bank & Trust Co.
7.	Chicago, IL 60690	
8.	Northwestern Nat'l Bank	Bank
9.	Minneapolis, MN 55480	
10.	First Nat'l Bank	Bank
11.	Minneapolis, MN 55402	
12.	BN Cond. Sale Agreement Dated 12-1-79	
13.	Knights of Columbus	Other Holding Organization
14.	New Haven, CT 06510	
15.	State Treasurer of the State	State of Michigan
16.	of Michigan, Cust. of Mich.	
17.	Retirement System	
18.	Lansing, MI 48901	
19.	United Benefit Life Ins. Co.	Insurance Company
20.	Omaha, NE 68102	
21.	Newing One & Co.	Bank Nominee
22.	New York, NY 10015	
23.	BN Cond. Sale Agreement Dated 10-1-79	
24.	The Chase Manhattan Bank, N.A.	Bank
25.	New York, NY 10081	
26.	Citibank, N.A.	Bank
27.	New York, NY 10043	
28.	Morgan Guaranty Trust Co. of New York	Trust Company
29.	New York, NY 10015	
30.	BN Cond. Sale Agreement Dated 10-1-79	
31.	The Toronto-Dominion Bank	Bank
32.	Atlanta Agency	
33.	Atlanta, GA 30303	
34.	BN Cond. Sale Agreement Dated 12-1-79	
35.	Knights of Columbus	Other Holding Company
36.	New Haven, CT 06510	
37.	State Treasurer of Michigan	State of Michigan
38.	Lansing, MI 48901	
39.	United Benefit Life Ins. Co.	Insurance Company
40.	Omaha, NE 68102	
41.	Morgan Guaranty Trust Co. of New York	Trust Company
42.	New York, NY 10015	
43.	CB&Q Cond. Sale Agreement Dated 7-1-67	
44.	Aid Assn. for Lutherans	Other Holding Organization
45.	Chicago, IL 60690	
46.	Guarantee Mutual	Insurance Company
47.	Life Co.	
48.	New York, NY 10049	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	CB&Q Cond. Sale Agreement Dated 7-1-67	
2.	Hare & Co.	Bank Nominee
3.	New York, NY 10249	
4.	North & Co.	"
5.	San Francisco, CA 94137	
6.	United Services Automobile Assn.	Other Holding Organization
7.	San Antonio, TX 78206	
8.	CB&Q Cond. Sale Agreement Dated 8-1-67	
9.	Commonwealth Life Ins. Co.	Insurance Company
10.	Louisville, KY 40202	
11.	Kentres	Bank Nominee
12.	Frankfort, KY 40601	
13.	The Union Central Life Ins. Co.	Insurance Company
14.	New York, NY 10249	
15.	CB&Q Cond. Sale Agreement Dated 11-1-67	
16.	Bankers Life Ins. Co. of Nebraska	Insurance Company
17.	Lincoln, NE 68501	
18.	The Franklin Life Ins. Co.	Insurance Company
19.	Springfield, IL 62705 .	
20.	Kalico	Bank Nominee
21.	New York, NY 10249	
22.	Lutheran Mutual Life Ins. Co.	Insurance Company
23.	Waverly, IA 50677	
24.	Modern Woodmen of America	Other Holding Organization
25.	Chicago, IL 60690	
26.	New England Mutual Life Ins. Co.	Insurance Company
27.	Boston, MA 02117	
28.	CB&Q Cond. Sale Agreement Dated 1-15-68	
29.	Michtea Co.	Bank Nominee
30.	Lansing, MI 48903	
31.	Cust & Co.	Bank & Trust Co.
32.	Chicago, IL 60690	
33.	Ince & Co.	Bank Nominee
34.	New York, NY 10008	
35.	State Farm Life Ins. Co.	Insurance Company
36.	Chicago, IL 60693	
37.	Aid Assoc. for Lutherans	Other Holding Organization
38.	Chicago, IL 60690	
39.	National Life & Acc. Life Ins. Co.	Insurance Company
40.	Nashville, TN 37219	
41.	GN Cond. Sale Agreement Dated 6-1-68	
42.	The Franklin Life Ins. Co.	Insurance Company
43.	Springfield, IL 62705	
44.	Provident Life & Acc. Ins. Co.	Insurance Company
45.	Chatanooga, TN 37402	
46.	NP Cond. Sale Agreement Dated 3-1-67	
47.	American Savings Bank	Bank
48.	New York, NY 10013	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	NP Cond. Sale Agreement Dated 3-1-67	
2.	California Western State Life Ins.	Insurance Company
3.	Sacramento, CA 95814	
4.	Dollar Savings Bank	Bank
5.	Pittsburgh, PA 15230	
6.	Ince & Co.	Bank Nominee
7.	New York, NY 10008	
8.	Kentres	"
9.	Frankfort, KY 40601	
10.	Modern Woodmen of America	Other Holding Organization
11.	Rock Island, IL 61201	
12.	NMSIC & Co.	Bank Nominee
13.	New York, NY 10008	
14.	Nation Wide Mutual Ins. Co.	Insurance Company
15.	Columbus, OH 43216	
16.	Public School Teachers Pension &	Municipality
17.	Retirement Fund of Chicago	
18.	Chicago, IL 60601	
19.	Sigler & Co.	Bank Nominee
20.	New York, NY 10022	
21.	NP Cond. Sale Agreement Dated 5-1-67	
22.	American Savings Bank	Bank
23.	New York, NY 10013	
24.	Dollar Savings Bank	Bank
25.	Pittsburgh, PA 15230	
26.	East River Savings Bank	Bank
27.	New York, NY 10007	
28.	Knights of Columbus	Other Holding Company
29.	New Haven, CT 06507	
30.	Virginia Supplemental	State of Virginia
31.	Retirement System	
32.	Richmond, VA 23261	
33.	NP Cond. Sales Agreement Dated 9-1-67	
34.	Firmad & Co.	Bank Nominee
35.	Madison, WI 53707	
36.	The Independent Life & Cas. Ins. Co.	Insurance Company
37.	Jacksonville, FL 32276	
38.	The Franklin Life Ins. Co.	Insurance Company
39.	New York, NY 10008	
40.	Guarantee Mutual Life Co.	Insurance Company
41.	New York, NY 10049	
42.	Commonwealth Life Ins. Co.	Insurance Company
43.	Louisville, KY 40202	
44.	National Life & Acc. Ins. Co.	Insurance Company
45.	Nashville, TN 37219	
46.	Acacia Mutual Life Ins. Co.	Insurance Company
47.	Washington, DC 20001	
48.		

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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	NP Cond. Sale Agreement Dated 1-3-68	
2.	Harlem Savings Bank	Bank
3.	New York, NY 10017	
4.	The Minn. Mutual Life Ins. Co.	Insurance Company
5.	St. Paul, MN 55101	
6.	Modern Woodmen of America	Other Holding Organization
7.	Rock Island, IL 61201	
8.	Mutual Trust Life Ins. Co.	Insurance Company
9.	Oak Brook, IL 60521	
10.	The National Life & Acc. Ins. Co.	Insurance Company
11.	Nashville, TN 37250	
12.	NP Cond. Sale Agreement Dated 11-1-69	
13.	Pioneer Mutual Life Ins. Co.	"
14.	Fargo, ND 58102	
15.	Cust & Co.	Bank & Trust Co.
16.	Chicago, IL 60693	
17.	Zande & Co.	Bank Nominee
18.	New York, NY 10008	
19.	SP&S Cond. Sale Agreement Dated 2-10-70	
20.	Manufacturers Nat'l. Bank of Detroit	Bank
21.	Detroit, MI 48231	
22.	Trussal & Co.	Bank Nominee
23.	Detroit, MI 48232	
24.	State of California	State of California
25.	State Teachers Retirement System	
26.	Sacramento, CA 95809	
27.	State of California	State of California
28.	Public Employees Retirement System	
29.	Sacramento, CA 95809	
30.	SLSF Cond. Sale Agreement Dated 5-15-67	
31.	American Savings Bank	Bank
32.	New York, NY 10013	
33.	Central Life Insurance Co.	Insurance Company
34.	Des Moines, IA 50309	
35.	East River Savings Bank	Bank
36.	New York, NY 10007	
37.	Franklin Life Insurance Co.	Insurance Company
38.	Springfield, IL 62705	
39.	Kentres	Bank Nominee
40.	Frankfort, KY 40601	
41.	Lutheran Brotherhood	Other Holding Organization
42.	Minneapolis, MN 55402	
43.	Mutual Benefit Life Insurance Co.	Insurance Company
44.	Newark, NJ 07102	
45.	The Union Central Life Ins. Co.	Insurance Company
46.	Cincinnati, OH 45201	
47.	Virginia Supplemental	State of Virginia
48.	Retirement System	
49.	Richmond, VA 23261	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement Dated 1-1-68	
2.	Comptroller of the State of	State of New York
3.	New York in Trust for the Common	
4.	Retirement Fund	
5.	Albany, NY 12225	
6.	Continental Assurance Co.	Insurance Company
7.	Chicago, IL 60690	
8.	Kentres	Bank Nominee
9.	Frankfort, KY 40601	
10.	The Northwestern Nat'l Life Ins. Co.	Insurance Company
11.	Minneapolis, MN 55440	
12.	Traminn & Co.	State of Minnesota
13.	St. Paul, MN 55165	
14.	Union Mutual Life Insurance Company	Insurance Company
15.	Portland, ME 04112	
16.	Virginia Supplemental	State of Virginia
17.	Retirement System	
18.	Richmond, VA 23261	
19.	Woodmen of the World Life	Insurance Company
20.	Insurance Society	
21.	Omaha, NE 68102	
22.	SLSF Cond. Sale Agreement Dated 11-15-68	
23.	State of Iowa	State of Iowa
24.	Des Moines, IA 50319	
25.	Treasurer, State of Minnesota for the	State of Minnesota
26.	Teachers' Retirement Fund	
27.	St. Paul, MN 55155	
28.	Treasurer, State of Minnesota for	State of Minnesota
29.	Public Employees Retirement Fund	
30.	St. Paul, MN 55155	
31.	Woodmen of the World Life	Insurance Company
32.	Insurance Society	
33.	Omaha, NE 68102	
34.	American Savings Bank	Bank
35.	New York, NY 10013	
36.	Commonwealth Life Insurance Co.	Insurance Company
37.	Louisville, KY 40201	
38.	Franklin Life Insurance Co.	Insurance Company
39.	New York, NY 10008	
40.	Kentres	Bank Nominee
41.	Frankfort, KY 40601	
42.	The Minnesota Mutual Life Ins. Co.	Insurance Company
43.	St. Paul, MN 55101	
44.	SLSF Cond. Sale Agreement dated 8-15-69	
45.	Cust & Co.	Bank & Trust Co.
46.	Chicago, IL 60693	
47.	Kentres	Bank Nominee
48.	Frankfort, KY 40601	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement dated 8-15-69	
2.	Salkeld & Co.	Bank Nominee
3.	New York, NY 10008	
4.	Virginia Supplemental	State of Virginia
5.	Retirement System	
6.	Richmond, VA 23261	
7.	SLSF Cond. Sale Agreement dated 12-1-69	
8.	Kentres	Bank Nominee
9.	Frankfort, KY 40601	
10.	Sher & Co.	"
11.	New York, NY 10005	
12.	Salkeld & Co.	"
13.	New York, NY 10008	
14.	Virginia Supplemental	State of Virginia
15.	Retirement System	
16.	Richmond, VA 23261	
17.	SLSF Cond. Sale Agreement dated 1-25-70	
18.	Indianapolis Life Insurance Co.	Insurance Company
19.	Indianapolis, IN 46206	
20.	Kentres	Bank Nominee
21.	Frankfort, KY 40601	
22.	Knights of Columbus	Other Holding Organization
23.	New Haven, CT 06507	
24.	Life Insurance Co. of Georgia	Insurance Company
25.	Atlanta, GA 30308	
26.	Peoples Life Insurance Co. of	Insurance Company
27.	Washington, D.C.	
28.	Washington, D.C. 20037	
29.	Public Employees Retirement Assoc.	State of Colorado
30.	of Colorado - School Div.	
31.	Denver, CO 80203	
32.	Public Employees Retirement Assoc.	State of Colorado
33.	of Colorado - State Div.	
34.	Denver, CO 80203	
35.	Shenandoah Life Insurance Co.	Insurance Company
36.	Roanoke, VA 24029	
37.	Treasurer, State of Iowa, Custodian	State of Iowa
38.	& Trustee for Iowa Public Employees	
39.	Retirement System	
40.	Des Moines, IA 50319	
41.	SLSF Cond. Sale Agreement Dated 7-1-70	
42.	Public Employees Retirement Assoc.	State of Colorado
43.	of Colorado - School Div.	
44.	Denver, CO 80203	
45.	Public Employees Retirement Assoc.	State of Colorado
46.	of Colorado - State Div.	
47.	Denver, CO 80203	
48.		

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement Dated 7-1-70	
2.	Protective Life Insurance Co.	Insurance Company
3.	Birmingham, AL 35202	
4.	Kentres	Bank Nominee
5.	Frankfort, KY 40601	
6.	Teachers Retirement System	State of Montana
7.	State of Montana	
8.	Helena, MT 59601	
9.	Treasurer, State of Iowa, Custodian	State of Iowa
10.	& Trustee for Iowa Public Employees	
11.	Retirement System	
12.	Des Moines, IA 50319	
13.	SLSF Cond. Sale Agreement Dated 11-16-70	
14.	The First National Bank & Trust Co.	Bank & Trust Co.
15.	of Tulsa	
16.	Tulsa, OK 74102	
17.	First Tennessee Bank	Bank
18.	Memphis, TN 38101	
19.	The First National Bank of Birmingham	Bank
20.	Birmingham, AL 35288	
21.	Union Planters National Bank of	Bank
22.	Memphis	
23.	Memphis, TN 38101	
24.	First National Bank of Kansas City	Bank
25.	Kansas City, MO 64141	
26.	Northwestern Bank & Trust Co.	Bank & Trust Co.
27.	St. Louis, MO 63106	
28.	SLSF Cond. Sale Agreement Dated 10-1-71	
29.	John Hancock Mutual Life Ins. Co.	Insurance Company
30.	Boston, MA 02117	
31.	EMPL & Co.	Bank Nominee
32.	Milwaukee, WI 53202	
33.	Egger & Co.	Bank Nominee
34.	New York, NY 10008	
35.	SLSF Cond. Sale Agreement Dated 11-15-71	
36.	First National Bank in St. Louis	Bank
37.	St. Louis, MO 63101	
38.	Manufacturers Bank & Trust Co.	Bank & Trust Co.
39.	St. Louis, MO 63104	
40.	SLSF Cond. Sale Agreement Dated 3-1-72	
41.	Mercantile Trust Co. N.A.	Trust Company
42.	St. Louis, MO 63166	
43.	First National Bank in St. Louis	Bank
44.	St. Louis, MO 63101	
45.	SLSF Cond. Sale Agreement Dated 12-1-72	
46.	Independence Savings Bank	Bank
47.	Brooklyn, NY 11202	
48.		

5. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement Dated 12-1-72	
2.	IRECO	Bank Nominee
3.	Bronx, NY 10463	
4.	Michemp & Co.	Bank Nominee
5.	Lansing, MI 48903	
6.	Michtea & Co.	Bank Nominee
7.	Lansing, MI 48903	
8.	SLSF Cond. Sale Agreement Dated 4-1-74	
9.	Aid Association for Lutherans	Other Holding Organization
10.	Appleton, WI 54911	
11.	G.S.B. & Co.	Bank Nominee
12.	New York, NY 10018	
13.	Life Insurance of Georgia	Insurance Company
14.	Atlanta, GA 30308	
15.	The Philadelphia Savings Fund Society	Other Holding Company
16.	Philadelphia, PA 19107	
17.	Union Mutual Life Insurance Co.	Insurance Company
18.	Portland, ME 04112	
19.	SLSF Cond. Sale Agreement Dated 1-1-75	
20.	Aetna Casualty & Surety Co.	Insurance Company
21.	of Illinois	
22.	Chicago, IL 60606	
23.	Michtea Co.	Bank Nominee
24.	Lansing, MI 48903	
25.	Michemp Co.	Bank Nominee
26.	Lansing, MI 48903	
27.	The Lincoln Nat'l Life Insurance Co.	Insurance Company
28.	New York, NY 10008	
29.	Indianapolis Life Insurance Co.	Insurance Company
30.	Indianapolis, IN 46206	
31.	State Treas. State of Michigan Cust.	State of Michigan
32.	of Employees Ret. System of the	
33.	School Dist. City of Detroit	
34.	Lansing, MI 48901	
35.	SLSF Cond. Sale Agreement Dated 9-1-75	
36.	New England Mutual Life Ins. Co.	Insurance Company
37.	Boston, MA 02117	
38.	Mutual Service Life Ins. Co.	Insurance Company
39.	St. Paul, MN 55104	
40.	SLSF Cond. Sale Agreement Dated 1-15-76	
41.	Lincoln National Life Insurance Co.	Insurance Company
42.	Fort Wayne, IN 46801	
43.	Michtea Co.	Bank Nominee
44.	Lansing, MI 48903	
45.	Equitable Life Insurance Co. of Iowa	Insurance Company
46.	Des Moines, IA 50306	
47.	American Mutual Life Insurance Co.	Insurance Company
48.	Des Moines, IA 50307	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement Dated 1-15-76	
2.	Guarantee Mutual Life Co.	Insurance Company
3.	Omaha, NE 68114	
4.	Independence Savings Bank	Bank
5.	Brooklyn, NY 11202	
6.	Mutual Security Life Ins. Co.	Insurance Company
7.	Fort Wayne, IN 46005	
8.	SLSF Cond. Sale Agreement Dated 6-1-76	
9.	Equitable American Life Insurance Co.	Insurance Company
10.	Des Moines, IA 50306	
11.	United Farm Bureau Family Life Insurance Company	Insurance Company
12.	Indianapolis, IN 46204	
13.	American Mutual Life Insurance Co.	Insurance Company
14.	Des Moines, IA 50307	
15.	Indianapolis Life Insurance Company	Insurance Company
16.	Indianapolis, IN 46206	
17.	Southern Life and Health Insurance Co.	Insurance Company
18.	Birmingham, AL 35201	
19.	Equitable Life Insurance Co. of Iowa	Insurance Company
20.	Des Moines, IA 50306	
21.	Shenandoah Life Insurance Co.	Insurance Company
22.	Roanoke, VA 24029	
23.	SLSF Cond. Sale Agreement Dated 11-15-76	
24.	Aetna Life Insurance Co.	Insurance Company
25.	Hartford, CT 06156	
26.	The Lincoln National Life Ins. Co.	Insurance Company
27.	New York, NY 10008	
28.	Business Men's Assurance of America	Insurance Company
29.	Kansas City, MO 64141	
30.	Cust & Co.	Bank & Trust Co.
31.	Bloomington, IL 61701	
32.	Liberty Life Insurance Co.	Insurance Company
33.	Greenville, SC 29602	
34.	State Treasurer of Florida	State of Florida
35.	Tallahassee, FL 32304	
36.	SLSF Cond. Sale Agreement Dated 3-1-77	
37.	Central Savings Bank	Bank
38.	New York, NY 10023	
39.	Independence Savings Bank	Bank
40.	Brooklyn, NY 11202	
41.	Manbank	Bank
42.	New York, NY 10008	
43.	Public Employees Retirement Assoc. of Colorado - School Div.	State of Colorado
44.	Denver, CO 80203	
45.	Public Employees Retirement Assoc. of Colorado - State Div.	State of Colorado
46.	Denver, CO 80203	
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b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement Dated 3-1-77	
2.	Variable Annuity Life Insurance Co.	Insurance Company
3.	Houston, TX 77001	
4.	SLSF Cond. Sale Agreement Dated 4-1-77	
5.	Metropolitan Life Insurance Co.	Insurance Company
6.	New York, NY 10010	
7.	SLSF Cond. Sale Agreement Dated 1-1-78	
8.	State Mutual Life Assurance Co.	Insurance Company
9.	of America	
10.	Worcester, MA 01605	
11.	Aid Association for Lutherans	Other Holding Organization
12.	Appleton, WI 54919	
13.	Cust & Co.	Bank & Trust Co.
14.	Bloomington, IL 61701	
15.	Hanseco Insurance Co.	Insurance Company
16.	Boston, MA 02117	
17.	The Union Labor Life Insurance Company	Insurance Company
18.	New York, NY 10022	
19.	United Farm Bureau Family Life	Insurance Company
20.	Insurance Co.	
21.	Indianapolis, IN 46204	
22.	SLSF Cond. Sale Agreement Dated 12-1-78	
23.	Indianapolis Life Insurance Company	Insurance Company
24.	Indianapolis, IN 46206	
25.	Lutheran Brotherhood	Other Holding Organization
26.	Minneapolis, MN 55402	
27.	Minneapolis Teachers' Retirement	Municipality
28.	Fund Association	
29.	Minneapolis, MN 55402	
30.	Nationwide Life Insurance Co.	Insurance Company
31.	Columbus, OH 43216	
32.	SLSF Cond. Sale Agreement Dated 1-1-80	
33.	Horace Mann Life Insurance Co.	Insurance Company
34.	Philadelphia, PA 19101	
35.	The Midland Mutual Life Insurance Co.	Insurance Company
36.	Columbus, OK 43215	
37.	The Minnesota Mutual Life Ins. Co.	Insurance Company
38.	St. Paul, MN 55101	
39.	Mutual Security Life Insurance Co.	Insurance Company
40.	Ft. Wayne, IN 46805	
41.	Mutual Trust Life Insurance Co.	Insurance Company
42.	Oak Brook, IL 60521	
43.	Pan-American Life Insurance Co.	Insurance Company
44.	New Orleans, LA 70160	
45.	Pilot Life Insurance Company	Insurance Company
46.	Greensboro, NC 27420	
47.	Standard Insurance Co.	Insurance Company
48.	Portland, OR 97207	

b. With respect to each holder of more than five percent of each issue reported, provide the name, address, and type of holder--bank, broker, holding company, individual or other specified category.

LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER
1.	SLSF Cond. Sale Agreement Dated 7-1-80	
2.	American States Life Insurance Company	Insurance Company
3.	Indianapolis, IN 46207	
4.	IDS Life Insurance Company	Insurance Company
5.	Minneapolis, MN 55402	
6.	National Life Insurance Co.	Insurance Company
7.	Montpelier, VT 05602	
8.	New England General Life Insurance Co.	Insurance Company
9.	Boston, MA 02117	
10.	State of Wisconsin Investment Board	State of Wisconsin
11.	Madison, WI 53702	
12.	The Union Central Life Insurance Co.	Insurance Company
13.	Cincinnati, OH 45201	
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INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 700

State particulars of all tracks *operated* by the respondent at the close of the year, according to the following classification:

- (1) Line owned by respondent;
- (2) Line owned by proprietary companies;
- (3) Line operated under *lease for a specified sum*, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with respondent;
- (4) Line operated under contract or agreement for contingent rent, owner being (A) an affiliated corporation, or (B) independent or not affiliated with respondent;
- (5) Line operated under *trackage rights*.

Give subtotals for each of the several numbered classes, in the order listed above, as well as the total for all classes.

Lengths of track should be reported to the nearest **WHOLE** mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

In column (a) insert the figure (and letter, if any) indicating its class in accordance with the preceding classification.

In column (b) give the various proportions of each class owned or leased by respondent, listing each proportion once in any grouping. Canadian mileage should be segregated and identified on separate lines in the various groupings. For each listing, in column (d) give its entire length (the distances between termini of single or first main track), and in the following columns the lengths of second main track; all other main tracks; passing tracks, cross-overs and turn-outs; way switching tracks; and yard switching tracks. These classes of tracks are defined as follows:

Running tracks.—Running tracks, passing tracks, cross-overs, etc., including turn-outs from those tracks to clearance points.

Way switching tracks.—Station, team, industry and other switching tracks for which no separate service is maintained.

Yard switching tracks.—Yards where separate switching services are maintained, including classification, house, team, industry and other tracks switched by yard locomotives.

The returns in columns (h) and (i) should include tracks serving industries, such as mines, mills, smelters, factories, etc., not classifiable under "branch lines" as defined below. Tracks belonging to an industry for which no rent is payable should not be included.

Tracks leading to and in gravel and sand pits and quarries, the cost of which is chargeable to a clearing account and which are used in getting out material for the respondent's use, should not be included.

Class (1) includes all lines operated by the respondent at the close of the year to which it has title in perpetuity.

In classifying the line between *main* and *branch* (column (c)), use the distinction usually followed by respondent. Branch lines are distinguished from industrial tracks or yard tracks and sidings in that branch lines serve one or more stations beyond the point of junction with the main line or another branch line and to or from which stations train service, or its equivalent, is performed.

Class (2) includes each line full title to which is in an inactive proprietary corporation of the respondent (i.e., one *all* of whose outstanding stocks or obligations are held by or for the respondent, and which is operated by the respondent or an affiliated system corporation without any accounting to the said proprietary corporation). It may also include such line when the actual title to all of the outstanding stocks or obligations rest in a corporation controlled by or controlling the respondent; *but in the case of any such inclusion, the facts of the relation to the respondent of the corporation holding the securities should be fully set forth in a footnote.* An *inactive corporation* is one which has been practically absorbed in a controlling corporation, and which neither operates property nor administers its financial affairs; if it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.

Class (3) includes all tracks operated under a lease or formal conveyance of less than the grantor's interest in the property, with a specific and unconditional rent reserved. The fact that the lessor does or does not maintain an independent organization for financial purposes is immaterial in this connection.

Class (4) is the same as class (3) except that the rent reserved is conditional upon earnings or other fact.

Class (5) includes all tracks operated and maintained by others but over which the respondent has the right to operate some or all of its trains. In the road of this class the respondent has no proprietary rights but only the rights of a licensee. Include in this class, also, all main tracks, industrial tracks and sidings owned by noncarrier companies and individuals when the respondent operates over them but does not have exclusive possession of them.

Road held by the respondent as *joint or common owner* or a *joint lessee* or under any *joint arrangement* should be shown in its appropriate class and the entry of length should be of the entire length of the portion jointly held. The class symbol should have the letter (J) attached.

Road operated by the respondent as agent for another carrier should not be included in this schedule.

Switching and terminal companies leave column (c) (Miles of Branch Lines) blank. They should prepare also the following schedule for tracks operated at cost for joint benefit.

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turnouts			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100	M	15 126	1 871	67	2 196	1 586	4 233	25 079
2	1J	3/4	M						6	6
3	1J	2/3	M					1	20	21
4	1J	1/2	M	38	1		5	18	115	177
5	1J	1/3	M	6	5		1	6	34	52
6	1J	1/4	M						23	23
7	1J	1/5	M						10	10
8	1J	1/6	M					1		1
9	1J	1/12	M					1		1
10	Total 1J Main			44	6		6	27	208	291
11	Total 1 & 1J Main			15 170	1 877	67	2 202	1 613	4 441	25 370
12										
13	1	100	B	9 625	6		392	968	336	11 327
14	1J	1/2	B	121			10	42	17	190
15	1J	1/3	B						7	7
16	1J	1/4	B						36	36
17	1J	1/5	B						1	1
18	Total 1J Branch			121			10	42	61	234
19	Total 1 & 1J Branch			9 746	6		402	1 010	397	11 561
20	Total Main & Branch			24 916	1 883	67	2 604	2 623	4 838	36 931
21										
22	2	100	M	290			35	26	50	401
23	2J	1/2	M						3	3
24	Total 2 & 2J Main			290			35	26	53	404
25										
26	2	100	B	50			3	9	6	68
27	2J	1/2	B	2				1		3
28	Total 2 & 2J Branch			52			3	10	6	71
29	Total Main & Branch			342			38	36	59	475
30										
31	3B	100	M	83			6	3	12	104
32	3B	100	B	48			4	6	1	59
33	Total Main & Branch			131			10	9	13	163
34										
35	4B	100	M	11			1	2		14
36	4B	100	B	434						434
37	Total Main & Branch			445			1	2		448
38										
39	5	100	M	455	130	2	63	42	127	819
40	5	100	B	1 085	25		39	24	32	1 205
41	Total Main & Branch			1 540	155	2	102	66	159	2 024
42										
43										
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51										
52										
53										
54										
55	Total Main Line		XXX	16 009	2 007	69	2 307	1 686	4 633	26 711
56	Total Branch Lines		XXX	11 365	31		448	1 050	436	13 330
57	Grand Total		XXX	27 374	2 038	69	2 755	2 736	5 069	40 041
58	Miles of road or track electrified included in preceding grand total		XXX							

701. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR

If any of the tracks returned in this schedule are operated by other than the respondent, the name of the company or individual operating them and the conditions under which they are held for

operation should be shown in a footnote. Tracks which have been permanently abandoned should not be included in this schedule.

Line No.	Class	Name of road or track	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turn-outs			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1J	Line "D"	M						1	1
2	1	Spur	M						2	2
3	1	MILW	M						1	1
4										
5										
6										
7										
8										
9										
10										
11										
12										
13										
14										
15		Total	XXX						4	4

Note: Mileage is stated in whole miles.

Lines

1. Joint ownership with Soo Line RR Co., which company operates and maintains property on line "D" in Minneapolis, Minnesota.
2. Leased to and operated by Union Pacific RR Co., which company pays taxes and maintains property in Spokane, Washington.
3. CMStP&P RR Co. operates yard tracks under agreement at Council Bluffs, Iowa.

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turnouts			
				(a)	(b)	(c)	(d)			
1				CANADIAN MILEAGE INCLUDED IN LINES 1 THRU 57						
2	1	100	M	34	10		4	1	30	79
3	1	100	B	89			2	5	4	100
4	1J	1/2	B	4						4
5	Total 1 & 1J Branch			93			2	5	4	104
6	Total Main & Branch			127	10		6	6	34	183
7										
8	5	100	M	67	2		5	5		79
9	5	100	B	13			3	2	16	34
10	Total Main & Branch			80	2		8	7	16	113
11										
12	Grand Total									
13	Canadian Mileage			207	12		14	13	50	296
14										
15										

702. MILES OF ROAD AT CLOSE OF YEAR—BY STATES AND TERRITORIES (SINGLE TRACK)
(For other than switching and terminal companies)

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (e), or (f), as may be

appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate. Tracks which have been permanently abandoned should not be included in columns (i) and (j).

Lengths of track should be reported to the nearest WHOLE mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT							LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)
		LINE OWNED		Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)	
		Main line (b)	Branch lines (c)								
1	Alabama	459	20				5	484			
2	Arkansas	302	106					408			
3	California	66	33				1	100			
4	Colorado	214	101				84	399			
5	Florida	44						44			
6	Idaho	163	249				52	464			
7	Illinois	895	370				203	1 468			
8	Iowa	450	228			6	124	808			
9	Kansas	483	244				220	947			
10	Kentucky						12	12			
11	Minnesota	1 629	1 025				69	2 723			
12	Mississippi	180						180			
13	Missouri	1 448	463				47	1 958			
14	Montana	2 341	973		52		121	3 487			
15	Nebraska	1 408	1 195				7	2 610			
16	North Dakota	1 107	2 190				76	3 373			
17	Oklahoma	937	419				53	1 409			
18	Oregon	200	65	328			81	674			
19	South Dakota	62	370			428	29	889			
20	Tennessee	16						16			
21	Texas	141				11	41	193			
22	Washington	1 505	1 488	14	48		311	3 366			
23	Wisconsin	333	1				2	336			
24	Wyoming	733	54		31		1	819			
25	British Columbia	34	91				9	134			
26	Manitoba						73	73			
27											
28											
29											
30											
31											
32											
33											
	Total Mileage (single track)	15 150	9 685	342	131	445	1 621	27 374			

705. CHANGES DURING THE YEAR.

Hereunder state the matters called for. Make the statements explicit and precise, and number them in accordance with the inquiries; each inquiry should be fully answered, and if the word "none" truly states the fact it may be used in answering any particular inquiry. Changes in mileage should be reported by classes and stated to the nearest whole mile adjusted to accord with footings, i.e.: counting one-half mile and over as a whole mile and disregarding any fraction less than one-half mile.

1. For each railroad property used in respondent's transportation service, show all increases and decreases in mileage, classifying the changes in the tables below as follows:

(Class 1) Line owned by respondent.

(Class 2) Line owned by proprietary companies.

(Class 3) Line operated under lease for a specified sum.

(Class 4) Line operated under contract or agreement for contingent rent.

(Class 5) Line operated under trackage rights.

2. For changes in miles of road, give dates of beginning or abandonment of operations. Any certificates of convenience and necessity, issued under 10901 of the Interstate Commerce Act should make reference to such authority by docket number as may be appropriate.

3. All consolidations, mergers, and reorganizations effected, giving particulars.

This statement should show the mileage, equipment, and cash value of property of each company as well as the consideration received by each company party to the action. State the dates on which consolidated, etc., and whether the prior companies have been dissolved. Copies of the articles of consolidation, merger, or reorganization should be filed with this report.

4. Other important changes not elsewhere provided for involving more than \$50,000, giving full particulars.

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs and turn-outs				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	M	63	90		14	12	28	207	
2	1	B	217			8	8	9	242	
3	1	B	2						2	
4	4	B	435						435	
5	5	M	2						2	
6	5	B	19						19	
7										
8										
9										
10										
11										
12										
13	Total Increase		738	90		22	20	37	907	

DECREASES IN MILEAGE

14	1	M	27	4	4	18	15	40	108	
15	1	B	666			10	22	3	701	
16	5	B	32						32	
17										
18										
19										
20										
21										
22										
23										
24										
25	Total Decrease		725	4	4	28	37	43	841	

If returns under Inquiry No. 1 above include any first main track owned by respondent or its proprietary companies representing new construction or permanent abandonment give the following particulars:

Owned by respondent:

Miles of road constructed None Miles of road abandoned 477.94

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned None

The item "miles of road constructed" is intended to show the mileage of first main track laid to extend respondent's road, and should not include tracks relocated and tracks laid to shorten the distance between two points, without serving any new territory.

By road abandoned is meant "permanently abandoned," the cost of which has been or is to be written out of the investment accounts.

NOTES AND REMARKS

Schedule 705

<u>Increases</u>	<u>Segment or Location</u>	<u>Date</u>	<u>Finance Docket No.</u>
.10	Hillsboro-Forest Grove, OR - Construct connection		AFE F-77-18
.27	United Junction-Banks, OR - Construct connection		AFE F-77-18
7.12	Glyndon-Crookston, MN - Converted to Branch		
.26	Glyndon-Crookston, MN - Connecting track at Glyndon		
62.63	Glyndon-Crookston, MN - Converted to Branch		
93.04	Crookston Junction-Noyes, MN - Redesignated		
38.21	Lyndale Junction-Monticello, MN - Converted to Branch		
13.28	St. Cloud-Clearwater, MN - Converted to Branch		
.64	Tilden Junction-Warroad, MN - Recalculation		
.01	Sauk Centre-Cass Lake, MN - Recalculation		
.10	Elk River-Milaca, MN - Recalculation		
.02	St. Paul-Mpls Depot, MN - Recalculation		
.17	St. Regis-Haugan, MT - Correction of record		
18.51	St. Regis-Haugan, MT - Correction of record T.RTS		
.22	Barstow-Clinton, IL - Correction of record		
1.70	Pacific Junction-Lincoln, NE - Recalculation		AFE 75-302
1.01	Kenesaw-Denver, NE - Recalculation		AFE 75-302
1.57	Lx Junction-Seatonville, IL - Due to C&NW purchase		AFE 81-930
.01	Quincy-Marblehead, IL - Line change		AFE 74-179
* 6.18	Sioux City-State Line, IA		
*259.27	State Line-Aberdeen, SD		
*149.00	Canton-Chamberlain, SD		
* 19.87	Canton-Souix Falls, SD		
* .12	State Line-Aberdeen, SD - Recalculation		
.08	Holdrege-Sterling, Co-New connection (Sterling)		AFE 77-1182
.67	Holdrege-Sterling, Co-Trackage rts over U.P. Sterling		
42.80	Paducah-Quanah, Tx - QA&P Merged into BNRR 6/1/81		
10.87	Paducah-Quanah, Tx - Recalculation		
7.90	Carnes-Quanah, Tx - Changed from owned not operated to operated		
2.10	St. Louis-Springfield, Mo Aquisition by merger		
737.73	Total increases in miles of road operated		
<u>Decreases</u>			
7.12	Barnsville-Downer, MN - Converted & redesignated		
.26	Barnsville-Noyes, MN - Converted & redesignated		
62.63	Barnsville-Noyes, MN - Converted & redesignated		
93.04	Barnsville-Noyes, MN - Redesignated		
38.21	Lyndale Jct-Monticello, MN - Converted to Branch		
13.28	St. Cloud - Clearwater, MN - Converted to Branch		
** 5.78	Woodhull-Joy, IL - Abandonment 1-15-81		AB6-SUB 59S
.10	Larimore-Maryville, ND - Recalculation		
.31	Earlville - Denrock, IL - Conversion - Leg of wye to side track		
1.50	Mpls-Hutchinson Jct., MN - Correction of records		
.01	Aurora-West Chicago, IL - Moved Jct. Headboard		AFE 79-859
.29	Garretson-Yankton, SD - Track removal		AFE 79-94&79-1139
** .17	St. Regis-Haugan, MT - Abandonment		AB6 SUB 77-F
18.51	St. Regis-Haugan, MT - Cancelled track rights		AB6 SUB 77-F
3.40	Fairchild-Geigerfield, WA - track removal		AFE 75-973
2.65	Lincoln-Kenesaw, NE - Recalculation		AFE 75-302
1.57	Lx Jct-Seatonville, IL - Reduction due to purchase trk rts		AFE 81-930
.01	Int'l Boundary-Vancouver, BC - Recalculation at Ocean Park		
**11.62	Hastings-Randolph, IA - Abandonment	4-15-81	AB6-SUB 83F
**35.78	Humeston-State Line, IA - Abandonment	10-2-81	AB6-SUB 60F
**91.05	State Line-St. Joseph, MO - Abandonment	10-2-81	AB6-SUB 60F
** 3.46	Giles-Lamoni, IA - Abandonment	10-2-81	AB6-SUB 60F

(Continued)

NOTES AND REMARKS

<u>Decreases</u>	<u>Segment or Location</u>	<u>Date</u>	<u>Finance Docket No.</u>
**20.09	Albany Jct.-Grant City, MO - Abandonment	10-2-81	AB6-SUB 60F
**11.20	Lombardville-Wyoming, IL - Abandonment	9-11-81	AB6-SUB 85F
**11.60	Binford-McHenry, ND - Abandonment	4-15-81	AB6-SUB 89
** 5.61	Newburg-Dunning, ND - Abandonment	4-15-81	AB6-SUB 91
** 3.33	Lake Kapowsin, WA - Abandonment	4-15-81	29547
**11.80	Eureka-Clyde, WA - Abandonment	5-4-81	AB6-SUB 86
**24.08	Edina-Kirksville, MO - Abandonment	5-28-81	AB6-SUB 69
**53.31	Laclede-Unionville, MO - Abandonment	5-28-81	AB6-SUB 73
**15.39	Starbuck-Villard, MN - Abandonment	6-1-81	AB6-SUB 67
**15.87	Bushnell-Roseville, IL - Abandonment	6-1-81	AB6-SUB 81
**14.54	Quincy-Mendon, IL - Abandonment	7-1-81	AB6-SUB 80
** 3.71	Barnesville-Downer, MN - Abandonment	8-15-81	AB6-SUB 75
**19.95	Davis Spur-Camp Ripley Jct., MN - Abandonment	8-15-81	AB6-SUB 94
** 9.30	Cooper Spur-Shubert, NE - Abandonment	8-17-81	AB6-SUB 90
** 8.70	Hill City-Keystone, SD - Abandonment	9-1-81	AB6-SUB 92
**11.73	Cotter-Carrollton, MO - Abandonment	9-1-81	AB6-SUB 84
** 5.60	Vermont - Astoria, IL - Abandonment	9-8-81	AB6-SUB 93
** 8.75	Fairview Jct.-Great Bend, ND - Abandonment	10-1-81	AB6-SUB 82
** 2.84	Carlyle-State Line, MT - Abandonment	11-2-81	AB6-SUB 99
** 4.53	State Line-Golva, ND - Abandonment	11-2-81	AB6-SUB 99
**21.73	Irene-Yankton, SD - Abandonment	10-15-81	AB6-SUB 88
** 8.91	Livingston-Brisbin, MT - Abandonment	10-15-81	AB6-SUB 97
** 2.53	University Ave. SE Via Stone Arch Bridge, MN	12-22-81	29737
**21.52	Fergus Falls-Pelican Rapids, MN - Abandonment	2-16-81	AB6-SUB 57
**13.46	Burlington-Mediapolis, IA - Abandonment trk rts	8-17-81	AB6-SUB 96
3.80	Brainerd-Int. Falls, MN-Correction of record		AFE 79-1140
.37	Ashland-Allouez, WI - Correction of record		
.13	Foxboro-Superior, WI - Correction of record		
725.13	Total decreases in miles of road operated		

* Track purchased by the State of South Dakota and operated under contract with South Dakota.

** Miles of road abandoned 477.94.

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INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (c) give the number of units purchased new or built in company shops. In column (d) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in column (l); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (h); units rented from others for a period less than one year should not be included in column (i).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operating at terminals.

5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.
6. A "Diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive, and whether power may at times be supplied from external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "Electric" unit includes all units which receive electric power from an overhead contact wire or third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other self-powered unit" includes all units other than diesel or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters,

slugs, etc. For reporting purposes indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-powered, i.e., those without a diesel, should be reported on line 13 under "Auxiliary units".

7. Column (k) should show aggregate capacity for all units reported in column (j), as follows: For locomotive units, report the manufacturers' rated horsepower (the maximum continuous power output from the diesel engine or engines delivered to the main generator or generators for tractive purposes). Exclude capacity data for steam locomotives. For passenger-train cars report the number of passenger seats available for revenue service, counting one passenger to each berth in sleeping cars.

8. Passenger-train car types and service equipment car types correspond to AAR Mechanical Division designations. Descriptions of car codes and designations are published in The Official Railway Equipment Register.

710. INVENTORY OF EQUIPMENT

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units retired from service of respondent whether owned or leased, including reclassification	Units at Close of Year				
			Units installed					Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units including reclassification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
Locomotive Units												
1	Diesel-Freight _____ A units	2 140		55			159	808	1 228	2 036	5 895 450 (H.P.)	146
2	Diesel-Freight _____ B units	43				3	10	36		36	64 750	
3	Diesel-Passenger _____ A units	25							*25	25	60 000	
4	Diesel-Passenger _____ B units											
5	Diesel-Multiple purpose _____ A units	639					24	615		615	1 020 000	
6	Diesel-Multiple purpose _____ B units											
7	Diesel-Switching _____ A units	447					12	431	4	435	497 200	1
8	Diesel-Switching _____ B units											
9	Total (lines 1 to 8)	3 294		55		3	205	1 890	1 257	3 147	7 537 400	147
10	Electric-Locomotives											
11	Other self-powered units											
12	Total (lines 9, 10 and 11)	3 294		55		3	205	1 890	1 257	3 147	7 537 400	147
13	Auxiliary units	9					6	3		3	XXXX	
14	Total Locomotive Units (lines 12 and 13)	3 303		55		3	211	1 893	1 257	3 150	XXXX	147

* Leased from West Suburban Mass Transit District, a public authority, and are used solely for commuter service between Chicago and Aurora, Illinois.

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR, ACCORDING TO YEAR BUILT, DISREGARDING YEAR OF REBUILDING

Line No.	Type or design of units	Before Jan. 1, 1960	Between Jan. 1, 1960, and Dec. 31, 1964	Between Jan. 1, 1965, and Dec. 31, 1969	Between Jan. 1, 1970, and Dec. 31, 1974	Between Jan. 1, 1975 and Dec. 31, 1979	During Calendar Year					
							1980	1981	1982	1983	1984	TOTAL
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
15	Diesel _____	967	170	344	669	674	268	55				3 147
16	Electric _____											
17	Other self-powered units _____											
18	Total (lines 15 to 17)	967	170	344	669	674	268	55				3 147
19	Auxiliary units _____	3										3
20	Total Locomotive Units (lines 18 and 19)	970	170	344	669	674	268	55				3 150

710. INVENTORY OF EQUIPMENT—Continued												
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS												
Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year	Changes During the Year					Units at Close of Year				
			Units Installed				Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including reclassification and second hand units purchased or leased from others						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
	PASSENGER-TRAIN CARS											
	<i>Non-Self-Propelled</i>											
21	Coaches [PA, PB, PBO]	166					23	2	141	143	20 340	
22	Combined cars [All class C, except CSB]											
23	Parlor cars [PBC, PC, PL, PO]											
24	Sleeping cars [PS, PT, PAS, PDS]	1					1					
25	Dining, grill and tavern cars											
26	[All class D, PD]	2					1	1		1	XXXX	
27	Non-passenger carrying cars [All class B, CSB, M, PSA, IA]	39					33	6		6	XXXX	
28	Total (lines 21 to 27)	208					58	9	141	150	20 340	
	<i>Self-Propelled Rail Motorcars</i>											
29	Electric passenger cars [EP, ET]											
30	Electric combined cars [EC]											
31	Internal combustion rail motorcars [ED, EG]											
32	Other self-propelled cars											
	Specify types:											
33	Total (lines 29 to 32)											
34	Total (lines 28 and 33)	208					58	9	141**	150*	20 340	
	COMPANY SERVICE CARS											
35	Business cars [PV]	9						9		9	XXXX	
36	Boarding outfit cars [MWX]	994					90	904		904	XXXX	
37	Derrick and snow removal cars [MWU, MWV, MWW, MWK]	226				2	8	217	3	220	XXXX	
38	Dump and ballast cars [MWB, MWD]	764					42	722		722	XXXX	10
39	Other maintenance and service equipment cars	6 300	2			888	608	6 582		6 582	XXXX	
40	Total (lines 35 to 39)	8 293	2			890	748	8 434	3	8 437	XXXX	10

* 141 cars are assigned to suburban service, balance of cars are for sale or conversion

** Leased from West Suburban Mass Transit District, a public authority, and are used solely for commuter service between Chicago and Aurora, Illinois.

710. INVENTORY OF EQUIPMENT-Continued

Instructions for reporting freight-train car data:

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

3. Units leased to others for a period of one year or more are reportable in column (n); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (i); units rented from others for a period less than one year should not be included in column (j).

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units Installed			
				New units purchased or built ¹	New or rebuilt units leased from others ¹	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 40' (B100-129)	13 276					929
42	Plain Box Cars - 50' (B200-229; B300-329)	13 600					238
43	Equipped Box Cars (All Code A)	10 839					94
44	Plain Gondola Cars (G092-392; G401-492)	7 532					242
45	Equipped Gondola Cars (All Codes C and E)	2 527		200			13
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	22 004		1 000			2
47	Open Top Hopper Cars-General Service (All Code H)	13 303					4
48	Open Top Hopper Cars-Special Service (All Codes J and K)	5 440		100			1
49	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)	4 099	708				28
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	3 148					2
51	Flat Cars - TOFC/COFC (F071-078; F871-978)	211					2
52	Flat Cars - Multi-level (All Code V)						
53	Flat Cars - General Service (F101-109; F201-209)	2 216					139
54	Flat Cars - Other (F111-189; 211-289; 301-389; 401-540)	3 643					26
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)		21				
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)	205		18			
57	All Other Freight Cars (F191-199; 291; 391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-L764; T-770; All Class S)	2 552	1 891				64
58	Total (lines 41 to 57)	104 595	2 620	1 318			1 784
59	Caboose (All N)	XXXX	1 392	42			
60	Total (lines 58, 59)	104 595	4 012	1 360			1 784
¹ Box unequipped, XF boxcars and plain gondolas (which relate to incentive per diem orders).		New units purchased or built			Units rebuilt or acquired		
		General funds		Incentive funds	General funds		Incentive funds

710. INVENTORY OF EQUIPMENT—Continued

4. Column (m) should show aggregate capacity for all units reported in columns (k) and (l), as follows: for freight-train cars, report the nominal capacity (in tons of 2,000 lbs) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange. Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily.

5. Time-mileage cars refers to freight cars, other than cabooses, owned or held under lease arrangement, whose interline rental is settled on a per diem and line haul mileage basis under "Code of Car Hire Rules" or would be so settled if used by another railroad.

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
Units retired from service of respondent whether owned or leased in- cluding re- classification	(i)	(j)	(k)	(l)	(m)	(n)	
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
3 298	9 080	1 827	10 907		599 824		41
871	10 645	2 322	12 967		871 041		42
455	9 912	566	10 478		742 053		43
734	6 202	838	7 040		596 349	59	44
96	2 504	140	2 644		247 100		45
108	21 289	1 609	22 898		2 162 599	204	46
509	9 545	3 253	12 798		1 216 352	150	47
999	4 121	421	4 542		367 967		48
							49
229	3 601	1 005	3 984	622	323 361	156	
54	1 490	1 606	3 096		206 423		50
51	162		162		10 512		51
							52
196	1 965	194	2 159		136 619		53
77	3 507	85	3 592		283 515		54
21							55
1	222		222		21 071	5	56
							57
463	4 015	29	2 230	1 814	263 945	200	
8 162	88 260	13 895	99 719	2 436	8 048 731	774	58
38	1 346	50	xxxx	1 396	xxxxxxxxxxx	36	59
8 200	89 606	13 945	99 719	3 832	8 048 731	810	60

710. INVENTORY OF EQUIPMENT—Concluded**UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS**

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Per diem	All other	Units Installed			
				New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units re-written into property accounts	All other units, including reclassification and second hand units purchased or leased from others
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
	FLOATING EQUIPMENT						
61	Self-propelled vessels [Tugboats, car ferries, etc.]	X X X X					
62	Non-self-propelled vessels [Car floats, lighters, etc.]	X X X X	2				
63	Total (lines 61 and 62)	X X X X	2				
	HIGHWAY REVENUE EQUIPMENT						
64	Bogie-chassis		60				
65	Dry van	2 133					38
66	Flat bed						
67	Open top						
68	Mechanical refrigerator	22					
69	Bulk						
70	Insulated	589					
71	Platform removable sides						
72	Other trailer or container						
73	Tractor						
74	Truck						
75	Total (lines 64 to 74)	2 744	60				38

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT—Concluded**UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS**

Changes during year (Concluded)	Units At Close of Year						Line No.
Units retired from service of respondent whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Pier diem	All other			
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
			X X X X				61
	2		X X X X	2			62
	2		X X X X	2			63
1	26	33		59	1 278		64
178	21	1 972	1 993		58 648		65
							66
3	19		19		523		67
							68
5	3	581	584		16 920		69
							70
							71
							72
							73
							74
187	69	2 586	2 596	59	77 369		75

NOTES AND REMARKS

710-S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

1. Give particulars as requested, separately, for the various classes of new units and rebuilt units of equipment installed by Respondent during the year. If information regarding the cost of any units installed is not complete at time of filing of report, the units should be omitted, but reference to the number of units omitted should be given in a footnote, the details as to cost to be given in the report of the following year. The cost of units under construction at the close of the year should not be reflected in this schedule even though part of the cost appears in the property account for the year. Indicate in column (e) whether an installation represents equipment purchased, (P); built or rebuilt by contract in outside railroad shops, (C); or built or rebuilt in company or system shops, (S).

2. In column (a) list each class or type of locomotive unit, car, or TOFC/COFC equipment on a separate line. By class is meant the standard classification used to distinguish types of locomotive units, freight cars or other equipment adopted by the Association of American Railroads; and should include physical characteristics requested by Schedule 710; locomotive units should be identified as to power source, wheel arrangement, and horsepower per unit; such as Multiple purpose diesel locomotive A units (B-B), 2500 HP; and cars should be identified as to special construction or service characteristics such as Aluminum covered hopper cars, LO; Steel boxcars-special service, XAP, etc., for TOFC/COFC show type of equipment as enumerated in Schedule 710.

3. In column (c) show the total weight in tons of 2,000 pounds. The weight of the equipment acquired should be the weight empty.

4. The cost should be the complete cost as entered on the ledger, including foreign line freight charges and handling charges.

5. Data for this schedule should be confined to the units reported in Schedule 710, columns (c) and (e) for locomotive units, passenger train cars and company service cars; columns (d) and (f) for freight train cars, floating equipment and highway revenue equipment. Disclose new units in the upper section of this schedule and in the lower section disclose rebuilt units acquired or rewritten into the Respondent's accounts. The term "new" as used herein shall refer to and mean a unit or units placed in service for the first time on any railroad.

6. All unequipped boxcars acquired in whole or in part with incentive per diem funds should be reported on separate lines and appropriately identified by footnote or sub-heading.

7. Report dollars in thousands.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1	Freight Equipment - 1980 Report				
2	Tank Cars T 107	32	1 036	1 552	P
3	Cabooses N 100	10	267	641	P
4	Freight Equipment - 1981 Report				
5	Tank Cars T 107	18	583	867	P
6	Wood Chip Gondolas E 300	200	7 320	10 124	P
7	Covered Hoppers L 153	1 000	32 600	45 785	P
8	O.T. Ore Cars J 310	100	2 870	4 827	P
9	Cabooses N 100	42	1 146	3 156	P
10	Work Equipment - 1981 Report				
11	Locomotive Cranes	2	266	1 212	P
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL	1 404	XXXX	68 164	XXXX

REBUILT UNITS

26					
27					
28					
29					
30					
31		None			
32					
33					
34					
35					
36					
37					
38	TOTAL		XXXX		XXXX
39	GRAND TOTAL	1 404	XXXX	68 164	XXXX

NOTES AND REMARKS

715. HIGHWAY MOTOR VEHICLE OPERATIONS

Give particulars of highway motor vehicles operated by respondent in revenue and nonrevenue service and of revenue traffic handled for the respondent by others under contractual arrangements.

In reporting highway motor vehicle miles in line-haul service, show the mileage of buses and combination bus-trucks on line 5; the mileage of trucks and of bogies, trailers and semitrailers with trucks on line 6; and the mileage of tractors and of bogies, trailers and semitrailers with tractors on line 7. Vehicle miles in terminal service should be reported on line 8 and 9.

In reporting traffic carried and traffic handled 1 mile on lines 10 to 15, and on lines 20 to 23, both inclusive, show the total

number of tons and ton-miles of revenue freight in column (i) and the total number of passengers carried and passenger-miles in column (c), regardless of the class of vehicle used to perform the transportation service.

In reporting highway motor vehicles in nonrevenue service include those used in maintenance, shops, and storehouses, and transportation of company material; also buses used for transportation of company employees. Exclude automobiles used by officials and employees.

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
REVENUE SERVICE				
Vehicles owned or leased:				
1	Number available at beginning of year			60
2	Number installed during the year			0
3	Number retired during the year			1
4	Number available at close of year			59
Vehicle miles (including loaded and empty):				
Line haul (station to station):				
5	Passenger vehicle miles	XXXXXX		XXXXXX
6	Truck miles		XXXXXX	XXXXXX
7	Tractor miles		XXXXXX	XXXXXX
Terminal service:*				
8	Pick-up and delivery			
9	Transfer service			
Traffic carried:				
10	Tons—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
11	Tons—Revenue freight—Terminal service only	XXXXXX	XXXXXX	XXXXXX
12	Revenue passengers—Line haul	XXXXXX		XXXXXX
13	Revenue passengers—Terminal service only	XXXXXX		XXXXXX
Traffic handled 1 mile:				
14	Ton-miles—Revenue freight—Line haul	XXXXXX	XXXXXX	XXXXXX
15	Revenue passenger-miles—Line haul	XXXXXX		XXXXXX
NONREVENUE SERVICE				
Vehicles owned or leased:				
16	Number available at beginning of year	4	47	
17	Number installed during the year			
18	Number retired during the year			
19	Number available at close of year	4	47	

*When performed by vehicles other than those used for line haul.

B. OPERATED BY OTHERS
(Revenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
Traffic carried:				
20	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
21	Revenue passengers	XXXXXX		XXXXXX
Traffic handled 1 mile:				
22	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
23	Revenue passenger-miles	XXXXXX		XXXXXX

715. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

"Trailers" means trailer bodies used in TOFC/COFC service which are permanently mounted on running gear. "Containers" means trailer bodies used in TOFC/COFC service which are not

permanently mounted on wheels or chassis, but are separated from such running gear before being loaded on flat cars.

A. OPERATED BY RESPONDENT—Concluded
(Revenue and nonrevenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
	2 744					1
	38					2
	186					3
	2 596					4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX				XXXXXX	XXXXXX	7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
	132	18	110	3 291		16
	6		2	445		17
			1	274		18
	138	18	111	3 462		19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Truck (i)	Combination bus-trucks (j)	Line No.
XXXXXX	XXXXXX	XXXXXX	XXXXXX	None	XXXXXX	20
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	21
XXXXXX	XXXXXX	XXXXXX	XXXXXX	None	XXXXXX	22
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	23

716. HIGHWAY MOTOR-VEHICLE ENTERPRISES IN WHICH THE RESPONDENT HAD A DIRECT OR INDIRECT FINANCIAL INTEREST DURING THE YEAR

Give particulars of highway motor-vehicle enterprises in which the respondent had a financial interest, either directly or indirectly, during the year.

In column (a) identify each motor-vehicle enterprise by name and address, and in column (b) state whether the respondent's in-

terest in such enterprise was direct or indirect. If the interest was indirect, give the names of all intermediaries.

In column (c) give the date on which respondent first acquired its direct or indirect interest in the enterprise.

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1	BN Transport Inc.		December 27, 1929
2	6775 East Evans Ave.		
3	P.O.Box 22694-Wellshire Station		
4	Denver, Colorado 80222		
5			
6	Frisco Transportation Company		November 21, 1980
7	422 West Chase		
8	Springfield, Missouri 65803		
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

GENERAL INSTRUCTIONS FOR PREPARING SCHEDULES 720, 721, 723, 726, 727, and 728

1. For purposes of these schedules, the track categories are defined as follows:

*Track category

- A - Freight density of 20 million or more gross ton-miles per mile per year (including track over which passenger service is provided—see Category F).
- B - Freight density of less than 20 million gross ton-miles per mile per year but at least 5 million (does not include track over which passenger service is provided—see Category F).
- C - Freight density of less than 5 million gross ton-miles per mile per year but at least 1 million (does not include track over which passenger service is provided—see Category F).
- D - Freight density of less than 1 million gross ton-miles per year (does not include track over which passenger service is provided—see Category F).
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in appropriate Category A, B, C, D, F, and Potential Abandonments, as appropriate).

F - Track over which any passenger service is provided (other than potential abandonments); however, if annual freight traffic density is greater than 20 million gross ton-miles per mile per year, the track shall be included in Track Category A.

Potential Abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 10904 of the Interstate Commerce Act.

2. These schedules shall only include those lines maintained by the reporting carrier. It shall not include track maintained by others over which the reporting carrier has trackage rights.

3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.

4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

Note: For line segments containing more than single tracks, the total density over the route shall be used to determine track category.

Note: To determine average density, total track miles (route miles times number of tracks) rather than route miles shall be used.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.
2. Average speed reduction per slow order mile in column (e) shall be based on reduction from the maximum authorized timetable train speeds.

3. Miles under slow order in column (f) shall not include those due to ongoing maintenance, or other temporary track conditions such as floods or derailments.

*Main Track Only

Line No.	Track category	Mileage of tracks at end of period	Average annual traffic density in millions of gross ton-miles per mile**	Average running speed limit	Average speed reduction per slow order track mile	Track miles under slow orders at end of period
	(a)	(b)	(c)	(d)	(e)	(f)
1	A	9 082	30.5	54.5	16	107.8
2	B	4 612	13.0	50.6	28	6.4
3	C	3 963	2.8	35.9	15	177.9
4	D	8 198	0.3	27.9	15	113.1
5	E	8 212	XXXXXXXX	XXXXXX	XXXXXX	
6	F	1 751	XXXXXXXX	XXXXXX	XXXXXX	0.1
7	Potential abandonments	1 751		18.7		70.2
8	Total	37 569	12.3	39.4	15	475.5

721. TIES LAID IN REPLACEMENT

109

- (1) Disclose the requested information concerning ties laid in replacement.
- (2) In column (j), report the total board feet of switch and bridge ties laid in replacement.
- (3) The term "spot maintenance" in column (k) means repairs to track components during routing inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "% of Spot Maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.

Line No.	Track Category (a)	Number of cross-ties laid in replacement							Total (i)	Switch and Bridge Ties (Board feet) (j)	Cross-ties Switch and Bridge Ties % of Spot Maintenance (k)
		New Ties					Second-hand ties				
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)			
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)				
1	A	1 042 072							1 042 072	832 939	N/A
2	B	308 573				298			308 871	323 906	N/A
3	C	223 509				161			223 670	126 101	N/A
4	D	355 579							355 579	362 058	N/A
5	E	228 866				459			229 325	5 639 414	N/A
6	F	339 995				876			340 871	210 701	N/A
7	Potential Abandonments	21 157				4 134			25 291	91 908	N/A
8	Total	2 519 751				5 928			2 525 679	7 587 027	N/A

9 Average cost of a tie

\$ 14.66

Road Initials:

BNRR

Year 19 81

722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

Give particulars of ties laid during the year in new construction during the year.

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

(S) Ties other than wooden (steel, concrete, etc.). Indicate type in column (h).

Report new and second-hand (relay) ties separately, indicating in column (h) which ties are new.

In columns (d) and (g) should be shown the total cost, including transportation charges on foreign lines, tie trains, loading, inspection, and the cost of handling ties in general supply, storage, and seasoning yards; and, in the case of treated ties, also the cost of handling at treating plants and the cost of treatment. The cost of unloading, hauling over carrier's own lines and placing the ties in tracks, and of train service, other than that necessary in connection with loading or treatment, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of ties	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks
		Total number of ties applied	Average cost per tie	Total cost of crossties laid in new tracks during year	Number of feet (board measure) laid in tracks	Average cost per M feet (board measure)	Total cost of switch and bridge ties laid in new tracks during year	
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1	T	97 384	\$ 15.52	\$ 1 512	1 517 242	\$ 469.40	\$ 712	New
2	T	438	6.60	3	8 237	218.97	2	Secondhand
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	97 822	15.48	1 515	1 525 479	468.05	714	
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid						33.03	
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid						10.87	

723. RAILS LAID IN REPLACEMENT

(1) Furnish the requested information concerning rails laid in replacement.

(2) The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "% of Spot Maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of spot maintenance (h)
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)	
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)			
1	A	727.10	66.20	11.76	473.44	738.86	539.64	N/A
2	B	197.93	24.53	69.55	203.01	267.48	227.54	N/A
3	C	13.07	3.79	47.24	67.88	60.31	71.67	N/A
4	D	1.04	3.60	66.41	116.51	67.45	120.11	N/A
5	E	10.78	21.98	.83	231.12	11.61	253.10	N/A
6	F	93.30	17.35	3.21	89.29	96.51	106.64	N/A
7	Potential Abandonments	.04	(.01)	4.30	19.85	4.34	19.84	N/A
8	Other							
9	TOTAL	1 043.26	137.44	203.30	1 201.10	1 246.56	1 338.54	N/A
10	Average cost of rails laid in replacement. (Per rail mile)							\$ 29 721

(1) Track miles of welded rail installed this year 623.28

(2) Total system miles of welded rail to date 9 135.26

724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS

Give particulars of all rails applied during the year in connection with the construction of new track.

In column (a) classify the kind of rail applied as follows:

- (1) New steel rails, Bessemer process.
- (2) New steel rails, open-hearth process.
- (3) New rails, special alloy (describe more fully in a footnote).
- (4) Relay rails.

Returns in columns (c) and (g) should be reported in whole numbers. Fractions of less than one-half should be disregarded, and fractions of one-half or more reckoned as one.

The returns in columns (d) and (h) should include the cost of loading at the point of purchase ready for shipment, the freight charges paid foreign lines, and the cost of handling rails in general supply and storage yards. The cost of unloading, hauling over carrier's own lines, and placing the rails in tracks, and of train service in connection with the distribution of the rails, should not be included in this schedule. In these columns, "total cost" is to be reported in thousands.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	2	136	699	\$ 510	\$ 728.64	136			
2	2	132	2 280	1 199	526.05	132	419	\$ 237	\$ 565.20
3	2	115	304	125	409.34	115	544	250	459.24
4	4	132	355	32	91.46	132	186	17	92.01
5	4	131	370	32	87.86	131	19	2	88.01
6	4	115	728	66	90.68	115	369	89	240.89
7	4	112	2 003	208	96.29	112	579	50	87.55
8	4	110	162	14	88.01	110	7	1	85.00
9	4	100	27	2	89.70	100	71	7	93.65
10	4	90	61	3	48.45	90	44	2	50.10
11	4	56-85	80	3	37.12	56-85	2		95.02
12									
13									
14									
15									
16	Total	X X X	7 069	2 194	322.19	X X X	2 240	655	292.41
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid								33.03
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								10.87
19	Track-miles of welded rail installed this year 21.81 : total to date								659.37

725. WEIGHT OF RAIL

Give the particulars below called for concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly-owned mileage should be included. Under "Weight of rail," the various weights of rails should

be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)
1	Pounds 155	1.52	None	17	77.5	432.94	None	
2	140	1.86		18	76	14.18		
3	136	530.55		19	75	910.45		
4	133	40.51		20	72	500.63		
5	132	5 292.60		21	70	272.18		
6	131	264.84		22	68	198.62		
7	130	20.00		23	67	14.79		
8	129	516.43		24	66.5	8.72		
9	115	4 670.65		25	66	387.41		
10	112	4 701.74		26	65	161.26		
11	110	646.79		27	60	273.18		
12	105	4.44		28	56	484.39		
13	100	927.89		29	52	37.18		
14	90	4 675.16		30				
15	85	1 506.44		31				
16	80	158.68		32	TOTAL	27 656.03		

726. SUMMARY OF TRACK MAINTENANCE

1. Disclose the requested information concerning the summary of track maintenance.

2. In column (d), (f), and (i) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties		Percent replaced (d)	Rail		Ballast	Track surfacing	
		Number of ties replaced Crossties (b)	Switch and Bridge Ties (Board Feet) (c)		Miles of rail replaced (rail-miles) (e)	Percent replaced (f)		Miles surfaced (h)	Percent surfaced (i)
1	A	1 042 072	832 939	4.05	1 278.50	7.73	980 830	4 617	56
2	B	308 871	323 906	2.32	495.02	11.22	312 674	2 217	52
3	C	223 670	126 101	2.09	131.98	1.74	181 684	2 761	73
4	D	355 579	362 058	1.74	187.56	1.18	436 410	753	9
5	E	229 325	5 639 414	0.89	264.71	1.32	312 645	99	1
6	F	340 871	210 701	7.04	203.15	6.54	445 752	835	54
7	Potential abandonments	25 291	91 908	5.80	24.18	0.71	16 567	68	4
8	Total	2 525 679	7 587 077	2.40	2 585.10	4.06	2 686 562	11 350	47

727. TEN-YEAR SUMMARY OF TRACK MAINTENANCE

1. Report in appropriate columns total numbers of replacements for all categories of track lines and the percentage of replacements to the units of property.

2. Explain in "Remarks" changes in track mileage due to acquisition, mergers, major abandonments and other disposals.

Line No.	Year (a)	Ties		Percent replaced (d)	Rail		Ballast	Track surfacing	
		Number of ties replaced Crossties (b)	Switch and Bridge Ties (Board Feet) (c)		Miles of rail replaced (rail-miles) (e)	Percent replaced (f)		Miles surfaced (h)	Percent surfaced (i)
1	Current year	2 525 679	7 587 027	2.40	2 585.10	4.06	2 686 562	11 350	47
2	First preceding	3 603 501	8 472 621	3.34	2 809.82	3.70	3 453 989	10 236	27
3	Second preceding	2 863 514	7 123 140	3.14	2 206.80	3.42	2 889 055	9 315	29
4	Third preceding	2 774 578	5 204 445	3.07	2 106.70	3.28	3 023 666	8 239	26
5	Fourth preceding	2 721 182	6 961 432	2.98	2 233.30	3.45	2 919 688	6 343	20
6	Fifth preceding	2 742 322	5 919 047	2.97	1 832.78	2.81	2 781 490	6 744	21
7	Sixth preceding	2 275 065	5 246 798	2.45	1 561.44	2.38	2 098 322	5 850	18
8	Seventh preceding	1 930 480	3 305 163	2.07	1 317.86	2.00	1 657 706	5 604	17
9	Eighth preceding	1 567 953	3 360 586	1.67	970.20	1.46	1 244 357	4 350	13
10	Ninth preceding	1 417 440	2 581 965	1.50	757.88	1.13	1 352 078	4 675	14

REMARKS

728. DEFERRED MAINTENANCE-TRACKS

- (1) Disclose the requested information concerning the monetary and quantity of deferred maintenance of tracks.
- (2) Explain in remarks section below the methods and/or calculations used in determining the amounts and quantities reported.

Line No.	Type of Track	Monetary Amount of Deferred Maintenance	
		End of the Year	Beginning of the Year
	(a)	(b)	(c)
1	A	\$	\$
2	B		
3	C		
4	D		
5	E		
6	F		
7	Potential Abandonments		
8	Total Tracks	None	None
	Selected Track Maintenance	Quantities of Deferred Maintenance	
		End of the Year	Beginning of the Year
9	Crossties		
10	Rail		
11	Ballast		

Remarks

NOTES AND REMARKS

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

Show hereunder the amounts of the various kinds of fuel consumed by locomotive units and motors or other self-propelled rail cars in the service of the respondent during the year, and the number of kilowatt-hours for such tractive equipment as was propelled by electricity. The ton of 2,000 pounds should be used.

Kilowatt-hours, for entry in column (c) of section A, and column (h) of section B, are to be figures at high tension taps (point of production or point of purchase), and divided among the several classes of service, the division being made on the respondent's best estimate if actual figures are not available.

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight _____	519 153 668			
2	Passenger _____	2 173 357			
3	Yard switching _____	35 943 980			
4	Total _____	557 271 005			
5	Cost of Fuel* _____	\$ 548 810	\$	\$	\$
6	Work Train _____	905 810			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
7	Freight _____			
8	Passenger _____			
9	Yard switching _____			
10	Total _____	None		
11	Cost of Fuel* _____	\$ None	\$	\$
12	Work Train _____	None		

*Show cost of fuel charged to train and yard service (Functions 67-Loco. Fuels and 68-Electric Power Purchased/Produced for Motive Power). The cost stated for the various kinds of fuel should be the total charges in the accounts specified, including freight charges and handling expenses. The cost stated for electric current should be the total charges in the accounts enumerated. Fuel and power consumed by mixed and special trains that are predominantly freight should be included in freight service, but where the service of mixed or special trains is predominantly passenger, the fuel and power used should be included in passenger service. (Dollars in thousands)

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Unit Train, Way Train, and Through data under Items, 2, 3, 5, 7, and 13 shall be obtained from conductor's wheel reports (freight) or similar records. Unit Trains, for the purpose of this report, are defined as a solid train with a fixed, coupled consist operated continuously, in shuttle service under load from origin and delivered intact at destination, and returning empty for reloading at the same origin. Way Trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through Trains are those trains operated between two or more major concentration or distribution points. Do not include unit train statistics in way and through train statistics. A transportation train is a train transporting revenue freight or passengers or moving with empty cars prior or subsequent to such revenue service. A work train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment or company employees. Statistics for work trains should be reported under Item 12 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 12, but are to be reported in Items 5-17, 7-04, 8-02, 8-03, and 9-04 through 9-07 as instructed in notes I, K, and L.

(A) Miles of road operated at close of year, excluding industrial tracks, yard tracks, and sidings. Compute data for columns (b) and (c) by averaging mileage for each quarter.

(B) A train-mile is the movement of a train a distance of one-mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as one mile. Train miles-running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.

(C) A locomotive is a self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit one mile under its own power. Include miles made by all locomotive units. In spaces marked "type" indicate type of motive power (electric, etc.), accumulating unit-miles reported. Types making less than 2 percent of total miles for service need not be segregated. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(D) All locomotive unit-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instructions (B) regarding fractions and official time-tables for computing locomotive-miles.

(E) Train switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in such service. Include miles allowed train locomotives for performing switching service at terminals and Way stations.

(F) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(G) A motorcar is a self-propelled unit of equipment designed to carry freight or passenger traffic, and is not considered a locomotive. Include miles of all motorcars and trailing units.

(H) Use car designations shown in Schedule 710. Report under Railroad owned and leased miles. Items 5-1 and 5-11 both foreign cars and respondents' own cars while on the line of the respondent railroad. Report in Items 5-13 and 5-15 miles for private-line cars (whether under railroad control or not) and shipper owned cars under the private-line category. A car-mile is a movement of a unit of car equipment a distance of one mile. Report miles made by flatcars carrying loaded highway trailers or empty highway trailers moving under revenue billings as loaded freight car-miles and miles made by flatcars carrying other empty highway trailers as empty freight car-miles. Exclude miles made by motorcars and report miles made by business cars of other than reporting carrier as sleeping car-miles in Item 6-03. Report mail, express baggage cars and combination cars other than 6-02 combination cars, in Item 6-05.

(I) Exclude from Items 5-01, 5-11, 5-13, and 5-15 Car-Miles of work equipment, cars carrying company freight and no-payment cars moving in transportation trains. Include such car-miles in Item 5-17 and 5-18. No payment car-miles are miles made by private-line cars (other than railroad controlled) and shipper-owned cars for which the railroad does not reimburse the owner on a loaded and/or empty mile basis. That is, if the payment for the loaded miles includes the empty miles, the loaded and empty miles should not be considered no-payment car miles.

(J) Report miles actually run by passenger-train cars in transportation service. Passenger-train car-miles include miles run by coaches and cars in which passengers are carried at regular tariff fares without extra charge for space occupied; miles run by combination passenger and baggage, passenger and mail, passenger and express; miles run by sleeping, parlor and other cars for which an extra fare is charged; miles run by dining, cafe, and other cars devoted exclusively to the serving of meals and other refreshments and by club, lounge, and observation cars; miles run by railway business cars operated for the transportation of the carriers officers and employees; miles run by other passenger-train cars where services are combined such as baggage, express and mail.

(K) Compute from conductors' or dispatchers' train reports or other appropriate source, weight in tons (2,000 pounds). Item 7-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 7-02 and 7-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight (and their contents). Use 150 lbs. as the average weight per passenger, and 4 tons as the average weight of contents of each headend car.

(L) Compute from conductors' train reports or other appropriate source. Ton-miles represent the number of tons of revenue and non-revenue freight moved one mile in transportation train. Include net ton-miles in motorcar trains. Exclude local shipment of freight handled in mixed baggage express cars. Total Ton-Miles Revenue Freight, should correspond to the Ton-Miles reported on Form CBS.

(M) Road service represents elapsed time of transportation trains (both ordinary and light) between time of assignment at initial terminals and time of completion of work at final terminals including train switching at way stations and delays on road as shown by conductors' or dispatchers' train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service initial, intermediate and final at terminals and way stations. A train hour is independent of the number of locomotives in the train.

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(N) Yard switching hours expended in switching service performed by yard crews in yards where regular switching service is maintained, including terminal switching and transfer service in connection with the transportation of revenue and incidentally of company freight. Hours in yard switching are independent of the number of locomotives used.

(O) Work-train miles include the miles run by trains engaged in company service such as official inspection; inspection trains for railway Commissioners for which no revenue is received; trains running special with fire apparatus to save carrier's property from destruction; trains run for transporting the carrier's employees to and from work when no transportation charge is made; wrecking trains, trains run solely for the purpose of transporting company material; trains run for distributing material and supplies for use in connection with operations and all other trains used in work-train services. Exclude miles run by locomotives while engaged incidentally in switching company materials in company shops or material yards in connection with regular yard switching service or in switching equipment for repairs between yards and shops.

(P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded in: (1) a way train from the origination point; (2) in two through trains; and (3) in a way train to the destination point, the total count of loaded cars would be four—two counts for the movements in the way trains and two counts for the movement in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count plus one count for each subsequent physical transfer between trains on respondent

s lines. No additional count is given because of crew change or changes in track identification number unless there is a physical transfer of the car between trains. Each car moving under revenue billing shall be considered as loaded cars.

(Q) Report vehicles (TOFC trailers/containers, automobiles and trucks) loaded and unloaded to and from TOFC and multiple level freight cars when the work is performed at the railroad's expense.

(R) Report total number of loaded revenue trailers/containers picked up plus trailers/containers delivered, when the work is performed at the railroad's expense.

(S) Report under Marine Terminals, Item 16, the tons loaded onto and unloaded from marine vessels at the expense of the reporting railroad.

(T) Report the total number of foreign per diem cars on line. Foreign Per Diem Cars refers to freight cars other than cabooses owned by other railroads, whose interline rental is settled on a per diem basis under the code of per diem rules.

Carriers will be governed by local conditions in determining whether a car at an interchange point should be considered as "on line". Unserviceable cars include cars out of service in connection with repair work. It includes cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting switching, cars awaiting movement to repair tracks held in train yard (excluding cars which are to be repaired in train yard without loss of time), cars moving empty in trains en route to shops, and cars stored awaiting disposition.

Surplus cars are cars which are in serviceable condition available for loading at the initial count on the last day of the year, but which have not been placed for loading within 48 hours. A record shall be made of all such cars on hand at 12:01 a.m. of the day following the last day of each year and a count of the same cars made 48 hours later to ascertain those still not placed for loading. The count of surplus cars shall include cars assembled in advance to meet loading requirements of more than one day, cars which have not been moved because of infrequent train service as on branch lines, cars set aside or stored for special or future loading such as perishables, grain, autos, rough freight, et cetera, cars stored because of seasonal decline in traffic, such as coal cars, ore cars, et cetera. The count of surplus cars shall not include cars out of service in connection with repairs, cars actually moving en route to owners, cars moving on car service order, cars in transit to loading points on holding road or to another road. The phrase "placed for loading" refers to (1) physical switching of a car into position for loading (2) physical switching of a car into possession of a shipper who will subsequently move it to loading position; and (3) physical switching onto tracks at a freight house, pier, et cetera, for the purpose of being loaded.

NOTES AND REMARKS

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ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)	ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
1. Miles of Road Operated (A)	1	27 109	38	5. Freight Car-Miles: (Thousands) (H)			
2. Train Miles-Running (B)				5-01 RR Owned & Leased Cars-Loaded			
2-01 Unit Trains	2	16 785 393		5-010 Box-Plain 40-Foot	27	42 309	
2-02 Way Trains				5-011 Box-Plain 50-Foot & Longer	28	197 477	
2-020 Diesel Locomotives	3	7 233 550		5-012 Box-Equipped	29	142 090	
2-021 Other Locomotives	4			5-013 Gondola-Plain	30	102 474	
2-03 Through Trains				5-014 Gondola-Equipped	31	24 929	
2-030 Diesel Locomotives	5	34 053 478	753 397	5-015 Hopper-Covered	32	171 753	
2-031 Other Locomotives	6			5-016 Hopper-Open Top-General Service	33	195 242	
2-04 Total Train Miles (lines 2-6)	7	58 072 421	753 397	5-017 Hopper-Open Top-Special Service	34	28 803	
2-05 Motorcars	8			5-018 Refrigerator-Mechanical	35	45 126	
2-06 Total, All Trains (lines 7, 8)	9	58 072 421	753 397	5-019 Refrigerator-Non-Mechanical	36	50 404	
3 Locomotive Unit Miles: (C)				5-020 Flat-TOFC/COFC	37	22 978	
Road Service: (D)				5-021 Flat Multi-Level	38	5 448	
3-01 Unit Trains	10	65 801 305		5-022 Flat-General Service	39	11 591	
3-02 Way Trains				5-023 Flat-All Other	40	49 751	
3-020 Diesel	11	14 284 057		5-024 All Other Car Types-Total	41	75 723	
3-021 All Other (Type)	12			5-025 Total (lines 27-41)	42	1 166 098	
3-03 Through Trains				5-11 RR Owned & Leased Cars-Empty			
3-030 Diesel	13	116 954 626	758 317	5-110 Box-Plain 40-Foot	43	48 835	
3-031 All Other (Type)	14			5-111 Box-Plain 50-Foot & Longer	44	173 928	
3-04 Total (lines 10-14)	15	197 039 988	758 317	5-112 Box-Equipped	45	137 239	
Train Switching: (E)				5-113 Gondola-Plain	46	100 286	
3-11 Diesel	16	4 908 698		5-114 Gondola-Equipped	47	25 493	
3-12 A. Other (Type)	17			5-115 Hopper-Covered	48	179 835	
3-13 Total (lines 16, 17)	18	4 908 698		5-116 Hopper-Open Top-General Service	49	203 996	
Yard Switching: (F)				5-117 Hopper-Open Top-Special Service	50	29 183	
3-21 Diesel	19	13 165 892	45 878	5-118 Refrigerator-Mechanical	51	42 128	
3-22 All Other (Type)	20			5-119 Refrigerator-Non-Mechanical	52	42 244	
3-23 Total (lines 19, 20)	21	13 165 892	45 878	5-120 Flat-TOFC/COFC	53	3 013	
3-31 Total All Services (lines 15, 18, 21)	22	215 114 578	804 195	5-121 Flat-Multi-Level	54	4 997	
4 Motorcar Car-Miles: (Thousands) (G)				5-122 Flat-General Service	55	11 414	
4-01 Diesel	23			5-123 Flat-All Other	56	50 419	
4-02 Electric	24			5-124 All Other Car Types	57	82 440	
4-03 All Other	25			5-125 Total (lines 43-57)	58	1 135 450	
4-04 Total (lines 23-25)	26						

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ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)	ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
5-13 Private Line Cars-Loaded (H)				5-164 Tank-Under 22,000 Gallons	91	34 359	
5-130 Box-Plain 40-Foot	59	39		5-165 Tank-22,000 Gallons and Over	92	22 802	
5-131 Box-Plain 50-Foot & Longer	60	19 523		5-166 All Other Car Types	93	22 780	
5-132 Box-Equipped	61	73		5-167 Total (lines 77-93)	94	341 408	
5-133 Gondola-Plain	62	3 204		5-17 Work Equipment & No Payment Cars-Miles (I)			
5-134 Gondola-Equipped	63	142		5-170 Unit Trains	95	1 141 198	
5-135 Hopper-Covered	64	134 696		5-171 Way Trains	96	8 123	
5-136 Hopper-Open Top-General Service	65	402		5-172 Through Trains	97	62 643	
5-137 Hopper-Open Top-Special Service	66	442		5-173 Total (lines 95-97)	98	1 211 964	
5-138 Refrigerator-Mechanical	67	1 286		5-18 Total Car-Miles by Train Type:			
5-139 Refrigerator-Non-Mechanical	68	24 335		5-180 Unit Trains	99	1 721 335	
5-140 Flat-TOFC/COFC	69	264 706		5-181 Way Trains	100	149 165	
5-141 Flat-Multi-Level	70	43 370		5-182 Through Trains	101	2 568 039	
5-142 Flat-General Service	71	1 235		5-183 Total (lines 99-101)	102	4 438 539	
5-143 Flat-All Other	72	20 356		5-19 Caboose Miles	103	61 086	
5-144 Tank Under 22,000 Gallons	73	29 263		6. Passenger Car-Miles: (Thousands) (J)			
5-145 Tank-22,000 Gallons and Over	74	18 131		6-01 Coaches	104	32	4 370
5-146 All Other Car Types	75	22 413		6-02 Combination, Passenger Cars	105		
5-147 Total (lines 59-75)	76	583 619		6-03 Sleeping and Parlor Cars	106	18	
5-15 Private Line Cars-Empty (H)				6-04 Dining, Grill and Tavern Cars	107	8	
5-150 Box-Plain 40-Foot	77	47		6-05 Head-end Cars (Other than 6-02)	108	61	
5-151 Box-Plain 50-Foot & Longer	78	3 481		6-06 Total (lines 104-108)	109	119	4 370
5-152 Box Equipped	79	79		6-07 Business Cars	110	65	
5-153 Gondola-Plain	80	3 300		6-08 Crew Cars (Other than C cabooses)	111		
5-154 Gondola-Equipped	81	296		7. Gross Ton-Miles: (Thousands) (K)			
5-155 Hopper-Covered	82	148 377		7-01 Road Locomotives	112	35 035 537	125 122
5-156 Hopper-Open Top-General Service	83	386		7-02 Freight Trains, Crs., Cnts., and Caboose			
5-157 Hopper-Open Top-Special Service	84	435		7-020 Unit Trains	113	38 690 070	
5-158 Refrigerator-Mechanical	85	1 100		7-021 Way Trains	114	9 362 131	
5-159 Refrigerator-Non-Mechanical	86	25 878		7-022 Through Trains	115	156 044 270	
5-160 Flat-TOFC/COFC	87	11 925		7-03 Passenger-Trains, Crs., and Cnts.	116	14 243	285 219
5-161 Flat-Multi-Level	88	41 656		7-04 Non-Revenue	117	537 723	
5-162 Flat-General Service	89	1 454		7-05 Total (lines 112-117)	118	339 683 974	410 341
5-163 Flat-All Other	90	23 053					

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ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)	ITEM DESCRIPTION (a)	LINE NO.	FREIGHT TRAIN (b)	PASSENGER TRAIN (c)
8. Tons of Freight (Thousands)				14. TOFC/COFC-Number of Rev. Trailers & Containers Loaded & Unloaded (Q)	137	201 966	
8-01 Revenue	119	246 957		15. Multi-Level Cars-Number of Motor Vehi- cles Loaded & Unloaded (Q)	138	54 090	
8-02 Non-Revenue	120	801		16. TOFC/COFC Number of Rev. Trailers Picked Up and Delivered (R)	139	36 284	
8-03 Total (lines 119, 120)	121	247 758		17. Revenue Tons-Marine Terminals (S)			
9. Ton-Miles of Freight (Thousands)(L)				17-01 Marine Terminals-Coal	140	4 736 183	
9-01 Revenue-Road Service	122	156 619 423		17-02 Marine Terminals-Ore	141	12 685 143	
9-02 Revenue-Lake Transfer Service	123			17-03 Marine Terminals-Other	142		
9-03 Total (lines 122, 123)	124	156 619 423		17-04 Total (lines 140-142)	143	17 421 326	
9-04 Non-Revenue-Road Service	125	314 660		18. Number of Foreign Per Diem Cars on Line (T)			
9-05 Non-Revenue-Lake Transfer	126			18-01 Serviceable	144	21 399	
9-06 Total (lines 125, 126)	127	314 660		18-02 Unserviceable	145	393	
9-07 Total-Revenue & Non-Revenue (lines 124, 127)	128	156 934 083		18-03 Surplus	146	1 872	
10. Train Hours: (M)				18-04 Total Lines 144-146	147	23 664	
10-01 Road Service	129	2 478 094	22 357				
10-02 Train Switching	130	415 194					
11. Total Yard-Switching Hours (N)	131	2 175 778	7 646				
12. Train-Miles Work Trains: (O)							
12-01 Locomotives	132	492 288					
12-02 Motorcars	133						
13. Number of Loaded Freight Cars: (P)							
13-01 Unit Trains	134	1 585 733					
13-02 Way Trains	135	1 609 527					
13-03 Through Trains	136	4 190 964					

760. GRADE CROSSINGS A—Railroad With Railroad

1. A crossing of a railroad with a railroad means the intersection of all the tracks on one right-of-way with all of the tracks on another right-of-way, whether or not owned or operated by the same company; thus, the intersection of one double-track line with another double-track line shall be reported as one crossing. Each such crossing shall be reported only by the carrier who performs the actual maintenance of the signal or interlocking protection, if so provided, or by the carrier who maintains the crossing frogs where no protection exists. The carrier which actually performs the maintenance shall be the reporting carrier, even though other party, or parties, assume a part or all of the expense of such maintenance. Where portions of the apparatus are maintained by two or more companies, as for example—the condition where one crossing frog is maintained by one company and the second frog by the other company, agreement should be made between carriers as to which shall report. Report should be made of each crossing, whether main line, branch line, or switching tracks are involved, so long as separate rights-of-way are involved, regardless of whether or not the

rights-of-way involved are owned or leased by the same company. A cross-over from one track to another on the same right-of-way, or the use of a crossing frog for the intersection of two tracks in the same right-of-way, is not to be considered as a crossing in this connection. If one right-of-way intersects two or more rights-of-way in the same vicinity a separate crossing shall be reported for each such intersection, even though all are controlled by one interlocking plant. In such case, this fact should be explained in a footnote in order that the interlocking plant may not be counted more than once.

2. The term "Protection" as used in this connection should include all signalling or derailing devices which may restrict the use of the crossing by either carrier. It shall not include stationary or other cautionary signs which merely indicate the proximity of a crossing. Where crossings are protected by more than one of the types of protection shown in columns (b) to (f) inclusive, the kind of protection, etc., should be reported in only one classification and that of the more elaborate type.

Line No.	Number of crossings (a)	Interlocking (b)	Automatic signals (automatic interlocking) (c)	Derails on one line, no protection on other (d)	Hand-operated signals, without interlocking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year	43	111	8	6	65	233	288	521
2	Crossing added: New crossings								
3	Change in protection		1				1		1
4	Crossings eliminated: Separation of grade		3				3	1	4
5	Change in protection				1		1		1
6	Other causes	1	2				3	7	10
7	Number at close of year	42	107	8	5	65	227	280	507
	Number at Close of Year by States:								
8	Alabama	1	8			6	15	26	41
9	Arkansas		9	4		2	15	4	19
10	California		1				1		1
11	Colorado	1					1	6	7
12	Florida								
13	Idaho								
14	Illinois	7	1			3	11	3	14
15	Iowa	4	4				8	23	31
16	Kansas		8			10	18	1	19
17	Minnesota		23		1		24	45	69
18	Mississippi		2				2	4	6
19	Missouri	8	9		1	11	29	48	77
20	Montana		1			1	2		2
21	Nebraska	9	11	1		2	23	14	37
22	New Mexico								
23	North Dakota	1	5		3	1	10	9	19
24	Oklahoma	3	9			17	29	10	39
25	Oregon							6	6
26	South Dakota		5				5	9	14
27	Tennessee					4	4	11	15
28	Texas	2	3			1	6	1	7
29	Washington	6	1	3		7	17	43	60
30	Wisconsin		4				4	15	19
31	Wyoming							1	1
32	BC		3				3	1	4
33									
34									
35									

760. GRADE CROSSINGS—Continued B—Railroad With Highway

1. A highway grade crossing is to be regarded as a single crossing of all of the tracks within the adjacent owned or leased right(s) of way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at the same grade to the extent that the tracks are located within the limits of a single set of grade crossing signs or protective devices having an integrated set of actuating circuits.

2. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads or driveways not dedicated to public use. All crossings of tracks at grade with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad right-of-way.

3. A private grade crossing which becomes public during the year should be reported as a new grade crossing. A grade crossing of a dual or multi-lane highway should be reported as one crossing. In the classification of protection, a crossing having more than one of the classes of protection listed below should be reported once only, using the furthest left column that applies. To avoid

duplicate reporting of jointly owned, jointly maintained or jointly used crossings, one railroad shall be designated the reporting road by mutual agreement of the interested parties.

4. In columns (b) and (c) include grade crossings with or without audible signals. In columns (d) and (e) include grade crossings with or without any type of audible or visible supplemental device. Exclude from columns (f) and (g) those crossings where train movement is protected only by a member of the train crew. Audible signals reportable in column (h) include any train-actuated bell, whistle, siren or other audible device located adjacent to the crossing. Other automatic signals reportable in column (i) include wigwags, Highway Traffic Signals or special types of train-actuated devices with or without audible supplements. Include in column (i), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 9 and 10 should be equal, resulting in no change in the total number of crossings.

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE

Line No.	Item of Annual Change (a)	Automatic gates with flashing lights (b)	Automatic flashing light signals (c)	Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad Crossing" crossbuck (k)	Crossbuck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
				24 hours per day (d)	Less than 24 hours per day (e)	Less than 24 hours per day (f)	Less than 24 hours per day (g)								
1	Number at beginning of year	1 402	2645	9	1	7	19	23	407	4 513	18 124	2 223	362	1 304	26 526
2	Added: By new, extended or relocated highway	10	1							11	6			1	18
3	By new, extended or relocated railroad	2	52					3		57	64			75	196
4	Total added	12	53					3		68	70			76	214
5	Eliminated: By closing or relocation of highway	1								1	21	4	1	2	29
6	By relocation or abandonment of railroad	12	27						1	40	390			16	446
7	By separation of grades	1	1							2	1	6			9
8	Total eliminated	14	28						1	43	412	10	1	18	484
9	Changes in protection: Number of each type added	136	53							189	10		1	2	202
10	Number of each type deducted		36		1				2	39	141	7		15	202
11	Net of all changes	134	42		(1)			3	(3)	175	(473)	(17)		45	(270)
12	Number at close of year	1 536	2 687	9		7	19	26	404	4 688	17 651	2 206	362	1 349	26 256
13	Number at close of year by States:														
14	Alabama	10	50							60	288		20	44	412
15	Arkansas	17	71						1	89	364			73	526
16	California	1								1	22	1			24
17	Colorado	23	32						9	64	230	7	15	37	353
18	Florida	19	24							43	22		4	5	74
19	Idaho	17	8						15	40	138	1	2	20	201
20	Illinois	218	356	1				10	28	613	728	343		136	1 820
21	Iowa	115	76			3				194	630	236		30	1 090
22	Kansas	44	85					1	2	132	930	5		19	1 086
23	Minnesota	212	258				2		70	542	1 778	782	68		3 170
24	Mississippi	5	38							43	14		111	1	169
25	Missouri	59	497	2		4	4	12	13	591	1 543	161	4	160	2 459
26	Montana	107	163						1	271	1 250	26	6	155	1 708
26	(Continued)														

760. GRADE CROSSINGS—Continued B—Railroad With Highway

1. A highway grade crossing is to be regarded as a single crossing of all of the tracks within the adjacent owned or leased right(s) of way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at the same grade to the extent that the tracks are located within the limits of a single set of grade crossing signs or protective devices having an integrated set of actuating circuits.

2. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads or driveways not dedicated to public use. All crossings of tracks at grade with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad right-of-way.

3. A private grade crossing which becomes public during the year should be reported as a new grade crossing. A grade crossing of a dual or multi-lane highway should be reported as one crossing. In the classification of protection, a crossing having more than one of the classes of protection listed below should be reported once only, using the furthest left column that applies. To avoid

duplicate reporting of jointly owned, jointly maintained or jointly used crossings, one railroad shall be designated the reporting road by mutual agreement of the interested parties.

4. In columns (b) and (c) include grade crossings with or without audible signals. In columns (d) and (e) include grade crossings with or without any type of audible or visible supplemental device. Exclude from columns (f) and (g) those crossings where train movement is protected only by a member of the train crew. Audible signals reportable in column (h) include any train-actuated bell, whistle, siren or other audible device located adjacent to the crossing. Other automatic signals reportable in column (i) include wigwags, Highway Traffic Signals or special types of train-actuated devices with or without audible supplements. Include in column (l), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 9 and 10 should be equal, resulting in no change in the total number of crossings.

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE

Line No.	Item of Annual Change (a)	Automatic gates with flashing lights (b)	Automatic flashing light signals (c)	Gates manually operated		Watchmen only		Audible signals only (h)	Other automatic signals (i)	Total indicating warning of train approach (j)	"Railroad crossing" crossbuck (k)	Cross-buck signs with other fixed signs (l)	Other fixed signs only (m)	No signs or signals (n)	Total crossings at grade (o)
				24 hours per day (d)	Less than 24 hours per day (e)	24 hours per day (f)	Less than 24 hours per day (g)								
1	Nebraska	150	199						36	385	2 055	75	3	90	2 608
2	North Dakota	177	145	6					14	342	3 626	34	12	118	4 132
3	Oklahoma	36	238					1	5	280	1 350			70	1 700
4	Oregon	73	44						7	124	211	157	83	62	637
5	South Dakota	3	32						4	39	296	221		11	567
6	Tennessee	13	11							24	72			3	99
7	Texas	6	63					1		70	113			9	192
8	Washington	150	188				13	1	193	545	1 728	55	32	270	2 630
9	Wisconsin	42	26						6	74	137	71	2	4	288
10	Wyoming	33	59							92	88	31		27	238
11	British Columbia	6	24							30	38			5	73
12															
13															
14	*Revised to include prior years adjustment														
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761. GRADE SEPARATIONS Highway-Railroad

1. (a) A highway-railroad grade separation is to be regarded as a single crossing of all of the tracks within the owned or leased right-of-way or contiguous rights-of-way of the railroad(s) at the point of intersection with a publicly maintained highway, street or avenue at separate grades.

(b) Not to be included are structures which serve some major purpose other than the avoidance of conflict of railway movements with highway movements and which contain no design features required for accommodation of the intersecting traffic flow as in the case of major tunnels.

(c) In order to avoid duplicate reporting and possible confusion, in reporting grade separations used or maintained by more than one railroad, the interested parties in each case should designate one line to be the reporting railroad.

2. All separated crossings of tracks with public roads and streets should be included if any railroad operations are conducted thereover by the reporting company whether or not the track is located on railroad owned right-of-way.

3. Not to be included are crossings of tracks with private roads leading to or within industrial plants, or with other roads not dedicated to public use.

4. A private crossing which becomes public during the year should be reported as a new crossing.

5. A crossing of a dual or multi-lane highway should be reported as one crossing.

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year	1 647	1 411	3 058
2	Added: By new, extended or relocated highway	11	3	14
3	By new, extended or relocated railroad	10	34	44
4	By elimination of grade crossing	8	1	9
5	Total added	29	38	67
6	Deducted: By closing or relocation of highway	2	1	3
7	By relocation or abandonment of railroad	30	32	62
8	Total deducted	32	33	65
9	Net of all changes	(3)	5	2
10	Number at close of year	1 644	1 416	3 060
	Number at close of year by States:			
11	Alabama	43	18	61
12	Arkansas	18	33	51
13	California	1	1	2
14	Colorado	20	13	33
15	Florida	5	1	6
16	Idaho	22	29	51
17	Illinois	146	157	303
18	Iowa	108	80	188
19	Kansas	39	18	57
20	Kentucky	6	5	11
21	Minnesota	221	144	365
22	Mississippi	12	6	18
23	Missouri	161	151	312
24	Montana	124	79	203
25	Nebraska	141	113	254
26	North Dakota	56	65	121
27	Oklahoma	70	111	181
28	Oregon	30	35	65
29	South Dakota	23	27	50
30	Tennessee	14	15	29
31	Texas	11	8	19
32	Washington	299	245	544
33	Wisconsin	18	34	52
34	Wyoming	40	27	67
35	B.C.	16	1	17
36				
37				

800. CONTRACTS, AGREEMENTS, ETC.

1. Hereunder give a concise statement of each important contract, agreement, arrangement, etc., with other companies or persons, together with important revisions, modifications, terminations, and other changes thereof, which became effective during the year, and concerned in any way the rail transportation of persons or items at other than tariff rates, or the purchase of equipment under conditional sales plans without the issuance of securities by respondent, making such statements in the following order:

- (a) Freight or transportation companies or lines.
- (b) Other railway companies.
- (c) Steamboat or steamship companies.
- (d) Telegraph companies.
- (e) Telephone companies.
- (f) Equipment purchased under conditional sales contracts.
- (g) Routing traffic of affiliated companies.
- (h) Other contracts.

2. Under item 1(b), include particulars of joint facility arrangements entered into during the year by the respondent, including those maintained or operated by other carriers as well as those maintained or operated by respondent. For each joint facility, give a brief statement of the basis or bases on which revenues, expenses, taxes, interest on investment, and other items, if any, related to the facility are apportioned among the carriers using the facility or otherwise deriving benefit therefrom.

3. Under item 1(f), give particulars of conditional sales agreements, lease or rental contracts, and other similar instruments, entered into by respondent for the purchase of equipment, which provide for payment in installments and do not involve the issuance of securities by respondent. State the names of the parties to the contracts or agreements, the number of units of each class of equipment covered, and the terms and conditions of payment.

4. Under item 1(g), give particulars of arrangements, written or

oral with affiliated companies for routing of traffic. Through route arrangements for handling of traffic interchanged with carrier affiliates should not be reported.

5. Under item 1(h), Other contracts, describe briefly the particulars of all contracts or agreements, including estimated amounts receivable, under which a government agency, or instrumentality thereof, seeks to assist respondent with grants or aid for providing passenger commuter or other passenger-train services.

6. Information concerning contracts of minor importance may be omitted. A contract of minor importance is defined as one involving receipts or payments of less than \$50,000 per year, and which, by its terms, is otherwise unimportant.

7. In lieu of giving abstracts, copies of contracts may be filed. Every copy of a contract furnished in connection with the foregoing requirement should be listed hereunder.

8. The basis for computing receipts and payments should be fully stated in the case of each such contract, agreement, or arrangement.

9. Compliance with the requirements of this schedule does not relieve the respondent of the duty placed upon common carriers by section 6(5), Part I, of the Interstate Commerce Act, which reads as follows:

"Every common carrier subject to this part shall also file with said Commission copies of all contracts, agreements, or arrangements with other common carriers in relation to any traffic affected by the provisions of this part to which it may be a party. Provided, however, that the Commission, by regulations, may provide for exceptions from the requirements of this paragraph in the case of any class or classes of contracts, agreements, or arrangements, the filing of which, in its opinion, is not necessary in the public interest."

a, c, d, e, g, h, none

- (b) Illinois Central Gulf Railroad Company - Cancellation of agreement dated February 13, 1980 covering run-through of IC Gulf locomotives and cabooses on unit trains between Kegley, Illinois and Cook, Illinois via Chiles, Kentucky.

Illinois Central Gulf Railroad Company - Cancellation of agreement dated March 30, 1943 covering BN's use of track and facilities between Mexico and Francis, Missouri.

Chicago & North Western Transportation Company - Agreement dated November 1, 1979 covers C&NW's use of BN's "Short Line" between St. Paul and Minneapolis. This terminates the previous agreement Controllers G-5, dated September 25, 1879. Rental billed in 1981 was \$226,178.00.

Chicago & North Western Transportation Company - Agreement dated May 4, 1981 covers C&NW's use of BN's White Bear Line between St. Paul, Minnesota and Allouez, Wisconsin. Bills for rental will be \$34,880.36 per month when C&NW's begins to use the line. C&NW will also pay its use proportion of M&O expense which is based on car counts.

(b) Continued...

Kansas City Southern and Louisiana and Arkansas Railway Company - Agreement dated February 1, 1981 covers run-through of locomotives and cabooses in unit coal trains from Belle Ayr and Eagle Butte, Wyoming to Welsh, Texas; Amsterdam, Missouri and Flint Creek, Arkansas via Kansas City, Missouri. Bills or payments are made for fuel imbalance, caboose rental and repairs.

Missouri-Kansas-Texas Railroad Company - Agreement dated January 4, 1981 covering the run-through of locomotives and cabooses in unit coal trains from Caballo Jct., Wyoming to Pryor, Oklahoma via Kansas City, Missouri. Bills or payments are made for fuel imbalance, caboose rental and repairs.

Milwaukee Road - BN purchased various property and facilities from MILW Road for \$21,021,527.00 in one payment on March 5, 1981.

Ft. Worth and Denver Railway Company - Agreement dated September 30, 1981 provides for BN's lease to FWD of various property between Denver, Colorado and Texline Texas previously owned by Colorado & Southern Railway. Rental on the Texline Section is \$2,669,500.00 annually with maintenance to be performed by FWD at FWD expense. FWD will pay a flat rate for maintenance on the Denver Section of \$15,720.00 per month and rental will be included in a monthly flat rate to be determined later covering switching, inspections, yard services and freight agency services.

Louisville & Nashville Railroad Company - Agreement dated January 1, 1981 provides for BN to switch L&N cars into and out of St. Regis Paper Company at North Pensacola, Florida. L&N pays its car count proportion of M&O and switching expenses which is averaging over \$30,000.00 per month.

- (f) First Trust Company of St. Paul - Equipment Trust of 1981, series one dated January 1, 1981 covering 1,000 covered hopper cars, 200 Woodchip Cars, 100 Taconite hopper cars and 42 cabooses. Trust Certificates were issued in the aggregate total amount of \$52,500,000.00. Interest paid in 1981 was \$3,724,219.00.

Mercantile Safe Deposit & Trust Company - Agreement dated October 15, 1980 whereby BN leases 10 locomotives for 16 years. Purchase price is \$7,039,700.00. Rental payments to be at various percentages (9.95526670% for the first eight payments and 12.16754814% for the last eight payments) of the Purchase Price. No payment was made in 1981; however, \$701,888.00 was accrued.

Wells Fargo Leasing Corporation - Agreement dated November 1, 1980 covering lease of 20 trailers. Cost of equipment \$188,720.00. BN shall pay total sum of \$195,667.08 in 84 consecutive monthly installments of \$2,329.37. Rental paid in 1981 was \$32,611.00.

North American Car Corporation - Agreement dated November 10, 1980 covering 20 covered hopper cars. Monthly rental shall be \$550.00 per car. Rental paid in 1981 was \$132,000.00.

(f) Continued...

Liberty National Leasing Company - Agreement dated February 6, 1981 covering lease of various pieces of maintenance of way equipment. Purchase price not to exceed \$2,347,000.00. Payments shall be made in 15 consecutive semi-annual payments in an amount equal to 9.2174% multiplied by the purchase price of each unit. No expense in 1981.

Mercantile Safe Deposit & Trust Company - Agreement dated November 1, 1980 covering 55 locomotives. Purchase price is \$42,796,000.00. Sixteen consecutive annual payments shall be made at various percentages (10.1572% for the first eight payments and 12.4143% for the last eight payments) of the purchase price. No expense in 1981.

Railroad Car Enterprises - Agreement dated February 1, 1981 covering lease of 50 Tri-level auto racks. BN shall make 32 consecutive quarterly payments of \$1,315.00 per unit of equipment accepted under lease. No expense in 1981.

First National Bank of Minneapolis - Agreement dated April 1, 1981 covering lease of 100 auto racks. Purchase price \$4,688,442.00. Rental to be paid in 18 consecutive semi-annual payments at 7.074828% of the purchase price. Regular Rental in 1981 - none. Interim rental \$221,267.00.

PLM Railcar Services, Inc. - Agreement dated April 1, 1980 covering lease of 20 covered hopper cars. BN shall pay \$350.00 per car per month. Rental paid in 1981 \$83,355.00.

Monumental Life Insurance Company and Volunteer State Life Insurance Company - Agreement dated January 2, 1981, Conditional Sale Agreement covering 79 box cars. Purchase price \$2,330,500.00. Interest at a per annum rate of 9.83%. Interest paid in 1981 to Monumental Life Insurance Company \$38,934.00 and to Volunteer State Life Insurance Company \$18,339.00.

850. COMPETITIVE BIDDING—CLAYTON ANTITRUST ACT

Section 10 of the Clayton Antitrust Act (15 U.S.C. 20) states that "no common carrier engaged in commerce shall have any dealings in securities, supplies or other articles of commerce, or shall make or have any contracts for construction or maintenance of any kind, to the amount of more than \$50,000, in the aggregate, in any one year, with another corporation, firm, partnership or association when the said common carrier shall have upon its board of directors or as its president, manager or as its purchasing or selling officer, or agent in the particular transaction, any person who is at the same time a director, manager, or purchasing or selling officer of, or who has any substantial interest in, such other corporation, form, partnership or association, unless and

except such purchases shall be made from, or such dealings shall be made with, the bidder whose bid is the most favorable to such common carrier, to be ascertained by competitive bidding under regulations to be prescribed by rule or otherwise by the Interstate Commerce Commission." The specification for competitive bids is found in the Code of Federal Regulations, Part 1010-Competitive Bids through Part 1010.7 - Carriers Subject to the Interstate Commerce Act.

In column (g), identify the company awarded the bid by including company name and address, name and title of respondent officers, directors, selling officer, purchasing officer and/or general manager that has an affiliation with the seller.

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1	Purchase of locomotive	Jan. 28, 30	381-1	2	Best bids.	3/10/81	Engine Parts Div'n.
2	engine bearings, hot	Feb. 4 & 6,					and Instruments Div'n.
3	box detector recorders,	1981.					Gould, Inc.
4	parts and chart paper.						Director:
5							W. John Driscoll
6							President, Green
7							Valley Holding Co.
8							
9	Purchase of primary and	Apr. 15, 17,	581-2	2	Best bids.	5/31/81	Power Systems Division
10	storage batteries for	23&24, 1981					and McGraw-Edison
11	signal systems, electri-						Service Group, McGraw-
12	cal components and						Edison Co.
13	traction motors for						Director:
14	diesel locomotives.						R. D. Alworth
15							Chairman of the Board,
16							Oneida Realty Co.
17							
18							
19							
20							
21							
22							
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900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule 110 of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$75,000 or more in total compensation during the year.

2. The salary per annum to be entered in column (c) is the annual rate at which an employee is paid rather than the amount actually paid for a part of a year. If the salary of an individual was increased or decreased during the year, show salary before each change as well as at close of year.

3. If an officer, director, etc., receives compensation from one or more of the affiliated companies listed in Schedule 112 reference to this fact should be made if the aggregate compensation from all companies amounts to \$75,000 or more.

4. Report in column (d) the total amount of compensation other than annual salary paid to each listed employee during the year. This includes forms of nonmonetary compensation given which directly benefits each employee. Examples:

Fair value of property given, such as exclusive use of an automobile;

Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.;

Commissions, bonuses, shares in profits;

Contingent compensation plans;

Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan; Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$50,000.

Give the details of any plan not previously reported, the basis of determining the ultimate benefits payable, and the payments or provisions made during the year.

5. Also include in column (d) all remuneration paid, directly or indirectly, in the form of securities, options, warrants, rights or other property. Furnish particulars concerning any options, warrants, or rights issued or granted during the year including prices, expiration dates and other information relating to exercise of the options, warrants, or rights. Specify the amount of such securities or assets so entitled to be purchased by each officer, director, etc. (Dollars in thousands)

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1			\$	\$
2				
3				
4				
5	This schedule has been eliminated per			
6	Interstate Commerce Commission Docket No. 38590			
7				
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VERIFICATION

The foregoing report shall be verified by the oath of the officer having control of the accounting of the respondent. This report shall also be verified by the oath of the president or other chief officer of the respondent, unless the respondent states that such officer has no control over the respondent's accounting and reporting.

OATH

(To be made by the officer having control of the accounting of the respondent)

State of Minnesota

County of Ramsey

C. C. Roberts makes oath and says that he is Vice President, Accounting
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Burlington Northern Railroad Company
(Insert here the exact legal title or name of the respondent)

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

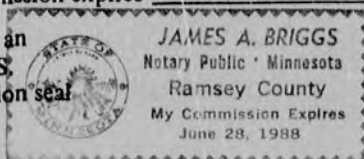
January 1, 1981, to and including December 31, 1981

C. C. Roberts
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 25th day of March, 1982

My commission expires June 28, 1988

Use an
L.S.
impression seal



James A. Briggs
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

(By the president or other chief officer of the respondent)

State of Minnesota

County of Ramsey

R. C. Grayson makes oath and says that he is President and Chief Executive Officer
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Burlington Northern Railroad Company
(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including

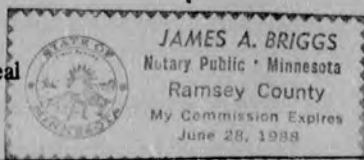
January 1, 1981, to and including December 31, 1981

R. C. Grayson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 25th day of March, 1982

My commission expires June 28, 1988

Use an
L.S.
impression seal



James A. Briggs
(Signature of officer authorized to administer oaths)

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SUPPLEMENTAL SCHEDULES

FOR THE

ANNUAL REPORT

OF



BURLINGTON NORTHERN RAILROAD

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1981

Name, official title, telephone number, and office address of officer in charge of correspondence with the Commission regarding this report:

(Name) C. C. Roberts (Title) Vice President, Accounting

(Telephone number) 612 298-2206
(Area code) (Telephone number)

(Office address) 176 East Fifth Street, St. Paul, Minnesota 55101
(Street and number, city, State, and ZIP code)

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200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	353	(21 565)
2	702	Temporary Cash Investments (Sch. 300)	424 858	209 533
3	703	Special Deposits (Sch. 300)	2 382	11 787
		Accounts Receivable		
4	705	- Interline and Other Balances	5 435	9 043
5	706	- Customers	139 410	133 793
6	707, 704	- Other	54 183	43 649
7	709, 708	- Accrued Accounts Receivables	237 810	279 628
8	708.5	- Receivables from Affiliated Companies	43 640	21 559
9	709.5	- Less: Allowance for Uncollectible Accounts	1 505	1 502
10	710, 711, 714	Prepayments (and working funds) (Sch. 300)	23 926	17 519
11	712	Materials and Supplies	274 796	359 205
12	713	Other Current Assets (Sch. 300)	823	1 065
13		Total Current Assets	1 206 111	1 063 714
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	38 455	22 681
15	721, 721.5	Investments and Advances; Affiliated Companies (Sch. 310)	503 389	411 990
16	737, 738	Property used in other than Carrier Operations (less depreciation \$ 48,499). (Sch. 325)	139 024	118 642
17	739, 741	Other Assets (Sch. 329)	25 581	13 069
18	743, 744	Other Deferred Debits (Sch. 329)	25 383	35 292
19		Total Other Assets	731 832	601 674
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	2 887 267	2 683 659
21		Equipment	1 921 692	1 918 133
22		Unallocated Items	27 762	81 161
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)	1 268 148	1 261 577
24		Net road and Equipment	3 568 573	3 421 376
25		Total Assets	5 506 516	5 086 764

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
		<u>Current Liabilities</u>	\$	\$
26	751	Loans and Notes Payable (Sch. 370)	-	46 294
27	752	Accounts Payable; Interline and Other Balances	1 082	2 706
28	753, 754	Other Accounts Payable	96 476	107 764
29	755, 756	Interest and Dividends Payable	44 457	42 001
30	757	Payables to Affiliated Companies	151 505	4 415
31	759	Accrued accounts Payable (Sch. 370)	410 404	343 034
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	85 942	107 732
33	763	Other Current Liabilities (Sch. 370)	42 220	55 032
34	764	Equipment obligations and other long-term debt due within one year	110 615	76 296
35		Total Current Liabilities	942 701	785 274
		<u>Non Current Liabilities</u>		
36	765, 767	Funded debt unmatured (See note below)	649 440	710 692
37	766	Equipment obligations	580 919	587 727
38	766.5	Capitalized Lease Obligations	60 196	65 447
39	768	Debt in default		
40	769	Accounts payable; Affiliated Companies	12 445	23 760
41	770.1, 770.2	Unamortized debt premium	(28 947)	(30 563)
42	781	Interest in default		
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	375 173	242 761
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	188 203	154 902
46		Total Noncurrent Liabilities	1 837 429	1 754 726
		<u>Shareholders' Equity</u>		
47	791, 792	Capital Stock: (Sch. 230)		
48		Common Stock	951 639	840 299
49		Preferred Stock	-	107 736
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)		
		Retained Earnings:		
52	797	Appropriated (221)	725	1 125
53	798	Unappropriated (220)	1 774 000	1 597 627
54	798.1	Net Unrealized loss on noncurrent marketable equity securities		
55	798.5	Less Treasury Stock		23
56		Net Stockholders Equity	2 726 386	2 546 764
57		Total Liabilities and Shareholders Equity	5 506 516	5 086 764

NOTES AND REMARKS

Most of our outstanding long-term debt requires periodic repayment of amounts we owe. The repayment requirements are \$110,615, \$111,032, \$90,700, \$85,353, and \$82,030 for the years ending December 31, 1982 thru 1986 respectively. Those amounts do not include repayment requirements that arise when mortgage property is sold. At December 31, 1981 we had purchased \$21,774 of our long-term debt to reduce the annual repayment requirements specified above.

210. RESULTS OF OPERATIONS

1. Disclose the requested information for the respondent pertaining to the results of operations for the year.

2. Report total operating expenses from Schedule 410 of this report. Any disparities in expense amounts shown in this schedule and expense amounts reported in Schedule 410 must be fully explained.

3. List dividends from investments accounted for under the

cost method on the appropriate line for Account No. 513, "Dividend income." List dividends accounted for by the equity method on the appropriate dividend line under the "Income from Affiliated Companies" subsection of this schedule.

4. All contra entries hereunder should be indicated in parenthesis.

5. Report dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income				
1	(101) Freight **	\$ 3 627 543	\$ 2 864 820	\$ 3 627 543	\$ 21 991
2	(102) Passenger **	21 991	15 252		
3	(103) Passenger-Related				
4	(104) Switching	27 392	22 901	27 392	
5	(105) Water Transfers				
6	(106) Demurrage	21 538	27 313	21 538	
7	(110) Incidental	12 103	12 536	7 179	4 924
8	(121) Joint Facility-Credit	2 528	2 154	822	1 706
9	(122) Joint Facility-Debit	409	36	409	
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	3 712 686	2 944 940	3 684 065	28 621
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations	9 195	15 454		9 195
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	3 721 881	2 960 394	3 684 065	37 816
14	(531) Railway operating expenses	3 421 303	2 721 744	3 389 709	31 594
15	*Net revenue from railway operations	300 578	238 650	294 356	6 222
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	193 449	150 658		
17	(510) Miscellaneous rent income	30 400	24 740		
18	(512) Separately operated properties-Profit	1 531	1 330		
19	(513) Dividend Income	117	253		
20	(514) Interest income	42 340	12 940		
21	(516) Income from sinking and other funds	2 599	2 561		
22	(517) Release of premiums of funded debt				
23	(518) Contributions from other companies				
24	(519) Miscellaneous income	59 914	27 797		
	Income from affiliated companies:				
25	Dividends	24 451	4 219		
26	Equity in undistributed earnings (losses)	15 579	30 137		
27	Total other income (lines 16-26)	370 380	254 635		
28	Total income (lines 15, 27)	670 958	493 285		
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	77 441	58 141		
30	(535) Taxes on property used in other than carrier operations	40 927	19 476		
31	(543) Miscellaneous rent expense	337	122		
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies				
36	(551) Miscellaneous income charges	20 309	26 092		
37	(553) Uncollectible accounts	3	14		
38	Total miscellaneous deductions (lines 29-37)	139 017	103 845		
39	Income available for fixed charges (lines 28, 38)	531 941	389 440		

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES	\$	\$
	(546) Interest on funded debt:		
40	(a) Fixed interest not in default	123 437	91 443
41	(b) Interest in default		
42	(547) Interest on unfunded debt	5 607	10 002
43	(548) Amortization of discount on funded debt	2 169	1 043
44	Total fixed charges (lines 40-43)	131 213	102 488
45	Income after fixed charges (lines 39, 44)	400 728	286 952
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit		
48	Income (loss) for continuing operations (before income taxes)	400 728	286 952
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes	(7 233)	9 960
50	State income taxes	4 085	10 038
51	Other income taxes		
52	(557) Provision for deferred income taxes	136 007	44 239
53	Income from continuing operations	267 869	222 715
	DISCONTINUED OPERATIONS		
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
55A	Income before extraordinary items	267 869	222 715
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56	(570) Extraordinary items (Net)		
57	(590) Income taxes on extraordinary items		
58	(591) Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
60	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
61	Net income	267 869	222 715
	*Reconciliation of net railway operating income (NROI)		
62	Net revenues from railway operations	300 578	
63	(556) Income taxes on ordinary income	3 148	
64	(557) Provision for deferred income taxes	(136 007)	
65	Income from lease of road and equipment	(7)	
66	Rent for leased roads and equipment	125	
67	Net railway operating income	167 837	

220. RETAINED EARNINGS—UNAPPROPRIATED

1. Show hereunder the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.

2. All contra entries hereunder should be indicated in parentheses.

3. Indicate under "Remarks" the amount of assigned Federal income tax consequences, accounts 606 and 616.

4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.

5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), Schedule 210.

6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c). (Dollars in thousands)

Line No.	Item (a)	Retained earnings—Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)
1	Balances at beginning of year *	\$ 1 415 850	\$ 181 777
2	(601.5) Prior period adjustments to beginning retained earnings		
	CREDITS		
3	(602) Credit balance transferred from earnings	252 290	15 579
4	(603) Appropriations released	1 125	-
5	(606) Other credits to retained earnings	333	4
6	Total	253 748	15 583
	DEBITS		
7	(612) Debit balance transferred from income		
8	(616) Other debits to retained income	473	-
9	(620) Appropriations for sinking and other reserve funds	725	-
10	(621) Appropriations for other purposes	-	-
11	(623) Dividends: Common stock	87 312	-
12	Preferred stock ¹	4 426	-
13	Total	92 936	-
14	Net increase (decrease) during year (Line 6 minus line 13)	160 812	15 583
15	Balances at close of year (Lines 1, 2 and 14)	1 576 662	197 360
16	Balance from line 15(c)	197 360	x x x x x
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	1 774 022	x x x x x
	REMARKS		
18	Amount of assigned Federal income tax consequences: Account 606	None	x x x x x
19	Account 616	None	x x x x x

¹ If any dividends have not been declared on cumulative preferred stock give cumulative undeclared dividends at beginning of year and end of year.

* Restated to include Quanah Acme & Pacific Ry. Co. which was merged into Burlington Northern RR Co. effective June 1, 1981.

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230. CAPITAL STOCK

PART I. CAPITAL STOCK

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for

sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent under such circumstances as required them to be considered as held alive, and not canceled or retired, they are considered to be nominally outstanding.

5. Report dollars in thousands.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year	
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common <u>BNRR</u>	No Par	1 000	1 000	None	1 000	951 639	None
2								
3								
4	Preferred							
5								
6								
7								
8								
9								
10	TOTAL	XXXXX	1 000	1 000	None	1 000	951 639	None

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

1. The purpose of this part is to disclose capital stock changes during year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) requires the applicable disclosure of the book values of preferred, common and treasury stock.

5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.
7. Report dollars in thousands.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year	4 186 629	\$ 107 736	37 234 226	\$ 840 299	1 000	\$ 23	\$ None
12	Capital Stock Sold	741	19	1/ 123 266	4 332			
13	Capital Stock Reacquired)							
14	Capital Stock Canceled)	* 72 350	724					
15	Stock Dividends							
	Other (See note 2/ on Page S-10)	(4 115 020)	(107 031)	(37 356 492)	107 008	(1 000)	(23)	
16	Balance at Close of Year	None	None	1 000	951 639	None	None	None

* Reacquired and Cancelled.

NOTES AND REMARKS

Notes to Schedule 230, Page S-9

- 1/ 123,266 Common Shares issued for stock option incentive plan.
- 2/ On May 14, 1981, stockholders of Burlington Northern Inc. approved an Agreement of Merger and Plan of Reorganization among Burlington Northern Inc. (Railroad), Burlington Northern Transportation Company (BNTCO) and Burlington Northern Holding Company (Holding Company), dated as of April 2, 1981 (the Agreement). Pursuant to the Agreement, BNTCO was merged into Railroad and the Railroad Common Stock and Preferred Stock, issued and outstanding on May 14, 1981, were converted through exchange into Common Stock and Preferred Stock of Holding Company and the outstanding stock of BNTCO was cancelled. As a result, the stockholders of Railroad became stockholders of Holding Company; Railroad became a wholly owned subsidiary of Holding Company; and the name of Railroad was changed to Burlington Northern Railroad Company.

Subsequently, on July 20, 1981, the Burlington Northern Railroad Company's Restated Certificate of Incorporation was amended, and, in order to effect the intent of said amendment, all the shares of the Company's \$10 Par Value Preferred Stock, \$9.00 Series No Par Value Preferred Stock, \$2.125 Series No Par Value Preferred Stock, \$25 Redemption Value, and all but 1,000 shares of the Company's Common Stock were cancelled.

RC-130500

BURLINGTON NORTHERN

1981

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240. STATEMENT OF CHANGES IN FINANCIAL POSITION

Give the information as requested concerning the source and application of funds during the year. Funds for the purpose of this schedule shall include all assets or financial resources even though a transaction may not directly affect cash or working capital. For example, the purchase of property in exchange for shares of stock or bonds would be an application of funds for invest-

ment in property provided by the issue of securities. Sources and uses of funds should be individually disclosed. For example, outlays for fixed assets should not be reported net of retirements.

Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL		
	Working capital provided by operations:		
1	Net income (loss) before extraordinary items	267 869	222 715
	Add expenses not requiring outlay of working capital; (subtract) credits not generating working capital:		
2	Retirement of nondepreciable property	5 976	410
3	Loss (gain) on sale or disposal of tangible property	(13 182)	(13 015)
4	Depreciation and amortization expenses	95 631	96 226
5	Net increase (decrease) in deferred income taxes	132 412	51 502
6	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	(15 583)	(30 137)
7	Net increase (decrease) in noncurrent portion of estimated liabilities	(82 703)	50 268
	Other (specify):		
8			
9			
10			
11			
12			
13	Total working capital from operations before extraordinary items	390 420	377 969

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL—Continued		
14	Add funds generated by reason of discontinued operations, extraordinary items, prior period adjustments, and changes in accounting principles _____	\$ -	\$ -
15	Total working capital from operations _____	390 420	377 969
	Working capital from sources other than operating:		
16	Proceeds from issuance of long-term liabilities _____	56 446	310 075
17	Proceeds from sale/disposition of carrier operating property _____	126 554	22 882
18	Proceeds from sale/disposition of other tangible property _____	4 294	15 953
19	Proceeds from sale/repayment of investments advances _____	52 308	16 653
20	Net decrease in sinking and other special funds _____	-	13 666
21	Proceeds from issue of capital stock _____	4 167	321 191
	Other (specify):		
22	Miscellaneous Items _____	1 272	-
23	_____		
24	_____		
25	_____		
26	_____		
27	Total working capital from sources other than operating _____	245 041	700 420
28	Total sources of working capital _____	635 461	1 078 389

Road Initials:

BNRR

Year 19 81

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240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

S-14

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL	\$	\$
29	Amount paid to acquire/retire long-term liabilities	129 757	141 786
30	Cash dividends declared	91 738	42 292
31	Purchase price of carrier operating property	228 044	628 204
32	Purchase price of other tangible property	28 164	20 608
33	Purchase price of long-term investments and advances	159 074	55 816
34	Net increase in sinking or other special funds	13 714	-
35	Purchase price of acquiring treasury stock	-	-
	Other (specify):		
36	Miscellaneous Items	-	6 261
37			
38			
39			
40			
41			
42			
43			
44			
45	Total application of working capital	650 491	894 967
46	Net increase (decrease) in working capital	(15 030)	183 422

Road Initials: BNRR Year 1981

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.
(Thousand dollar Reporting Rule)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments _____	\$ 425 211	\$ 187 968	\$ 237 243
2	Net receivables _____	478 973	486 170	(7 197)
3	Prepayments _____	23 926	17 519	6 407
4	Materials and supplies _____	274 796	359 205	(84 409)
5	Other current assets not included above _____	3 205	12 852	(9 647)
6	Notes payable and matured obligations _____	-	46 294	46 294
7	Accounts payable _____	789 866	607 652	(182 214)
8	Current equipment obligations and other debt _____	110 615	76 296	(34 319)
9	Other current liabilities not included above _____	42 220	55 032	12 812
10	Net increase (decrease) in working capital _____	263 410	278 440	(15 030)

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, included in accounts Nos. 715, "Sinking funds"; 716, "Capital funds"; 721, "Investments advances in affiliated companies"; and 717, "Other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 21, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c).

3. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged,

or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

4. Give totals for each class and for each subclass and a grand total for each account.

5. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation mature serially, the date in column (d) may be reported as "Serially 19__ to 19__." Abbreviations in common use in standard financial publications may be used to conserve space.

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A-1	VII	Belt Railway of Chicago, The	B 7.69
2				BN Transport Inc.	100.00
3				Burlington Northern Dock Corporation	100.00
4				Burlington Northern (Manitoba) Ltd.	100.00
5				Burlington Northern (Ore-Wash) Inc. - Common	100.00
6				" " " " - Deferred	100.00
7				" " " " - Preferred	100.00
8				Camas Prairie Railroad Co.	50.00
9				Chicago Union Station Co.	A 25.00
10				Colorado and Southern Railway Co., The	C 98.93
11				" " " " " - 1st Pref.	C 75.55
12				" " " " " - 2nd Pref.	C 86.39
13				Davenport, Rock Island & N. W. Ry. Co.	B 50.00
14					
15				Denver Union Terminal Railway Co.	A 16.67
16				Frisco Transportation Co.	H 100.00
17			(1)	Illinois Terminal Ry. Co.	9.09
18				Iowa Transfer Railway Co.	A 25.00
19				Kansas City Terminal Railway Co.	D 16.66
20				Keokuk Union Depot Co.	B 40.00
21				Lake Superior Terminal & Transfer Ry. Co., The	F 66.67
22				Longview Switching Co.	33.33
23				Minnesota Transfer Railway Co., The	E 33.33
24			(2)	Northern Rockies Pipeline Company	100.00
25			(3)	Oregon Trunk Railway - Common	100.00
26				Paducah & Illinois Railroad Co.	A 33.33
27			(2)	Portal Pipe Line Co.	50.00
28				Portland Terminal Railroad Co.	40.00
29				Pullman Company, The	1.16
30			(4)	Quanah Acme & Pacific Ry. Co.	100.00
31				St. Paul Union Depot Co., The	I 40.20
32				Terminal Railroad Assn. of St. Louis	G 12.50
33				Trailer Train Co.	9.76
34				Walla Walla Valley Railway Co.	100.00
35				Western Fruit Express Co.	97.14
36				Wichita Union Terminal Ry. Co.	H 33.33
37				Winona Bridge Ry. Co.	B 66.67
38				Total Class A-1	
39					
40				(Continued)	

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES--Continued

column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. If any advances reported are pledged, give particulars in a footnote.

8. Investments in companies in which neither the original cost or present equity in total assets is less than \$10,000 may be combined in one figure.

9. Also included should be investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).

10. This schedule should not include securities issued or assumed by respondent.

11. For affiliated which do not report to the Interstate Commerce Commission, and are jointly owned, give names and extent of control of other entities by footnote.

12. Report dollars in thousands.

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$ 240	\$	\$	\$ 240	\$	\$	\$	1
3 627			3 627				2
1			1				3
4 800			4 800				4
19 374	18 695		38 069		8 918		5
430			430				6
127			127				7
50			50				8
							9
17 224			17 224			76	10
4 847			4 847			257	11
5 810			5 810			294	12
1 748			1 748				13
							14
5			5				15
847		639	208				16
969		969	-				17
16			16				18
100			100		1 416		19
8			8				20
340			340				21
1			1				22
274			274				23
1		1	-				24
18 695		18 695	-				25
3			3				26
875		875	-				27
1 880			1 880				28
22		22	-				29
4 044		4 044	-				30
23			23				31
-			-				32
4 811			4 811				33
145			145				34
6 800			6 800				35
24			24				36
-			-				37
98 161	18 695	25 245	91 611		10 334	627	38
							39
							40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control
	(a)	(b)	(c)	(d)	(e)
1	721	A-3	VI	BNL Development Corp.	100.00
2			IV	Burlington Equipment Company	100.00
3			VII	Burlington Northern Air Freight Inc.	100.00
4			VI	Clarkland Inc.	100.00
5			VI	Clarkland Royalty Inc.	100.00
6			X	Glacier Park Company	100.00
7			VII	Lemhi Telephone Company	100.00
8			II	Meridian Land & Mineral Company	100.00
9			VII	Milestone Petroleum Inc.	100.00
10			II	New Mexico and Arizona Land Co.	50.02
11			I	Plum Creek Inc.	100.00
12			VI	906 Olive Corporation	100.00
13				Total Class A-3	
14				Total Class A	
15					
16	721	B-1	VII	Chicago Union Station Company	
17				Total Class B	
18					
19	721	D-1	VI	BNL Development Corporation	
20				Clarkland Royalty Inc.	H
21				Trailer Train Company	
22					
23				Total Class D	
24					
25	721	E-1	VII	Belt Railway Company of Chicago, The	J
26			VII	BN Transport Inc.	
27			VII	Burlington Northern Dock Corporation	
28			VII	Burlington Northern (Oregon-Washington) Inc.	
29			VII	Camas Prairie Railroad Company	
30			VII	Chicago Union Station Company	J
31			VII	Colorado and Southern Railway Company, The	
32			VII	Davenport, Rock Island & North Western Ry. Co.	J
33			VII	Denver Union Terminal Railway Company	J
34			VII	Fort Worth and Denver Railway Company	
35			VII	Frisco Transportation Company	
36			VII	Kansas City Terminal Railway Company	J
37			VII	Keokuk Union Depot Company	J
38			VII	Lake Superior Terminal Transfer Ry. Co., The	
39			VII	Longview Switching Company	
40			VII	Minnesota Transfer Railway Co., The	J
41		(6)	VII	Northern Rockies Pipeline Company	
42		(3)	VII	Oregon Trunk Railway	
43			VII	Paducah & Illinois Railroad Co.	J
44			VII	Terminal Railroad Assn. of St. Louis	
45			VII	Walla Walla Valley Railway Company	
46			VII	Wichita Union Terminal Ry. Co.	
47			VIII	Wichita Terminal Association	
48				Total Class E-1	

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$ 17 500	\$ 1 553	\$ 4 311	\$ 14 742	\$	\$	\$	1
5			5				2
1 000			1 000			21 500	3
5 739			5 739				4
73			73				5
12 288	26 092		38 380				6
86		86	-				7
	5 417		5 417				8
	82 663		82 663			117	9
4 999			4 999			324	10
8 055			8 055			2 000	11
1 176			1 176				12
50 921	115 725	4 397	162 249			23 941	13
149 082	134 420	29 642	253 860		10 334	24 568	14
							15
714	81	79	716			55	16
714	81	79	716			55	17
							18
794		794	-				19
184			184				20
1 601	7		1 608			127	21
							22
2 579	7	794	1 792			127	23
							24
1 460	80		1 540			91	25
470		140	330				26
3 006	1 624	701	3 929				27
7 785	14 791		22 576			1 980	28
519	213	168	564			28	29
13 954	1 052		15 006		15 006		30
11 457	374	3 500	8 331			312	31
1 791	71		1 862				32
744		228	516				33
2 634		2 596	38			278	34
271			271				35
6 291	359		6 650				36
9			9				37
74		20	54			3	38
59			59				39
363			363			11	40
842	1 550	2 392	-			151	41
10 791		10 791	-				42
1 301		18	1 283			58	43
693		409	284				44
1 835	420		2 255			197	45
475			475				46
2			2				47
66 826	20 534	20 963	66 397		15 006	3 109	48

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	E-3	I	BN Timberlands Inc.	
2			IV	Burlington Equipment Company	
3			VI	Clarkland Inc.	
4			VI	Clarkland Royalty Inc.	
5			X	Glacier Park Company	
6			VI	906 Olive Corporation	
7			II	Meridian Land & Mineral Company	
8				Total Class E-3	
9				Total Class E	
10				Grand Total Account 721	
11					
12					
13			(1)	Illinois Terminal Railway Co. was sold September 1, 1981.	
14			(2)	Thru reorganization stock was transferred to	
15				Milestone Petroleum Co. (A-3)	
16			(3)	Oregon Trunk Railway merged into Oregon Electric Railway	
17				Co. April 1, 1981. The corporate name was changed to	
18				Burlington Northern (Oregon-Washington) Inc. effective	
19				May 18, 1981.	
20			(4)	Merged into Burlington Northern Railroad Co.	
21				June 1, 1981.	
22			(5)	Lemhi Telephone Co. was sold on July 7, 1981.	
23			(6)	Thru reorganization investment advances (E-1) was	
24				transferred to Milestone Petroleum Inc. (A-3)	
25					
26					
27					
28					
29					
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31					
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See footnotes to Schedule 310 on Pages S-22 and S-23.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
Opening balance (f)	Additions (g)	Deductions (if other than sale explain) (h)	Closing balance (i)				
\$	\$	\$	\$	\$	\$	\$	1
5 605		568	(568)				2
137	3 821	490	5 115				3
-	1	2	3 956				4
28 012			1				5
100		28 012	-				6
1 036	210		100				7
34 890	4 032	1 246	-				8
101 716	24 566	30 318	8 604		15 006	3 109	9
254 091	159 074	51 281	75 001		25 340	27 859	10
		81 796	331 369*				11
							12
							13
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* Excludes \$197,360 equity in earnings of subsidiary companies.

Footnotes to Schedule 310, Investments and Advances Affiliated Companies

- Footnote A - Pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.
- Footnote B - Pledged, except for a minimal number of Director's Qualifying Shares, under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidate Mortgage.
- Footnote C - Shares of the Colorado and Southern Railway Company are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage as follows:
- 284,386 shares of Common Stock out of 306,695 shares owned
12,756 shares of 1st Pref. Stock out of 64,217 shares owned
61,421 shares of 2nd Pref. Stock out of 73,435 shares owned
- Footnote D - BNRR owns 3,666-2/3 shares. 1,833-1/3 shares are pledged under CB&Q First and Refunding Mortgage subject to Stock Trust Agreement of 6-12-09 under which 1,828-1/3 shares are held by the First Nat'l. Bank of Kansas City, Trustee, and 5 shares are held by Citibank, N.A., Trustee. These shares are also subject to GN General Gold Bond Mortgage and BNRR Consolidated Mortgage. 1,833-1/3 shares are pledged under the St. Louis-San Francisco Railway Co. First Mortgage subject to Stock Trust Agreement of 6-12-09 under which 1,828-1/3 shares are held by the First Nat'l. Bank of Kansas City, Trustee.
- Footnote E - BNRR owns a total of 2,739 shares. 913 shares are pledged under NP Prior Lien Mortgage, NP General Lien Mortgage, and BNRR Consolidated Mortgage. 913 shares are pledged under GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage. 913 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.
- Footnote F - BNRR owns a total of 3,356 shares. 1,678 shares are pledged under GN General Gold Bond Mortgage and BNRR Consolidated Mortgage. 1,678 shares are pledged under BNRR Consolidated Mortgage.
- Footnote G - BNRR owns 4,116 shares. 2,058 shares pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage. 2,058 shares pledged under St. Louis-San Francisco Railway Co. First Mortgage.
- Footnote H - Pledged under St. Louis-San Francisco Railway Co. First Mortgage.
- Footnote I - 3,108 shares of the Saint Paul Union Depot Company out of a total of 3,332 shares owned are pledged. 437.5 shares are pledged under NP Prior Lien Mortgage, NP General Lien Mortgage, and BNRR Consolidated Mortgage. 598.5 shares are pledged under BNRR Consolidated Mortgage. 1,036 shares are pledged under GN General Gold Bond Mortgage and BNRR Consolidated Mortgage. 1,036 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.

NOTES AND REMARKS

Footnotes to Schedule 310 (Continued)

Footnote J - Investment Advances are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage as follows:

The Belt Railway Company of Chicago	\$ 435
Chicago Union Station Company	6,796
Davenport, Rock Island & North Western Ry. Co.	1,223
Denver Union Terminal Railway Company	516
Kansas City Terminal Railway Company	1,257
Keokuk Union Depot Company	4
The Minnesota Transfer Railway Company	353
Paducah & Illinois Railroad Company	1,283

315. SPECIAL FUNDS AND OTHER INVESTMENTS

1. Complete this schedule if the amount in account 722, "Other Investments" is greater than 1% of total assets.

2. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of other than affiliated companies, included in accounts Nos. 715, "Sinking funds", and 717, "Other funds." Investments included in

accounts Nos. 715, 716, and 717 held by trustees in lieu of cash deposits required under the governing instrument are not to be reported.

3. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 21, classifying the investments by means of letters, figures, and symbols in columns

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1					\$	\$
2						
3						
4						
5						
6						
7						
8				Account 722 is less than 1% of total assets.		
9						
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315. SPECIAL FUNDS AND OTHER INVESTMENTS—Continued

(a), (b), and (c). Investment in U.S. Treasury obligations may be reported as one item. Items where original cost is less than \$500,000 may be combined as one item.

4. Indicate by means of an arbitrary mark in column (d) the obligation in support of which any security is pledged, mortgaged, or otherwise encumbered, giving names and other important particulars of such obligations in footnotes.

5. Give totals for each subclass and a grand total for each account.

6. Entries in column (d) should show date of maturity of bonds and other evidences of indebtedness. In case obligations of the same designation matured serially, the date in column (d) may be reported as "Serially 19__ to 19__." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

7. If any advances reported are pledged, give particulars in a footnote.

8. Report dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723) (i)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income (l)	Line No.
Book value (g)	Profit or (Loss) (h)		Changes during year (j)	Balance at close of year (k)		
\$	\$	\$	\$	\$	\$	1
						2
						3
						4
						5
						6
						7
Account 722 is less than 1% of total assets.						8
						9
						10
						11
						12
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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330 AND 330A

1. Give particulars of balances at the beginning and close of the year and of all changes during the year in account No. 731, "Road and Equipment Property," and account No. 732, "Improvements on Leased Property," classified by primary accounts in accordance with the Uniform System of Accounts for Railroad Companies. If account No. 732 for road or for equipment is less than 5% of account No. 731 at the beginning and end of year, the corresponding portion of Schedule 330A may be omitted. The balances, by primary accounts, should, insofar as known, be stated in column (b) and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.

2. In column (c) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies, for such items.

3. In column (d) is to be shown the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.

4. In columns (c) and (e), should be included all entries covering expenditures for additions and betterments, as defined, whether replacing other property or not.

5. In column (f) should be entered all credits representing property sold, abandoned, or otherwise retired.

6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially

included; also the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.

7. If during the year an individual charge of \$100,000 or more was made to account No. 2, "Land for transportation purposes," state in a footnote the cost, location, area, and other details which will identify the property.

8. Report on line 32 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving termini and the cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.

10. If an amount of less than \$2000 is used as the minimum debit or credit for additions and betterments to property investment accounts as provided for in Instruction 2-2, of the Uniform System of Accounts for Railroad Companies, state in a footnote the amount used.

11. Show dollars in thousands.

NOTES AND REMARKS
SCHEDULE 330INSTRUCTION
REFERENCE

3

Column (d) includes the following:

Final adjustment for properties of the St. Louis-San Francisco Railroad Co. which merged into the Burlington Northern Railroad Co. effective November 21, 1980.

Purchase from the Chicago, Milwaukee, St. Paul & Pacific Railroad Co., 496 miles of track and related structures effective March, 1981, Finance Docket No. 29328.

Properties of Quanah Acme & Pacific Ry. Co. which was merged into Burlington Northern Railroad Co. effective June 1, 1981.

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering	\$ 68 778	\$	\$ 1 370
2	(2) Land for transportation purposes	112 398		3 799
3	(3) Grading	481 521		6 625
4	(4) Other right-of-way expenditures	6 162		2
5	(5) Tunnels and subways	41 084		2 926
6	(6) Bridges, trestles, and culverts	273 202		4 786
7	(7) Elevated structures	-		-
8	(8) Ties	135 988		3 551
9	(9) Rails	281 504		5 500
10	(10) Other track material	268 431		4 420
11	(11) Ballast	113 243		841
12	(12) Track laying and surfacing	166 926		4 603
13	(13) Fences, snowsheds, and signs	16 636		153
14	(16) Station and office buildings	110 737		578
15	(17) Roadway buildings	11 229		43
16	(18) Water stations	3 640		4
17	(19) Fuel stations	14 499		28
18	(20) Shops and enginehouses	96 228		481
19	(22) Storage warehouses	-		-
20	(23) Wharves and docks	1 962		-
21	(24) Coal and ore wharves	21 042		-
22	(25) TOFC/COFC terminals	10 384		53
23	(26) Communication systems	69 468		246
24	(27) Signals and interlockers	180 312		842
25	(29) Power plants	1 282		5
26	(31) Power-transmission systems	5 540		10
27	(35) Miscellaneous structures	3 203		9
28	(37) Roadway machines	63 900		245
29	(39) Public improvements—Construction	62 612		434
30	(44) Shop machinery	51 404		155
31	(45) Power-plant machinery	2 918		-
32	Other (specify and explain)	-		-
33	Total expenditures for road	2 676 233		41 709
34	(52) Locomotives	471 296		1 567
35	(53) Freight-train cars	1 361 815		5 655
36	(54) Passenger-train cars	4 573		-
37	(55) Highway revenue equipment	837		-
38	(56) Floating equipment	-		-
39	(57) Work equipment	59 021		415
40	(58) Miscellaneous equipment	18 162		108
41	Total expenditures for equipment	1 915 704		7 745
42	(76) Interest during construction	-		110
43	(77) Other expenditures—General	-		23
44	Total general expenditures	-		133
45	Total	4 591 937		49 587
46	(80) Other elements of investment	-		-
47	(90) Construction work in progress	81 162		-
48	Grand Total	4 673 099		49 587

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$ 2 880	\$ 809	\$ 3 441	\$ 72 219	1
404	558	3 645	116 043	2
9 256	4 927	10 954	492 475	3
1 535	6	1 531	7 693	4
151	2	3 075	44 159	5
21 127	3 279	22 634	295 836	6
-	-	-	-	7
5 360	2 204	6 707	142 695	8
21 422	2 960	23 962	305 466	9
30 690	3 083	32 027	300 458	10
4 175	1 165	3 851	117 094	11
10 682	1 793	13 492	180 418	12
99	282	(30)	16 606	13
6 644	2 831	4 391	115 128	14
961	23	981	12 210	15
118	103	19	3 659	16
3 899	65	3 862	18 361	17
21 294	2 205	19 570	115 798	18
-	-	-	-	19
-	28	(28)	1 934	20
353	284	69	21 111	21
1 685	671	1 067	11 451	22
8 492	859	7 879	77 347	23
24 374	2 995	22 221	202 533	24
30	63	(28)	1 254	25
400	53	357	5 897	26
25	(2)	36	3 239	27
6 576	1 436	5 385	69 285	28
3 193	721	2 906	65 518	29
7 380	2 223	5 312	56 716	30
2 006	145	1 861	4 779	31
-	-	-	-	32
195 211	35 771	201 149	2 877 382	33
1 026	38 120	(35 527)	435 769	34
67 111	46 442	26 324	1 388 139	35
-	3 863	(3 863)	710	36
10	62	(52)	785	37
-	-	-	-	38
8 283	1 547	7 151	66 172	39
9 710	738	9 080	27 242	40
86 140	90 772	3 113	1 918 817	41
(110)	-	-	-	42
(23)	-	-	-	43
(133)	-	-	-	44
281 218	126 543	204 262	4 796 199	45
-	-	-	-	46
(53 400)	-	(53 400)	27 762	47
227 818	126 543	150 862	4 823 961	48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account (Dollars in thousands)	Balance at beginning of year	Expenditures during the year for original road and equipment, and road extensions	Expenditures during the year for purchase of existing lines, reorganizations, etc.
	(a)	(b)	(c)	(d)
1	(1) Engineering _____	\$	\$	\$
2	(2) Land for transportation purposes _____			
3	(3) Grading _____			
4	(4) Other right-of-way expenditures _____			
5	(5) Tunnels and subways _____			
6	(6) Bridges, trestles, and culverts _____			
7	(7) Elevated structures _____	Account 732 does not exceed 5% of account 731.		
8	(8) Ties _____			
9	(9) Rails _____			
10	(10) Other track material _____			
11	(11) Ballast _____			
12	(12) Track laying and surfacing _____			
13	(13) Fences, snowsheds, and signs _____			
14	(16) Station and office buildings _____			
15	(17) Roadway buildings _____			
16	(18) Water stations _____			
17	(19) Fuel stations _____			
18	(20) Shops and enginehouses _____			
19	(22) Storage warehouses _____			
20	(23) Wharves and docks _____			
21	(24) Coal and ore wharves _____			
22	(25) TOFC/COFC terminals _____			
23	(26) Communication systems _____			
24	(27) Signals and interlockers _____			
25	(29) Power plants _____			
26	(31) Power-transmission systems _____			
27	(35) Miscellaneous structures _____			
28	(37) Roadway machines _____			
29	(39) Public improvements—Construction _____			
30	(44) Shop machinery _____			
31	(45) Power-plant machinery _____			
32	Other (specify and explain) _____			
33	Total expenditures for road _____			
34	(52) Locomotives _____			
35	(53) Freight-train cars _____			
36	(54) Passenger-train cars _____			
37	(55) Highway revenue equipment _____			
38	(56) Floating equipment _____			
39	(57) Work equipment _____			
40	(58) Miscellaneous equipment _____			
41	Total expenditures for equipment _____			
42	(76) Interest during construction _____			
43	(77) Other expenditures—General _____			
44	Total general expenditures _____			
45	Total _____			
46	(80) Other elements of investment _____			
47	(90) Construction work in progress _____			
48	Grand Total _____			

330A. IMPROVEMENTS ON LEASED PROPERTY-Continued

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$	\$	\$	\$	1
				2
				3
				4
				5
	Account 732 does not exceed 5%			6
	of account 731.			7
				8
				9
				10
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332. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December; and on lines 28 and 36 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment used, but not owned, when the rents therefor are included in the rent for equipment and account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include the cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. The composite rates used should be those prescribed or otherwise authorized by the Commission, except that where the use of component rates has been authorized, the composite rates to be shown for the respective primary accounts should be recomputed from the December charges developed by the use of the authorized rates. If any changes in rates were effective during the year, give full particulars in a footnote.

2. All leased properties may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. Show in columns (e), (f), and (g), data applicable to property, used but not owned, when the rent therefor is included in account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

4. If the depreciation base for accounts 1, 3, 4, 5, and 39 includes nondepreciable property, a statement to that effect should be made in a footnote.

5. If depreciation accruals have been discontinued for any account, the depreciation base should be reported, nevertheless, in support of depreciation reserves. Authority for the discontinuance of accruals should be shown in a footnote indicating the account(s) effected.

6. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively.

Line No.	(Dollars in thousands) Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
	ROAD	\$	\$	%	\$	\$	%
1	(1) Engineering	69 584	71 529	.86	53	53	.40
2	(3) Grading	94 522	93 028	1.26			
3	(4) Other right-of-way expenditures	6 164	7 640	2.00			
4	(5) Tunnels and subways	41 135	44 159	.83			
5	(6) Bridges, trestles, and culverts	274 630	284 997	1.38	264	264	1.80
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	16 728	16 690	2.00	11	11	4.78
8	(16) Station and office buildings	111 100	113 370	1.92	1	1	3.30
9	(17) Roadway buildings	11 258	12 046	2.63	1	1	2.70
10	(18) Water stations	3 643	3 645	2.86			
11	(19) Fuel stations	14 527	17 893	3.63			
12	(20) Shops and enginehouses	96 709	113 628	2.09			
13	(22) Storage warehouses						
14	(23) Wharves and docks	1 962	1 950	1.92			
15	(24) Coal and ore wharves	21 042	21 136	1.39			
16	(25) TOFC/COFC terminals	10 437	11 265	3.71			
17	(26) Communications systems	69 705	74 597	2.81			
18	(27) Signals and interlockers	181 081	189 271	2.26			2.85
19	(29) Power plants	1 288	1 311	2.50			
20	(31) Power transmission systems	5 550	5 655	3.06			
21	(35) Miscellaneous structures	3 212	3 236	3.03			
22	(37) Roadway machines	64 122	68 788	3.84			
23	(39) Public improvements—Construction	37 622	39 386	1.87			
24	(44) Shop machinery	51 556	56 249	3.06			
25	(45) Power plant machinery	2 918	4 989	3.84			
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	1 190 495	1 256 458	2.11	330	330	1.58
	EQUIPMENT						
29	(52) Locomotives	468 130	438 811	(1)			
30	(53) Freight-train cars	1 356 970	1 385 128	(2)			
31	(54) Passenger-train cars	4 391	683				
32	(55) Highway revenue equipment	844	792	8.80			
33	(56) Floating equipment						
34	(57) Work equipment	58 668	65 356	3.92			
35	(58) Miscellaneous equipment	18 270	19 486	(3)			
36	Total equipment	1 907 273	1 910 256	3.83			
37	GRAND TOTAL	3 097 768	3 166 714		330	330	

335. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT - OWNED AND USED

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated depreciation; road and equipment property," during the year relating to owned and used road and equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals - Credit - Equipment" accounts and Other Rents - Credit - Equipment" accounts. Exclude any entries for depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental - Debit - Equipment" account and "Other Rents - Debit - Equipment" accounts (See Schedule 342 for the accumulated depreciation relating to road and equipment owned but not used by respondent.)

2. If any data are included in columns (d) or (f), explain the entries in detail.

3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."

4. If there is any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses, a full explanation should be given.

5. Enter amounts representing amortization under an authorized amortization program other than for defense projects on line 27.

6. Past excess or under depreciation accruals which are being amortized in accordance with Commission authorization should be reported on line 37.

7. Dollars in thousands.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD						
1	(1) Engineering	7 629	604	12	239		8 006
2	(3) Grading	18 384	1 173	7	381		19 183
3	(4) Other, right-of-way	739	148		4		883
4	(5) Tunnels and subways	14 676	346		2		15 020
5	(6) Bridges, trestles, and culverts	156 838	3 846	251	3 174		157 761
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	13 129	335	51	282		13 233
8	(16) Station and office buildings	53 011	3 045	(108)	2 694		53 254
9	(17) Roadway buildings	4 184	305		23		4 466
10	(18) Water stations	3 331	104		97		3 338
11	(19) Fuel stations	2 659	547		60		3 146
12	(20) Shops and enginehouses	32 651	2 237		(3 297)		38 185
13	(22) Storage warehouses						
14	(23) Wharves and docks	1 935	37		27		1 945
15	(24) Coal and ore wharves	11 624	293		58		11 859
16	(25) TOFC/COFC terminals	2 989	405		671		2 723
17	(26) Communication systems	34 688	2 009	2	838		35 861
18	(27) Signals and interlockers	64 650	4 177	24	2 374		66 477
19	(29) Power plants	416	32		64		384
20	(31) Power-transmission systems	3 825	171		44		3 952
21	(35) Miscellaneous structures	1 484	98		(1)		1 583
22	(37) Roadway machines	39 693	2 566	23	1 422		40 860
23	(39) Public improvements—Construction	16 208	711	9	568		16 360
24	(44) Shop machinery	21 583	1 649	1	2 001		21 232
25	(45) Power-plant machinery	2 405	119		145		2 379
26	All other road accounts	1 905			1 046		859
27	Amortization (other than defense projects)						
28	Total road	510 636	24 957	272	12 916		522 949
	EQUIPMENT						
29	(52) Locomotives	277 710	17 081		34 200		260 591
30	(53) Freight-train cars	395 511	48 405		34 177		409 739
31	(54) Passenger-train cars	3 719			3 782		(63)
32	(55) Highway revenue equipment	521	72		56		537
33	(56) Floating equipment						
34	(57) Work equipment	26 965	2 515		708		28 772
35	(58) Miscellaneous equipment	12 322	2 252		583		13 991
36	Total equipment	716 748	70 325		73 506		713 567
37	Depreciation Adjustment						
38	GRAND TOTAL	1 227 384	95 282	272	86 422		1 236 516

NOTES AND REMARKS

Notes Relating to Schedule 332 Depreciation Base and Rates, Page S-31

- (1) Depreciation rates for locomotives reflect multi-purpose, road, switch and spare parts, issued January 1, 1978, ICC Order No. R-823-A and revision issued January 1, 1980, ICC Order No. R-823-B.
- (2) Depreciation rates reflect car type rates issued January 1, 1978. ICC Order No. R-823-A and revision issued January 1, 1980, ICC Order No. R-823-B.
- (3) Depreciation rates for Account 58-Miscellaneous Equipment reflect separate rates for autos, trucks, other equipment and miscellaneous equipment per ICC Order No. R-823-B issued January 1, 1980.

Depreciation Base for Accounts 1, 3, 4 & 39 include non-depreciable property for Burlington Northern (Oregon-Washington Inc.)

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

1. In columns (a) and (b) enter the name and position of each of the persons named in Schedule 110 of this report to whom the respondent paid the largest amount during the year as compensation for current or past service over and above necessary expenses incurred in discharge of duties. In addition, list all other officers, directors, pensioners or employees, if any, to whom the respondent paid \$75,000 or more in total compensation during the year.

2. The salary per annum to be entered in column (c) is the annual rate at which an employee is paid rather than the amount actually paid for a part of a year. If the salary of an individual was increased or decreased during the year, show salary before each change as well as at close of year.

3. If an officer, director, etc., receives compensation from one or more of the affiliated companies listed in Schedule 112 reference to this fact should be made if the aggregate compensation from all companies amounts to \$75,000 or more.

4. Report in column (d) the total amount of compensation other than annual salary paid to each listed employee during the year. This includes forms of nonmonetary compensation given which directly benefits each employee. Examples:

Fair value of property given, such as exclusive use of an automobile;

Amounts paid for membership of the employee in nonbusiness associations, private clubs, etc.;
Commissions, bonuses, shares in profits;
Contingent compensation plans;
Monies paid or accrued for any pension, retirement, savings, retirement annuities, deferred compensation, or similar plan;
Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance for benefits less than \$50,000.

Give the details of any plan not previously reported, the basis of determining the ultimate benefits payable, and the payments or provisions made during the year.

5. Also include in column (d) all remuneration paid, directly or indirectly, in the form of securities, options, warrants, rights or other property. Furnish particulars concerning any options, warrants, or rights issued or granted during the year including prices, expiration dates and other information relating to exercise of the options, warrants, or rights. Specify the amount of such securities or assets so entitled to be purchased by each officer, director, etc.
(Dollars in thousands)

Line No.	Name of person (a)	Position or Title (b)	Salary per annum as of close of year (see instructions) (c)	Other compensation during the year (d)
1			\$	\$
2				
3				
4				
5	This schedule has been eliminated per			
6	Interstate Commerce Commission Docket No. 38590			
7				
8				
9				
10				
11				
12				
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38				

VERIFICATION

The foregoing report shall be verified by the oath of the officer having control of the accounting of the respondent. This report shall also be verified by the oath of the president or other chief officer of the respondent, unless the respondent states that such officer has no control over the respondent's accounting and reporting.

OATH

(To be made by the officer having control of the accounting of the respondent)

State of Minnesota

County of Ramsey

C. C. Roberts makes oath and says that he is Vice President, Accounting
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Burlington Northern Railroad Company
(Insert here the exact legal title or name of the respondent)

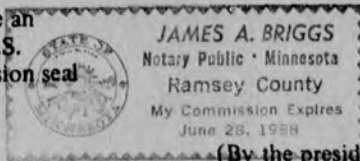
that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including

January 1, 1981, to and including December 31, 1981
C. C. Roberts
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 25th day of March, 1982

My commission expires June 28, 1988

Use an
L.S.
impression seal



James A. Briggs
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

(By the president or other chief officer of the respondent)

State of Minnesota

County of Ramsey

R. C. Grayson makes oath and says that he is Executive Officer
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of Burlington Northern Railroad Company
(Insert here the exact legal title or name of the respondent)

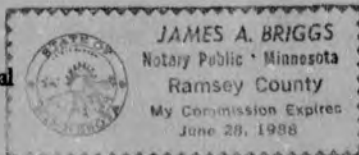
that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including

January 1, 1981, to and including December 31, 1981
R. C. Grayson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 25th day of March, 1982

My commission expires June 28, 1988

Use an
L.S.
impression seal



James A. Briggs
(Signature of officer authorized to administer oaths)