

RC-130500

BURLINGTON NORTHERN

1983

1 OF 4

RC 130500

01

ORIGINAL

R-1

APPROVED BY OMB
3120-0029
EXPIRES 3-31-84

annual report

MAR 30 1984
ICC - P.O. 2040

	<p>BURLINGTON 176 EAST ST. PAUL</p>
<p>Correct name and address if different than shown.</p>	<p>Full name and address of reporting carrier. (Use mailing label on original copy in full or duplicate.)</p>

to the



Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1983

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, Reports by carriers, lessors, and associations

(a) The Interstate Commerce Commission may require—

(1) carriers, brokers, lessors, and associations, or classes of them as the Commission may prescribe, to file annual, periodic, and special reports with the Commission containing answers to questions asked by it; and

(2) a person furnishing cars or protective services against heat or cold to a rail or express carrier providing transportation subject to this subtitle, to file reports with the Commission containing answers to questions about those cars or services.

(b)(1) An annual report shall contain an account, in as much detail as the Commission may require, of the affairs of the carrier, broker, lessor, or association for the 12-month period ending on the 31st day of December of each year. However, when an annual report is made by a motor carrier, a broker, or a lessor or an association maintained by or interested in one of them, the person making the report may elect to make it for the 13-month period accounting year ending at the close of one of the last 7 days of each calendar year if the books of the person making the report are kept by that person on the basis of that accounting year.

(2) An annual report shall be filed with the Commission by the end of the 3rd month after the end of the year for which the report is made unless the Commission extends the filing date or changes the period covered by the report. The annual report and, if the Commission requires, any other report made under this section, shall be made under oath.

(c) The Commission shall streamline and simplify, to the maximum extent practicable, the reporting requirements applicable under this subchapter to motor common carriers of property with respect to transportation provided under certificates to which the provisions of section 10922(b)(4)(E) of this title apply and to motor contract carriers of property with respect to transportation provided under permits to which the provisions of section 10923(b)(5) of this title apply. Pub. L. 95-473, Oct. 17, 1978, 92 Stat. 1427; Pub. L. 96-296, § 5(b), July 1, 1980, 94 Stat. 796.

(49) U.S.C. 11901. (g) A person required to make a report to the Commission, answer a question, or make, prepare, or preserve a record under this subtitle concerning transportation subject to the jurisdiction of the Commission under subchapter II of chapter 105 of this title, or an officer, agent, or employee of that person that (1) does not make the report, (2) does not specifically, completely, and truthfully answer the question, (3) does not make, prepare, or preserve the record in the form and manner prescribed by the Commission, or (4) does not comply with section 10921 of this title, is liable to the United States Government for a civil penalty of not more than \$500 for each violation and for not more than \$250 for each additional day the violation continues. After the date of enactment of this sentence, no penalties shall be imposed under this subsection for a violation relating to the transportation of household goods. Any such penalties that were imposed prior to such date of enactment shall be collected only in accordance with the provisions of subsection (h) of 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 that 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 parentheses.

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; 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.

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 \$10,000,000 or more. For this class, Annual Report Form R-1 is provided.

Class II companies are those having annual operating revenues less than \$10,000,000 but in excess of \$1,000,000.

Class III companies are those having annual operating revenues of \$1,000,000 or less.

All switching and terminal companies will be designated class I.

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

Commission means the Interstate Commerce Commission. Respondent means the person or corporation in whose behalf the report is made. 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.

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1983

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 No. 36988

Title: Alternative Methods of Accounting for Railroad Track Structures

Decision Date 1/26/83

Listing of schedules that have been changed from the preceding year and description of the changes.

Schedule 205	Restatement of the Results of Operations Under Depreciation Accounting
Schedule 205A	Restatement of Retained Earnings Under Depreciation Accounting
Schedule 205B	Restatement of Road and Equipment and Accumulated Depreciation and Amortization Accounts
Schedule 205C	Summary of Track Operating Expense
Schedule 416	Supporting Schedule, Track
Schedule 416A	Supporting Schedule, Track
Schedule 240	Deleted line number 2 and renumbered
Schedule 330	Combine Accounts 9 & 10 eliminate lines 1, 12, 43 and 44 and renumbered
Schedule 330A	Combine Accounts 9 & 10 eliminate lines 1, 12, 43 and 44 and renumbered
Schedule 332	Added 3 lines Accounts 8, 9 and 11 eliminated line 1 and instructions No. 4 and renumbered
Schedule 335	Added 3 lines Accounts 8, 9 and 11 eliminated line 1 and renumbered
Schedule 339	Added 3 lines Accounts 8, 9 and 11 and Amortization of equipment eliminated line 1 and renumbered
Schedule 340	Added 3 lines Accounts 8, 9 and 11 and Amortization of equipment eliminated line 1 and Instruction No. 3 and renumbered
Schedule 342	Added 3 lines Accounts 8, 9 and 11 eliminated line 1 and renumbered
Schedule 350	Added 3 lines Accounts 8, 9 and 11 eliminated line 1 and Instruction No. 4 and renumbered
Schedule 351	Added 3 lines accounts 8, 9 and 11 eliminated line 1 and renumbered
Schedule 352B	Combined Accounts 9 and 10 eliminated lines 1, 12, 44 and 45 and renumbered
Schedule 410	Combine lines 16 and 17, 20 and 21 and renumbered
Schedule 412	Combine accounts 9 and 10 eliminated lines 1, 12, and 32 and part of Instructions 2 and 3 and column c
Schedule 415	Deleted column f. Data should be included on Schedule 410 lines, 218, 237 and 322

The following schedules were deleted by NOTICE ON July 25, 1983 F.R. vol. 48, no. 143/33773

Schedule 225	Transfers From Government Authorities
Schedule 363	Operating Leases
Schedule 364	Lessee Disclosures
Schedule 419	Remunerations From National Railroad Passenger Corporation
Schedule 715	Highway Motor Vehicle Operations
Schedule 716	Highway Motor Vehicle Enterprises in Which the Respondent Had a Director or Indirect Financial Interest During the Year
Schedule 727	Ten-Year Summary of Track Maintenance
Schedule 800	Contracts, Agreements, etc.
Schedule 850	Competitive Bidding — Clayton Antitrust Act
Other changes	
Schedule 221	Deleted and added to Schedule 220
Schedule 414	Editorial correction for Instruction 2
Schedule 510	Eliminated columns K and L

Schedules 720, 721, 723, 726, 728

Track categories F & AB have been moved below the total line. Track categories A thru E should include all track including potential abandonments and mileage over which passenger trains operate. As a check, the total track miles shown in Schedule 720 col(b) should be equal to Schedule 700, total of track classes 1, 2, 3, and 4.

ROAD INITIALS: BN YEAR: 1983

430. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 47

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	5,722	93	442	679	6,938	256	7,195
202	REPAIR AND MAINTENANCE	59,403	90,784	3,544	230	153,963	1,842	155,806
203	MACHINERY REPAIR	2,066	1,069	65		3,201	6	3,208
204	EQUIPMENT DAMAGED	553	281	11		846	1	848
205	FRINGE BENEFITS				22,269	22,269	317	22,586
206	OTHER CASUALTIES AND INSURANCE				4,674	4,674	6	4,681
207	LEASE RENTALS - DEBIT			68,631		68,631	75	68,706
208	LEASE RENTALS - CREDIT			164-		164-		164-
209	JOINT FACILITY RENTS - DEBIT			401		401		401
210	JOINT FACILITY RENTS - CREDIT			85-		85-		85-
211	OTHER RENTS - DEBIT			2,914		2,914		2,914
212	OTHER RENTS - CREDIT			3,056-		3,056-		3,056-
213	DEPRECIATION				16,721	16,721	12	16,733
214	JOINT FACILITY - DEBIT			946		946		946
215	JOINT FACILITY - CREDIT			827-		827-		827-
216	REPAIRS BILLED TO OTHERS - CREDIT			814-		814-		814-
217	DISMANTLING RETIRED PROPERTY	13				14		14
218	OTHER	349	740	39	6-	1,123	9	1,133
219	TOTAL LOCOMOTIVES	68,109	92,971	72,048	44,569	277,698	2,528	280,226
FREIGHT CARS:								
220	ADMINISTRATION	4,676	232	695	747	6,352		6,352
221	REPAIR AND MAINTENANCE	54,295	52,885	29,925	1,973	139,080		139,080
222	MACHINERY REPAIR	1,370	1,127	74	1	2,573		2,573
223	EQUIPMENT DAMAGED	1,371	33	11,534		12,940		12,940
224	FRINGE BENEFITS				20,509	20,509		20,509
225	OTHER CASUALTIES AND INSURANCE				26,199	26,199		26,199
226	LEASE RENTALS - DEBIT			23,307		23,307		23,307
227	LEASE RENTALS - CREDIT			1,303-		1,303-		1,303-
228	JOINT FACILITY RENTS - DEBIT							
229	JOINT FACILITY RENTS - CREDIT			25-		25-		25-
230	OTHER RENTS - DEBIT			219,665		219,665		219,665
231	OTHER RENTS - CREDIT			91,662-		91,662-		91,662-
232	DEPRECIATION				46,424	46,424		46,424
233	JOINT FACILITY - DEBIT			1,148		1,148		1,148
234	JOINT FACILITY - CREDIT			311-		311-		311-
235	REPAIRS BILLED TO OTHERS - CREDIT			55,350-		55,350-		55,350-
236	DISMANTLING RETIRED PROPERTY	172	20			193		193
237	OTHER	247	799	648	435-	1,259		1,259
238	TOTAL FREIGHT CARS	62,134	55,099	138,346	95,421	351,002		351,002

Revised In Note for Publication

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	690	94	251	37	1,074	399	1,473
	REPAIR AND MAINTENANCE:							
302	TRUCKS, TRACTORS & CONTAINERS - REVENUE SVC	6	161	5,520	1	5,690		5,690
304	PASSENGER AND OTHER REVENUE EQUIPMENT	2		168		170	1,844	2,015
305	COMPUTERS AND DATA PROCESSING SYSTEMS	22		3,334	2	3,353	16	3,375
306	MACHINERY	266	206	84		557	8	565
307	WORK AND NON-REVENUE EQUIPMENT	3,636	4,270	8,846	207	16,962	35	16,997
308	EQUIPMENT DAMAGED	43	95	2,316		2,456	10	2,466
309	FRINGE BENEFITS				1,179	1,179	395	1,574
310	OTHER CASUALTIES AND INSURANCE				1,278	1,278	25	1,304
311	LEASE RENTALS - DEBIT			36,282		36,282	769	37,051
312	LEASE RENTALS - CREDIT			146-		146-		146-
313	JOINT FACILITY RENTS - DEBIT			157		157		157
314	JOINT FACILITY RENTS - CREDIT			2		2		2
315	OTHER RENTS - DEBIT			18,253		18,253		18,253
316	OTHER RENTS - CREDIT			5,102-		5,102-		5,102-
317	DEPRECIATION				4,227	4,227	39	4,266
318	JOINT FACILITY - DEBIT			2,185		2,185	39	2,224
319	JOINT FACILITY - CREDIT			1,214-		1,214-	1-	1,216-
320	REPAIRS BILLED TO OTHERS - CREDIT			1,952-		1,952-		1,952-
321	DISMANTLING RETIRED PROPERTY							
322	OTHER	655	800	18	34-	1,440	17	1,457
323	TOTAL OTHER EQUIPMENT	5,322	5,630	69,007	6,901	86,861	3,599	90,461
324	TOTAL EQUIPMENT	135,557	153,701	279,402	146,892	715,562	6,127	721,690

SPECIAL NOTICE

Docket No. 38559 Railroad Classification Index, served January 20, 1983, modified the reporting requirements for class, II, III and all Switching and terminal companies. These carriers will notify the Commission only if the calculation results in a different revenue level than its current classification.

The dark border on the schedules represents data that are captured for processing by the Commission.

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 furnish the following information:

(1) Best estimate of the number of staff hours required to complete this report. In making this estimate please include the number of hours attributable to preparing the report and 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) 3 900

(2) Best estimate of the number of staff hours required to comply with the Uniform System of Accounts (USOA). In making this estimate include only the incremental staff hours required for the USOA (those hours in addition to the data needs of management and requirements of other Federal and State agencies).

TOTAL HOURS (Estimated) Not appreciable

(3) Best estimate of staff hours and storage costs to comply with the Commission's Record Retention Regulations. In making this estimate include only the incremental costs required for the Commission's rules (those costs in addition to retention requirements of management and other Federal and State agencies).

TOTAL HOURS (Estimated) Not appreciable

Storage costs (Estimated) Not appreciable

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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 full 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. If the report is for a consolidated group, pursuant to Special Permission from the Commission, Accounting and Valuation Board, indicate such fact on line 1 below and list the consolidated group on page 4.

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 N/A

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 Stock book not closed and not required to be closed.

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, 1983

(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			Line No.
				Stocks			
				Common	PREFERRED		
					Second	First	
(a)	(b)	(c)	(d)	(e)	(f)		
1	Burlington Northern Inc.	1111 Third Ave.	1 000	1 000	--	--	1
2		Seattle, WA					2
3		98101					3
4							4
5							5
6							6
7							7
8							8
9							9
10							10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25
26							26
27							27
28							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 12, 1983
12. Give the place of such meeting. St. Paul, Minnesota

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No.
Current Assets						
-1		701	Cash	(57 287)	(38 939)	1
2		702	Temporary Cash Investments	124 673	571 575	2
3		703	Special Deposits	1 160	894	3
Accounts Receivable						
4		704	- Loan and Notes	3 055	2 280	4
5		705	- Interline and Other Balances	2 646	3 454	5
6		706	- Customers	162 509	146 544	6
7		707	- Other	55 434	54 614	7
8		709, 708	- Accrued Accounts Receivables	298 185	243 035	8
9		708.5	- Receivables from Affiliated Companies	3 846	3 344	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(1 552)	(1 245)	10
11		710, 711, 714	Working Funds Prepayments Deferred Income Tax Debits	18 869	17 266	11
12		712	Materials and Supplies	145 963	210 909	12
13		713	Other Current Assets		534	13
14			TOTAL CURRENT ASSETS	757 501	1 214 265	14
Other Assets						
15		715, 716, 717	Special Funds	31 026	27 823	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedule 310)	555 862	127 116	16
17		722, 723	Other Investments and Advances	1 672	4 852	17
18		724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities—Cr.			18
19		737, 738	Property Used in Other than Carrier Operation (less Depreciation)	75 365	73 965	19
20		739, 741	Other Assets	8 155	18 816	20
21		743	Other Deferred Debits	45 367	26 385	21
22		744	Accumulated Deferred Income Tax Debits			22
23			TOTAL OTHER ASSETS	717 447	278 957	23
Road and Equipment						
24		731, 732	Road (Schedules 330 and 330A)	5 790 888	5 501 203	24
25	*		Equipment	1 872 769	1 947 685	25
26			Unallocated Items	72 646	15 532	26
27			Accumulated Depreciation and Amortization (Schedules 335, 340, 342, 351)	(2 448 053)	(2 446 492)	27
28			Net Road and Equipment	5 288 250	5 017 928	28
29	*		TOTAL ASSETS	6 763 198	6 511 150	29

NOTES AND REMARKS

Balance at beginning of year has been restated for ratable depreciation of track structure accounting.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - LIABILITIES AND SHAREHOLDERS' EQUITY
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No.
Current Liabilities						
30		751	Loans and Notes Payable			30
31		752	Accounts Payable; Interline and Other Balances	211	1 578	31
32		753	Audited Accounts and Wages	48 417	51 647	31
33		754	Other Accounts Payable	43 061	39 557	33
34		755, 756	Interest and Dividends Payable	37 820	38 736	34
35		757	Payables to Affiliated Companies	2 297	289 390	35
36		759	Accrued Accounts Payable	513 036	364 628	36
37		760, 761, 761.5, 762	Taxes Accrued	111 839	90 648	37
38		763	Other Current Liabilities	11 054	35 673	38
39		764	Equipment Obligations and Other Long-Term Debt due Within One Year	79 411	97 082	39
40			TOTAL CURRENT LIABILITIES	847 146	1 008 939	40
Non-Current Liabilities						
41		765, 767	Funded Debt Unmatured (See Note (2) below)	587 531	595 515	41
42		766	Equipment Obligations	520 819	521 512	42
43		766.5	Capitalized Lease Obligations	111 644	100 245	43
44		768	Debt in Default			44
45		769	Accounts payable; Affiliated Companies	16 523	12 481	45
46		770.1, 770.2	Unamortized Debt Premium	(23 800)	(27 330)	46
47		781	Interest in Default			47
48		783	Deferred Revenues-Transfers from Government Authorities			48
49		786	Accumulated Deferred Income Tax Credits	1 246 763	992 693	49
50		771, 772, 774, 775, 782, 784	Other Long-Term Liabilities and Deferred Credits	224 709	214 847	50
51			TOTAL NONCURRENT LIABILITIES	2 684 189	2 409 963	51
Shareholders' Equity						
52		791, 792	Capital Stock: (Schedule 230)	951 639	951 639	52
53			Common Stock	951 639	951 639	53
54			Preferred Stock			54
55			Discount on Capital Stock			55
56		794, 795	Additional Capital (Schedule 230)	49 084	38 337	56
57		797	Retained Earnings: Appropriated	7 393	7 393	57
58		798	Unappropriated (Schedule 220)	2 223 747	2 094 879	58
59		798.1	Net Unrealized Loss on Noncurrent Marketable Equity Securities			59
60		798.5	Less Treasury Stock			60
61			Net Stockholders Equity	3 231 863	3 092 248	61
62			TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	6 763 198	6 511 150	62

NOTES AND REMARKS

Balance at beginning of year has been restated for ratable depreciation of track structure accounting.

- (2) Most of our outstanding long-term debt requires periodic repayment of amounts we owe. The repayment requirements are \$79411, \$84480, \$78990, \$123555, and \$88638 for the years ending December 31, 1983 thru 1988, respectively. Those amounts do not include repayment requirements that arise when mortgage property is sold. At December 31, 1983 we had purchased \$11427 of our long-term debt to reduce the annual repayment requirements specified above.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

(Dollars in Thousands)

The notes listed below are provided to disclose supplementary information on 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.

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 \$ -0-

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 1983 was consistent with 1982.

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$ 79 012

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

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

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 September 14, 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 8

(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. In reference to Docket No. 37465 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 15, col. (b), line 9, for 1983 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

(a) Changes in Valuation Accounts

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

(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 reported year unless specified as previous year.

NOTES AND REMARKS

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

As required by Canadian law, all eligible Burlington Northern Railroad Company employees are covered by the Canadian Pension Plan. The plan was established January 1, 1971, amended July 1, 1982. The trustee is the Royal Trust Company, Vancouver, B.C.

Note (3) Refers to Explanatory Note 3 (e) (i)

Burlington Northern Inc.
Common: 9,500 shares

Cost: \$723,268.85

Note (4)

Respondent carries a service interruption policy with the Imperial Insurance Company, Limited, under which it will be entitled to \$3,417 (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.

205. RESTATEMENT OF THE RESULTS OF OPERATIONS UNDER DEPRECIATION ACCOUNTING
(Dollars in Thousands)

Line No.	Description	1979	1980	1981	1982	Line No.
1	Original Railway Operating Expenses	\$ 2504483	\$ 2971264	\$ 3731092	\$ 3526207	1
	Adjustments:					
2	- Retirement Costs Expensed	(2464)	(10747)	(2287)	(6182)	2
3	- Maintenance Expense Capitalized	227167	306847	250138	306334	3
4	+ Track Depreciation Expense	69754	84271	104889	107652	4
5	Revised Railway Operating Expenses Under Depreciation Accounting	2349534	2759435	3588130	3333707	5
6	Revised Net Revenue From Railway Operations	277775	486478	492494	433456	6
7	Adjustment for Deferred Income Taxes	106931	103493	69857	93745	7
8	Revised Net Income (Loss)	212468	317995	346825	273086	8
9	Revised Net Railway Operating Income	190971	313465	278512	281950	9

205A. RESTATEMENT OF RETAINED EARNINGS UNDER DEPRECIATION ACCOUNTING
(Dollars in Thousands)

10	Original Retained Earnings 12/31/78	1295080				10
11	Adjustment to Restate Property Prior To 1/1/79	478978				11
12	Restated Retained Earnings	1774058	1822076	1930412	2003517	12
	Adjustments:					
13	+ Retirement Costs Expensed	(2464)	(10747)	(2287)	(6182)	13
14	+ Maintenance Expense	227167	306847	250138	306334	14
15	- Track Depreciation Expense	69754	84271	104889	107652	15
16	Adjustment for Deferred Income Taxes	106931	103493	69857	93745	16
17	Revised Retained Earnings 12/31/82	1822076	1930412	2003517	2102272	17

205B. RESTATEMENT OF ROAD AND EQUIPMENT AND ACCUMULATED DEPRECIATION AND AMORTIZATION ACCOUNTS
(Dollars in Thousands)

18	Original Road and Equipment	4357892	4928928	5098592	5152241	18
19	Adjustment	1573892	1834765	2024000	2312179	19
20	Revised Road and Equipment	5931784	6763693	7122592	7464420	20
21	Original Accumulated Depreciation and Amortization	1276768	1323448	1334949	1320470	21
22	Adjustment	921486	975356	1050304	1126022	22
23	Revised Accumulated Depreciation and Amortization	2198254	2298804	2385253	2446492	23
24	Original Net Road and Equipment	3081124	3605480	3763643	3831771	24
25	Adjustment	652406	859409	973696	1186157	25
26	Revised Net Road and Equipment	3733530	4464889	4737339	5017928	26

205C. SUMMARY OF TRACK OPERATING EXPENSE

(Dollars in Thousands)

State the summary of track operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies.

Line No.	Cross Check	Name of Railway Operating Expense Account (a)	Freight					Line No.
			Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	
1		Ties Running (12)						1
2		1979	4 538	1 985	495	970	7 988	2
3		1980	4 864	2 128	420	911	8 323	3
4		1981	7 183	3 142	743	461	11 529	4
5		1982	6 867	3 004	607	1 085	11 563	5
6		Ties Switching (13)						6
7		1979	770	284	(40)	166	1 180	7
8		1980	825	304	(41)	137	1 225	8
9		1981	1 219	449	(68)	59	1 659	9
10		1982	1 165	429	(17)	4	1 581	10
11		Rail and Other Track Material Running (14)						11
12		1979	35 170	15 640	1 517	2 966	55 293	12
13		1980	37 695	16 763	1 562	3 395	59 415	13
14		1981	55 667	24 755	3 032	1 883	85 337	14
15		1982	53 215	23 665	2 843	5 077	84 800	15
16		Rail and Other Track Material Switching (15)						16
17		1979	9 238	2 431	(123)	509	12 055	17
18		1980	9 901	2 606	(152)	512	12 867	18
19		1981	14 622	3 848	(275)	239	18 434	19
20		1982	13 978	3 678	(80)	17	17 593	20
21		Ballast Running (16)						21
22		1979	12 682	5 632	937	1 830	21 031	22
23		1980	13 593	6 036	953	2 077	22 659	23
24		1981	20 073	8 914	2 087	1 295	32 369	24
25		1982	19 189	8 522	873	1 558	30 142	25
26		Ballast Switching (17)						26
27		1979	527	203	(75)	314	969	27
28		1980	565	217	(93)	313	1 002	28
29		1981	834	321	(188)	163	1 130	29
30		1982	797	307	(25)	5	1 084	30

205C. SUMMARY OF TRACK OPERATING EXPENSE — CONCLUDED
(Dollars in Thousands)

State the summary of track operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies.

Line No.	Cross Check	Name of Railway Operating Expense Account (a)	Freight					Line No.
			Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)	
31		Depreciation Running (136)						31
32		1979				62 221	62 221	32
33		1980				74 637	74 637	33
34		1981				92 428	92 428	34
35		1982				95 567	95 567	35
36		Depreciation Switching (137)						36
37		1979				13 160	13 160	37
38		1980				16 306	16 306	38
39		1981				20 544	20 544	39
40		1982				21 188	21 188	40
41		Depreciation Other (138)						41
42		1979				11 999	11 999	42
43		1980				10 874	10 874	43
44		1981				12 285	12 285	44
45		1982				13 818	13 818	45

Note:

Schedules 205, 205A and 205B - Original data for years 1979 and 1980 were restated to include the Colorado and Southern and Fort Worth and Denver Railway Companies which were merged into Burlington Northern Railroad Company on 12/31/81 and 12/31/82, respectively.

210. RESULTS OF OPERATIONS (Dollars in Thousands)

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 on page 12.

3. List dividends from investments accounted for under the cost method on the appropriate line No. 19 for Account No. 513, "Dividend Income." List dividends accounted for by the equity method on the appropriate dividend line No. 25 for Account No. 513 under the "Income from Affiliated Companies" subsection of this schedule.

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

5. Cross-checks

Schedule 210

Line 15, column (b)
Line 49 plus 50 plus 51, column (b)
Line 52, column (b)

Line 14, column (b)
Line 14, column (d)
Line 14, column (e)

Schedule 210

= Line 64, column (b)
= Line 65, column (b)
= Line 66, column (b)

Schedule 410

= Line 620, column (h)
= Line 620, column (f)
= Line 620, column (g)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related revenue & expenses (d)	Passenger-related revenue & expenses (e)	Line No.
		ORDINARY ITEMS					
		OPERATING INCOME					
		Railway Operating Income					
1		(101) Freight #	3 931 248	3 676 038	3 931 248		1
2		(102) Passenger	23 532	24 161		23 532	2
3		(103) Passenger-Related					3
4		(104) Switching	30 536	28 614	30 536		4
5		(105) Water Transfers					5
6		(106) Demurrage	15 383	18 314	15 383		6
7		(110) Incidental	9 927	10 421	8 875	1 052	7
8		(121) Joint Facility-Credit	3 171	3 210	1 431	1 740	8
9		(122) Joint Facility-Debit	235	2	235		9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	4 013 562	3 760 756	3 987 238	26 324	10
11		(502) Railway operating revenues-Transfers from Government Authorities for current operations	5 488	6 407		5 488	11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	4 019 050	3 767 163	3 987 238	31 812	13
14	*	(531) Railway operating expenses	3 306 967	3 333 707	3 276 050	30 917	14
15	*	Net revenue from railway operations	712 083	433 456	711 188	895	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	128 402	112 464			16
17		(510) Miscellaneous rent income	18 901	17 369			17
18		(512) Separately operated properties-Profit					18
19		(513) Dividend Income (cost method)					19
20		(514) Interest Income	41 189	37 472			20
21		(516) Income from sinking and other funds	3 021	2 087			21
22		(517) Release of premiums on funded debt					22
23		(518) Contributions from other companies					23
24		(519) Miscellaneous income	48 987	38 813			24
		Income from affiliated companies					
25		(513) Dividends (equity method)	1	4 521			25
26		Equity in undistributed earnings (losses)	(2 343)	(2 144)			26
27		TOTAL OTHER INCOME (lines 16-26)	238 158	210 582			27
28		TOTAL INCOME (lines 15, 27)	950 241	644 038			27
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	79 544	61 338			29
30		(535) Taxes on property used in other than carrier operations	12 368	15 352			30
31		(543) Miscellaneous rent expense	381	325			31
32		(544) Miscellaneous taxes					32
33		(545) Separately operated properties-Loss	577	942			33
34		(549) Maintenance of investment organization					34
35		(550) Income transferred to other companies					35
36		(551) Miscellaneous income charges	47 150	16 834			36
37		(553) Uncollectible accounts	36	137			37
38		TOTAL MISCELLANEOUS DEDUCTIONS (lines 29-37)	140 056	94 928			38
39		Income available for fixed charges Lines 28, 38)	810 185	549 110			39

Includes \$1,086 revenues from Camas Prairie R.R. Co. local traffic.

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210. RESULTS OF OPERATIONS-Continued
(Dollars in Thousands)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
		FIXED CHARGES			
		(546) Interest on funded debt:			
40		(a) Fixed interest not in default	112 847	116 878	40
41		(b) Interest in default			41
42		(547) Interest on unfunded debt	2 259	279	42
43		(548) Amortization of discount on funded debt	2 185	2 165	43
44		TOTAL FIXED CHARGES (lines 40-43)	117 291	121 322	44
45		Income after fixed charges (lines 39, 44)	692 894	427 788	45
		OTHER DEDUCTIONS			
46		(546) Interest on funded debt: (c) Contingent interest			46
		UNUSUAL OR INFREQUENT ITEMS			
47		(555) Unusual or infrequent items (debit) credit		(3 157)	47
48		Income (Loss) from continuing operations (before income taxes)	692 894	424 631	48
		PROVISIONS FOR INCOME TAXES			
		(556) Income taxes on ordinary income:			
49	*	Federal income taxes	6 716	20 426	49
50	*	State income taxes	8 708	(6 223)	50
51	*	Other income taxes			51
52	*	(557) Provision for deferred taxes	263 099	137 342	52
53		TOTAL PROVISIONS FOR INCOME TAXES (lines 49-52)	278 523	151 545	53
54	*	Income from continuing operations	414 371	273 086	54
		DISCONTINUED OPERATIONS			
55		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)			55
56		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)			56
57		Income before extraordinary items	414 371	273 086	57
		EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES			
58		(570) Extraordinary items (Net)			58
59		(590) Income taxes on extraordinary items			59
60		(591) Provision for deferred taxes-Extraordinary items			60
61		TOTAL EXTRAORDINARY ITEMS (lines 58-60)			61
62		(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)			62
63		Net income (Loss)	414 371	273 086	63
		Reconciliation of net railway operating income (NROI)			
64	*	Net revenues from railway operations	712 083	433 456	64
65		(556) Income taxes on ordinary income (-)	(15 424)	(14 203)	65
66	*	(557) Provision for deferred income taxes (-)	(263 099)	(137 342)	66
67		Income from lease of road and equipment (+)	(8)	(11)	67
68		Rent for leased roads and equipment (+)	48	50	68
69		Net railway operating income (loss)	433 600	281 950	69

Note to Schedule 210

Amount for preceding year has been restated for ratable depreciation of track structure accounting.

NOTES AND REMARKS FOR SCHEDULES 210 and 220

220. RETAINED EARNINGS

(Dollars in Thousands)

1. Show below 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 shown in parentheses.

3. Show under "Remarks" the amount of assigned Federal income tax consequences for 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 62, column (b), Schedule 210.

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

Line No.	Cross Check	Item (a)	Retained earnings - Unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)	Line No.
1		Balances of beginning of year	2 080 945	\$ 13 934	1
2		(601.5) Prior period adjustments to beginning retained earnings			2
		CREDITS			
3	*	(602) Credit balance transferred from income	416 713		3
4		(603) Appropriations released	725		4
5		(606) Other credits to retained earnings equity in undistributed earnings (losses of affiliated companies)			5
6		TOTAL	417 438		6
		DEBITS			
7	*	(612) Debit balance transferred from income		2 343	7
8		(616) Other debits to retained earnings equity in undistributed earnings (losses of affiliated companies)			8
9		(620) Appropriations for sinking and other funds	725		9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock	285 502		11
12		Preferred stock ¹			12
13		TOTAL	286 227	2 343	13
14		Net increase (decrease) during year (Line 6 minus line 13)	131 211	(2 343)	14
15		Balances at close of year (Lines 1, 2 and 14)	2 212 156	11 591	15
16		Balances from line 15(c)	11 591	N/A	16
17		Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	2 223 747	N/A	17
18		(797) Total appropriated retained earnings:			18
19		Credits during year \$ 725			19
20		Debits during year \$ 725			20
21		Balance at Close of Year \$ 7 393			21
		REMARKS			
22		Amount of assigned Federal income tax consequences: Account 606	None	N/A	22
23		Account 616	None	N/A	23

¹If any dividends have not been declared on cumulative preferred stock, give cumulative undeclared dividends at beginning of year and end of year.

Balances of beginning of year have been restated for ratable depreciation of track structure accounting.

230. CAPITAL STOCK

PART I. CAPITAL STOCK

(Dollars in Thousands)

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, and not canceled or retired, they are considered to be nominally outstanding.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year		Line No.
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h) 1/	
1	Common BNRR	No Par	1 000	1 000	None	1 000	1 000 723	None	1
2	BN(OW) Inc.	\$100.00	50 000	19 500	19 500			1 950	2
3									3
4	Preferred BN(OW) Inc.	\$100.00	50 000	2 000	2 000			200	4
5	Deferred BN(OW) Inc.	\$100.00	4 000	3 800	3 800			380	5
6									6
7									7
8									8
9									9
10	TOTAL	\$300.00	105 000	26 300	25 300	1 000	1 000 723	2 530	10

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

(Dollars in Thousands)

1. The purpose of this part is to disclose capital stock changes during the 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) require 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.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)	Line No.
		Number of Shares (b)	Amount \$ (c)	Number of Shares (d)	Amount \$ (e)	Number of Shares (f)	Amount \$ (g)		
11	Balance at beginning of year	None	None	1 000	951 639	None	None	38 337	11
12	Capital Stock Sold ¹								12
13	Capital Stock Reacquired								13
14	Capital Stock Canceled								14
15	XXXXXX Other (See Note 2/ on Page 17)							10 747	15
16	Balance at close of year	None	None	1 000	951 639	None	None	49 084	16

¹By footnote on page 17 state the purpose of the issue and authority.

240. STATEMENT OF CHANGES IN FINANCIAL POSITION
(Dollars in Thousands)

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 of 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 investment 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.

1. Cross-checks

Schedule 240

Schedule 210

Line 1, column B = Line 54, column B

Line No.	Cross Check	Description (a)	Current year (b)	Prior year (c)	Line No.
		SOURCES OF WORKING CAPITAL			
		Working capital provided by operations:			
1	*	Income (loss) from continuing operations	414 371	273 086	1
		Add expenses not requiring outlay of working capital: (subtract) credits not generating working capital:			
2		Loss (gain) on sale or disposal of tangible property	(5 888)	(5 346)	2
3		Depreciation and amortization expenses	210 422	206 471	3
4		Net increase (decrease) in deferred income taxes	263 099	137 342	4
5		Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	2 343	2 144	5
6		Net increase (decrease) in noncurrent portion of estimated liabilities	7 817	8 718	6
7		Other (specify):			7
8		Retirement of nondepreciable property		3 253	8
9					9
10					10
11					11
12		TOTAL WORKING CAPITAL FROM CONTINUING OPERATIONS	892 164	625 668	12
		Add funds generated by reason of discontinued operations, extraordinary items, and changes in accounting principles			
13					13
14		TOTAL WORKING CAPITAL FROM OPERATIONS	892 164	625 668	14
		Working capital from sources other than operating:			
15		Proceeds from issuance of long-term liabilities	83 546	118 173	15
16		Proceeds from sale/disposition of carrier operating property	134 874	30 189	16
17		Proceeds from sale/disposition of other tangible property			17
18		Proceeds from sale/repayment of investments advances	412 638	15 482	18
19		Net decrease in sinking and other special funds	-	3 806	19
20		Proceeds from issue of capital stock			20
21		Other (specify):			21
22		Contributions to capital	10 747	38 337	22
23					23
24					24
25					25
26		TOTAL WORKING CAPITAL FROM SOURCES OTHER THAN OPERATING	641 805	205 987	26
27		TOTAL SOURCES OF WORKING CAPITAL	1 533 969	831 655	27

Notes to Schedule 230, Page 16

1/ Includes intercompany ownerships.

2/ During the first quarter of 1983, Burlington Northern Inc. transferred certain assets to Burlington Northern Railroad Company as a contribution of capital.

240. STATEMENT OF CHANGES IN FINANCIAL POSITION-Concluded
(Dollars in Thousands)

Line No.	Cross Check	Description (a)	Current year (b)	Prior year (c)	Line No.
APPLICATION OF WORKING CAPITAL					
28		Amount paid to acquire/retire long-term liabilities	75 990	197 351	28
29		Cash dividends declared	250 000	79 380	29
30		Purchase price of carrier operating property	615 089	521 781	30
31		Purchase price of other tangible property	2 590	(883)	31
32		Purchase price of long-term investment and advance	843 782	101 589	32
33		Net increase in sinking or other special funds	3 203	-	33
34		Purchase price of acquiring treasury stock			34
35		Other (specify):			35
36		Dividends declared of property & investments in			36
37		affiliated companies	35 503	259 010	37
38		Reduction in non-current assets due to the			38
39		transfer by dividends:			39
40		Investments at cost	(8 954)	(190 440)	40
41		Properties and other assets	(26 549)	(43 403)	41
42		Net effect of transfers on working capital	0	25 167	42
43		Miscellaneous items	38 286	(15 033)	43
44		TOTAL APPLICATION OF WORKING CAPITAL	1 828 940	909 352	44
45		Net increase (decrease) in working capital	(294 971)	(77 697)	45

NOTES AND REMARKS

Prior year has been restated for ratable depreciation of track structure accounting.

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital
(Dollars in Thousands)

Line No.	Item (a)	End of year (b)	Beginning of year (c)	Increase (Decrease) (d)	Line No.
1	Cash and temporary investments	67 386	532 636	(465 250)	1
2	Net receivables	524 123	452 026	72 097	2
3	Prepayments	18 869	17 266	1 603	3
4	Materials and supplies	145 963	210 909	(64 946)	4
5	Other current assets not included above	1 160	1 428	(268)	5
6	Notes payable and matured obligations				6
7	Accounts payable	756 681	876 184	119 503	7
8	Current equipment obligations and other debt	79 411	97 082	17 671	8
9	Other current liabilities not included above	11 054	35 673	24 619	9
10	Net increase (decrease) in working capital	(89 645)	205 326	(294 971)	10

NOTES AND REMARKS

Beginning of year has been restated for ratable depreciation of track structure accounting.

245. WORKING CAPITAL
(Dollars in Thousands)

1. This schedule should include only data pertaining to railway transportation services.
2. Carry out calculation of lines 8, 9, 10, 20, 21, and 22 to two decimal places.

Line No.	Item (a)	Source	Amount (b)	Line No.
CURRENT OPERATING ASSETS				
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	2 646	1
2	Customers (706)	Schedule 200, line 6, column b	162 509	2
3	Other (707)	Note A	18 766	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	183 921	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	4 019 050	5
6	Rent Income	Note B	109 610	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	4 128 660	7
8	Average Daily Operating Revenues	Line 7 ÷ 360 days	11 468.50	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 ÷ line 8	16.04	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	31.04	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	211	11
12	Audited Accounts and Wages Payable (753)	Note A	48 417	12
13	Accounts Payable—Other (754)	Note A	43 061	13
14	Other Taxes Accrued (761.5)	Note A	86 600	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	178 289	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	3 306 967	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	210 159	17
18	Cash Related Operating Expenses	line 16 + line 6 - line 17	3 206 418	18
19	Average Daily Expenditures	line 18 ÷ 360 days	8 906.72	19
20	Days of Operating Expenses in Current Operating Liabilities	line 15 ÷ line 19	20.02	20
21	Days of Working Capital Required	line 10 - line 20 (Note C)	11.02	21
22	Cash Working Capital Required	line 21 × line 19	98 152.05	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	67 386	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	67 386	24
MATERIALS AND SUPPLIES				
25	Total Material and Supplies (712)	Note A	145 963	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	54	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	145 909	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	213 295	28

Notes: (A) Use common carrier portion only. Common carrier refers to railway transportation service.

(B) Rent Income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.

(C) If result is negative, use zero.

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

1. Schedule 310 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies held by respondent at close of year. 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.

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, "Other Funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 18, 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

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	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	721	A-1	VII	Belt Railway of Chicago, The	B 7.69	1
2				BN Transport Inc.	100.00	2
3				Burlington Northern Dock Corporation	100.00	3
4				Burlington Northern (Manitoba) Ltd.	100.00	4
5				Camas Prairie Railroad Co.	50.00	5
6				Chicago Union Station Co.	A 25.00	6
7				Davenport, Rock Island & N.W. Ry. Co.	B 50.00	7
8				Denver Union Terminal Railway Co.	C 16.67	8
9				Frisco Transportation Co.	H 100.00	9
10				Galveston Terminal Ry.	50.00	10
11				Houston Belt & Terminal Ry. Co.	12.50	11
12				Iowa Transfer Railway Co.	A 25.00	12
13				Kansas City Terminal Railway Co.	D 16.66	13
14				Keokuk Union Depot Co.	B 40.00	14
15				Lake Superior Terminal & Transfer Ry. Co., The	F 66.67	15
16				Longview Switching Co.	33.33	16
17				Minnesota Transfer Railway Co., The	E 33.33	17
18				Paducah & Illinois Railroad Co.	A 33.33	18
19				Portland Terminal Railroad Co.	40.00	19
20				Pueblo Union Depot & R.R. Co.	25.00	20
21				St. Paul Union Depot Co., The	I 40.20	21
22				Terminal Railroad Assn. of St. Louis	G 12.50	22
23				Trailer Train Co.	9.76	23
24				Western Fruit Express Co.	97.14	24
25				Wichita Union Terminal Ry. Co.	H 33.33	25
26				Winona Bridge Ry. Co.	B 66.67	26
27				Total Class A-1		27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40						40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

(Dollars in Thousands)

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 shown in 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 are 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 footnotes.

Line No.	Investments and advances				Disposed of: profit (loss)	Adjustments Account 721.5	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	240			240				1
2	3 627	(1) 7 685		11 312				2
3	1			1				3
4	4 800			4 800				4
5	50			50				5
6	-			-				6
7	1 748			1 748				7
8	10			10				8
9	208		(2) 208	-				9
10	15			15				10
11	-			-				11
12	16			16			1	12
13	100			100				13
14	8			8				14
15	340			340				15
16	1	1		2				16
17	274			274				17
18	3			3				18
19	1 880			1 880				19
20	10		10	-				20
21	-			-				21
22	-			-				22
23	4 811			4 811				23
24	6 900			6 900				24
25	24			24				25
26	-			-				26
27	25 066	7 686	218	32 534			1	27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Continued
(Dollars in Thousands)

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	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	721	A-3	IV	Burlington Equipment Company	100.00	1
2			VI	Burlington Northern R.R. Properties Inc.	100.00	2
3			VI	Clarkland Inc.	100.00	3
4			VI	Clarkland Royalty Inc.	H 100.00	4
5			VI	906 Olive Corporation	100.00	5
6				Total Class A-3		6
7				Total Class A		7
8						8
9	721	B-1	VII	Chicago Union Station Company		9
10				Total Class B		10
11						11
12	721	D-3	X	Unsecured Note to Company Officer		12
13	721	D-1	VI	Clarkland Royalty Inc.		13
14			VII	Trailer Train Company		14
15				Total Class D		15
16						16
17	721	E-1	VII	Belt Railway Company of Chicago, The	J	17
18			VII	BN Transport Inc.		18
19			VII	Burlington Northern Dock Corporation		19
20			VI	Burlington Northern R.R. Properties		20
21			VII	Camas Prairie Railroad Company		21
22			VII	Chicago Union Station Company	J	22
23			VII	Davenport, Rock Island & North Western Ry. Co.	J	23
24			VII	Denver Union Terminal Railway Company		24
25						25
26			VII	Frisco Transportation Company		26
27			VII	Galveston Terminal Ry.		27
28			VII	Houston Belt & Terminal Ry. Co.		28
29			VII	Kansas City Terminal Railway Company	J	29
30			VII	Keokuk Union Depot Company		30
31			VII	Lake Superior Terminal Transfer Ry. Co., The		31
32			VII	Longview Switching Company		32
33			VII	Minnesota Transfer Railway Co., The		33
34			VII	Paducah & Illinois Railroad Co.		34
35			VII	Portland Terminal R.R. Assoc.		35
36			VII	Pueblo Union Depot & R.R. Co.		36
37			VII	Terminal Railroad Assn. of St. Louis		37
38			VII	Wichita Union Terminal Ry. Co.		38
39			VII	Wichita Terminal Association		39
40				Total Class E-1		40
41						41
42						42
43						43
44						44
45						45
46						46
47						47
48						48
49						49
50						50

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded
(Dollars in Thousands)

Line No.	Investments and advances				Disposed of: profit (loss)	Adjustments Account 721.5	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		(3) 5					1
2	1 085	(4) 32 132		33 217				2
3	37 472		(5) 31 733	5 739				3
4	73			73				4
5	1 176			1 176				5
6	39 811	32 132	31 738	40 205				6
7	64 877	39 818	31 956	72 739			1	7
8								8
9	753		627	126				9
10	753		627	126				10
11								11
12		200		200				12
13	184			184				13
14	1 615	7		1 622			128	14
15	1 799	207		2 006			128	15
16								16
17	1 621	82		1 703			100	17
18	20		20					18
19	3 083	1 192	1 700	2 575				19
20		2 544	(6) 2 544					20
21	611		6	605			31	21
22	15 479	967	1 431	15 015		15 015	29	22
23	1 914	1 322	126	3 110				23
24	1 132	14	458	688				24
25								25
26	790		790					26
27	384		204	180				27
28	1 807	1 093	1 049	1 851				28
29	7 163	523		7 686		2 453		29
30	2		2					30
31	34			34			1	31
32	63			63				32
33	183			183			6	33
34	1 355		35	1 320			61	34
35	78	42	55	65				35
36	128		128					36
37	297	290	180	407			197	37
38	416			416				38
39	2			2				39
40	36 562	8 069	8 728	35 903		17 468	425	40
41								41
42								42
43								43
44								44
45								45
46								46
47								47
48								48
49								49
50								50

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES-Continued
(Dollars in Thousands)

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	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	721	E-3	IV	Burlington Equipment Company		1
2				Burlington Northern Inc.		2
3			VI	Burlington Northern R.R. Properties, Inc.		3
4			VI	Clarkland Inc.		4
5			VI	Clarkland Royalty Inc.		5
6			VI	906 Olive Corporation		6
7				Total Class E-3		7
8				Total Class E		8
9				Grand Total Account 721		9
10						10
11						11
12						12
13				Notes to Schedule 310:		13
14						14
15				(1) \$2,901 is due to merger of Frisco		15
16				Transportation into BN Transport Inc.		16
17				\$4,784 is contribution to capital.		17
18				(2) Merged into B.N. Transport Inc.		18
19				(3) Merged into Burlington Northern RR		19
20				Properties.		20
21				(4) \$31,633 represents properties transferred		21
22				from Clarkland Inc. \$494 is contribution		22
23				of capital and \$5 represents merger of		23
24				Burlington Northern Equipment Co. into		24
25				BN RR Properties.		25
26				(5) Transferred \$31,633 into BN RR Properties		26
27				and adjusted by \$100 for Western Fruit		27
28				Express stock.		28
29				(6) Reclassification of advances to E-3.		29
30				(7) Merged into Burlington Northern Railroad		30
31				Properties Inc.		31
32				(8) \$250,000 represents investment transferred		32
33				to Burlington Northern Inc. (Holding Co.)		33
34				by dividend. \$85,100 is cash.		34
35				(9) \$11,039 represents merger of Burlington		35
36				Equipment Co. into Burlington Northern		36
37				Railroad Properties Inc. \$2,367 is a		37
38				reclassification of advances from E-1.		38
39				\$850 is cash and property of \$64 was		39
40				transferred.		40
				(10) Contribution of capital \$8,954 and		
				cash \$3,100.		
				(11) \$8,954 represents dividend to Burlington Northern Inc.		
				(Holding Co.). \$2,741 represents transfer of		
				property and receivables to Burlington Northern R.R.		
				Properties and \$4,900 cash.		

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded
(Dollars in Thousands)

Line No.	Investments and advances				Disposed of: profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income (l)	Line No.
	Opening balance	Additions	Deductions (if other than sale, explain)	Closing balance				
	(f)	(g)	(n)	(i)	(j)	(k)	(l)	
1	11 039		(7) 11 039					1
2		769 100	(8) 335 100	434 000			28 212	2
3		(9) 14 320	7 853	6 467				3
4	14 919	(10) 12 054	(11) 16 595	10 378				4
5	1	119		120				5
6	640	100	740					6
7	26 599	795 693	371 327	450 965			28 212	7
8	63 161	803 762	380 055	486 868		17 468	28 637	8
9	**130 590	843 787	412 638	*561 739		17 468	28 766	9
10								10
11								11
12								12
13								13
14								14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40

* Excludes \$11,591 equity in earnings of subsidiary companies.
 ** " \$13,934 " " " " " " "

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
(Dollars in Thousands)

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.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No.
	Carriers: (List specifics for each company)							
1	BN Transport Inc. Common Stock	17		(4 864)		(2 899)	(7 746)	1
2	Burlington Northern Dock Corp. " "	(1)					(1)	2
3	Davenport, Rock Island & N.W. Ry. Co. " "	87					87	3
4	Denver Union Terminal Ry. " "	(38)					(38)	4
5	Frisco Transportation Co. " "	(2 899)				2 899	0	5
6	Galveston Terminal Ry. Co. " "	(367)					(367)	6
7	Iowa Transfer Ry. Co. " "	18					18	7
8	Keokuk Union Depot Co. " "	32					32	8
9	Minnesota Transfer Ry. Co., The " "	973		12			985	9
10	Paducah & Illinois R.R. Co. " "	(86)					(86)	10
11	Portland Terminal R.R. Co. " "	28		(42)			(14)	11
12	Pueblo Union Depot & R.R. Co. " "	32					32	12
13	Western Fruit Express Co. " "	13 725		963			14 688	13
14	Winona Bridge Railway Co. " "	269					269	14
15								15
16	Adjustment to write-off adjustment in Great							16
17	Midwest	159				(79)	80	17
18								18
19	Rounding Difference	12				(10)	2	19
20								20
21	Total Carriers	11 961		(3 931)		(89)	7 941	21
22								22
23								23
24								24
25								25
26								26

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
(Dollars in Thousands)

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.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustment for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No.
1	Noncarrier (List specifics for each company)							1
2	BNT Terminals Inc. Common Stock	131		73			204	2
3	Burlington Equipment Company " "	(3)				3	0	3
4	Burlington Northern Railroad Properties Inc. " "	1 661		270		(3)	1 928	4
5	Clarkland Inc. " "	(147)		1 231			1 084	5
6	Clarkland Royalty Inc. " "	13		7			20	6
7	906 Olive Corporation " "	318		96			414	7
8								8
9								9
10								10
11								11
12								12
13								13
14	Total Non-Carrier	1 973		1 677		0	3 650	14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26

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 Consolidated Mortgage.

Footnote C - BNRR owns 100 shares of which 50 are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BNRR Consolidated Mortgage.

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.

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.	1,292
Kansas City Terminal Railway Company	1,257

330. ROAD AND EQUIPMENT PROPERTY

(Dollars in Thousands)

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment ment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	129 549			1
2		(3) Grading	532 959			2
3		(4) Other right-of-way expenditures	8 426			3
4		(5) Tunnels and subways	45 377			4
5		(6) Bridges, trestles, and culverts	335 964			5
6		(7) Elevated structures				6
7		(8) Ties	846 495			7
8		(9) Rail and other track material	2 185 482		3 900	8
9		(11) Ballast	528 539			9
10		(13) Fences, snowsheds, and signs	17 624			10
11		(16) Station and office buildings	119 638			11
12		(17) Roadway buildings	13 968			12
13		(18) Water stations	3 540			13
14		(19) Fuel stations	20 449			14
15		(20) Shops and enginehouses	119 518			15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	1 989			17
18		(24) Coal and ore wharves	21 427			18
19		(25) TOFC/COFC terminals	13 029			19
20		(26) Communication systems	91 698			20
21		(27) Signals and interlockers	228 911			21
22		(29) Power plants	1 309			22
23		(31) Power-transmission systems	6 131			23
24		(35) Miscellaneous structures	2 771			24
25		(37) Roadway machines	85 423			25
26		(39) Public improvements - Construction	71 630			26
27		(44) Shop machinery	57 556			27
28		(45) Power-plant machinery	4 860			28
29		Other (specify and explain)	(2 091)			29
30		TOTAL EXPENDITURES FOR ROAD	5 492 171		3 900	30
31		(52) Locomotives	433 244			31
32		(53) Freight-train cars	1 393 881			32
33		(54) Passenger-train cars	77			33
34		(55) Highway revenue equipment	576			34
35		(56) Floating equipment				35
36		(57) Work equipment	88 114			36
37		(58) Miscellaneous equipment	27 881			37
38		TOTAL EXPENDITURES FOR EQUIPMENT	1 943 773			38
39		(76) Interest during construction				39
40		TOTAL	7 435 944			40
41		(80) Other elements of investment				41
42		(90) Construction in progress	15 532			42
43		GRAND TOTAL	7 451 476		3 900	43

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 the amount in Account 732 for road or for equipment is less than 5% of the amount in Account 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 column (c) and (e) should be included all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
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 29 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 \$2,000 is used as the minimum 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.

Instruction
Reference

NOTES AND REMARKS
Schedule 330

- 1 Balances at beginning of year have been restated for ratable depreciation of track structure accounting.
- 3 Column (d) includes purchase from C.R.I.P. of 26.11 miles of track and related structures between Amarillo and Bushland, Texas effective September 22, 1983.
- 7 Column (e) includes the following:

\$2,169,188	Purchase land for rail classification yard at Galesburg, IL.
\$172,075	Purchase land for bridge construction at Prescott, WI.
\$639,800	Purchase land for rail classification yard at Denver, CO.
\$111,772	Purchase land for connecting trackage at Appleton, MN.

330. ROAD AND EQUIPMENT PROPERTY
(Dollars in Thousands)

Line No.	Cross Check	Account	Balance at beginning of year	Expenditures during the year for original road and equipment ment, and road extensions	Expenditures during the year for purchase of existing lines, reorganizations, etc.	Line No.
		(a)	(b)	(c)	(d)	
1		(2) Land for transportation purposes	129 549			1
2		(3) Grading	532 959			2
3		(4) Other right-of-way expenditures	8 426			3
4		(5) Tunnels and subways	45 377			4
5		(6) Bridges, trestles, and culverts	335 964			5
6		(7) Elevated structures				6
7		(8) Ties	831 973			7
8		(9) Rail and other track material	2 123 562		3 900	8
9		(11) Ballast	528 539			9
10		(13) Fences, snowsheds, and signs	17 624			10
11		(16) Station and office buildings	119 638			11
12		(17) Roadway buildings	13 968			12
13		(18) Water stations	3 540			13
14		(19) Fuel stations	20 449			14
15		(20) Shops and enginehouses	119 518			15
16		(22) Storage warehouses				16
17		(23) Wharves and docks	1 989			17
18		(24) Coal and ore wharves	21 427			18
19		(25) TOFC/COFC terminals	13 029			19
20		(26) Communication systems	91 698			20
21		(27) Signals and interlockers	228 911			21
22		(29) Power plants	1 309			22
23		(31) Power-transmission systems	6 131			23
24		(35) Miscellaneous structures	2 771			24
25		(37) Roadway machines	85 423			25
26		(39) Public improvements - Construction	71 630			26
27		(44) Shop machinery	57 556			27
28		(45) Power-plant machinery	4 860			28
29		Other (specify and explain)	(2 091)			29
30		TOTAL EXPENDITURES FOR ROAD	5 415 729		3 900	30
31		(52) Locomotives	433 244			31
32		(53) Freight-train cars	1 393 881			32
33		(54) Passenger-train cars	77			33
34		(55) Highway revenue equipment	576			34
35		(56) Floating equipment				35
36		(57) Work equipment	88 114			36
37		(58) Miscellaneous equipment	27 881			37
38		TOTAL EXPENDITURES FOR EQUIPMENT	1 943 773			38
39		(76) Interest during construction				39
40		TOTAL	7 359 502		39 00	40
41		(80) Other elements of investment				41
42		(9) Construction in progress	15 532			42
43		GRAND TOTAL	7 375 034		3 900	43

330A. IMPROVEMENTS ON LEASED PROPERTY
(Dollars in Thousands)

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

330. ROAD AND EQUIPMENT PROPERTY - Continued
(Dollars in Thousands)

Line No.	Cross Check	Expenditures for additions and betterments during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1		5 282	2 122	3 160	132 709	1
2		7 241	9 908	(2 667)	530 292	2
3		50	1 557	(1 507)	6 919	3
4		55	19	36	45 413	4
5		12 917	6 476	6 441	342 405	5
6						6
7		84 758	17 561	67 197	899 170	7
8		242 250	32 629	213 521	2 337 083	8
9		32 540	11 938	20 602	549 141	9
10		216	980	(764)	16 860	10
11		13 338	1 640	11 698	131 336	11
12		9 771	249	9 522	23 490	12
13		62	76	(14)	3 526	13
14		786	195	591	21 040	14
15		4 513	2 061	2 452	121 970	15
16						16
17					1 989	17
18		23	9	14	21 441	18
19		2 111	28	2 083	15 112	19
20		11 254	891	10 363	102 061	20
21		14 364	313	10 051	238 962	21
22		28	86	(58)	1 251	22
23		131	75	56	6 187	23
24		185	18	167	2 938	24
25		9 320	407	8 913	94 336	25
26		1 358	1 977	(619)	71 011	26
27		3 471	2 155	1 316	58 872	27
28		11	46	(35)	4 825	28
29		2 091		2 091		29
30		458 126	97 416	364 610	5 780 339	30
31		49 430	41 196	8 234	441 478	31
32		17 667	121 479	(103 812)	1 290 069	32
33			193	(193)	(116)	33
34		3 113	72	3 041	3 617	34
35						35
36		13 175	5 939	7 236	95 350	36
37		12 580	2 763	9 817	37 698	37
38		95 965	171 642	(75 677)	1 868 096	38
39						39
40		554 091	269 058	288 933	764 843	40
41						41
42		57 098		57 098	72 630	42
43		611 189	269 058	346 031	7 721 065	43
44						44
45						45
46						46
47						47
48						48

330. ROAD AND EQUIPMENT PROPERTY - Continued
(Dollars in Thousands)

Line No.	Cross Check	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		5 282	2 122	3 160	132 709	1
2		7 241	9 908	(2 667)	530 292	2
3		50	1 557	(1 507)	6 919	3
4		55	19	36	45 413	4
5		12 917	6 476	6 441	342 405	5
6						6
7		70 236	17 561	52 675	899 170	7
8		180 330	32 629	151 601	2 337 083	8
9		32 540	11 938	20 602	549 141	9
10		216	980	(764)	16 860	10
11		13 338	1 640	11 698	131 336	11
12		9 771	249	9 522	23 490	12
13		62	76	(14)	3 526	13
14		786	195	591	21 040	14
15		4 513	2 061	2 452	121 970	15
16						16
17					1 989	17
18		23	9	14	21 441	18
19		2 111	28	2 083	15 112	19
20		11 254	891	10 363	102 061	20
21		14 364	4 313	10 051	238 962	21
22		28	86	(58)	1 251	22
23		131	75	56	6 187	23
24		185	18	167	2 938	24
25		9 320	407	8 913	94 336	25
26		1 358	1 977	(619)	71 011	26
27		3 471	2 155	1 316	58 872	27
28		11	46	(35)	4 825	28
29		2 091		2 091		29
30		381 684	97 416	288 168	5 780 339	30
31		49 430	41 196	8 234	441 478	31
32		17 667	121 479	(103 812)	1 290 069	32
33			193	(193)	(116)	33
34		3 113	72	3 041	3 617	34
35						35
36		13 175	5 939	7 236	95 350	36
37		12 580	2 763	9 817	37 698	37
38		95 965	171 642	(75 677)	1 868 096	38
39						39
40		477 649	269 058	212 491	7 648 435	40
41						41
42		57 098		57 098	72 630	42
43		534 747	269 058	269 589	7 721 065	43
44						44
45						45
46						46
47						47
48						48

330A. IMPROVEMENTS ON LEASED PROPERTY - Continued
(Dollars in Thousands)

Line No.	Cross Check	Expenditures for additions and betterments during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1						1
2						2
3						3
4		Account 732 does not exceed				4
5		5% of Account 731				5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25						25
26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40						40
41	*					41
42						42
43						43
44						44
45						45
46						46
47						47
48						48

332. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

(Dollars in Thousands)

1. Show in columns (b) and (c), for each primary account, the depreciation base used to compute the depreciation charges for the month of January, and in columns (d) and (f) show the depreciation base used to compute the depreciation charges for the month of December; in columns (e) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 30 and 38 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 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, 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 not 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 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.

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.	Account (a)	OWNED AND USED			LEASED FROM OTHERS			Line No.
		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	(3) Grading	532 959	530 404	.70				1
2	(4) Other, right-of-way expenditures	8 425	6 913	2.00				2
3	(5) Tunnels and subways	45 377	45 393	.86	Account 732 does not exceed			3
4	(6) Bridges, trestles, and culverts	335 964	341 701	1.38	5% of Account 731.			4
5	(7) Elevated structures							5
6	(8) Ties	831 974	862 651	2.89				6
7	(9) Rail and other track material	2 123 562	2 367 430	3.69				7
8	(11) Ballast	528 539	516 484	2.31				8
9	(13) Fences, snow sheds, and signs	17 624	16 841	2.00				9
10	(16) Station and office buildings	119 638	129 670	1.92				10
11	(17) Roadway buildings	13 968	22 863	2.63				11
12	(18) Water stations	3 540	3 527	2.86				12
13	(19) Fuel stations	20 449	21 013	3.63				13
14	(20) Shops and enginehouses	119 518	121 762	2.09				14
15	(22) Storage warehouses							15
16	(23) Wharves and docks	1 989	1 989	1.92				16
17	(24) Coal and ore wharves	21 427	21 440	1.39				17
18	(25) TOFC/COFC terminals	13 028	15 021	3.71				18
19	(26) Communication systems	91 698	100 672	2.81				19
20	(27) Signals and interlockers	228 911	237 669	2.26				20
21	(29) Power plants	1 309	1 252	2.50				21
22	(31) Power-transmission systems	6 131	6 196	3.06				22
23	(35) Miscellaneous structures	2 771	2 931	3.03				23
24	(37) Roadway machines	85 423	93 469	3.84				24
25	(39) Public improvements—Construction	71 630	70 998	1.43				25
26	(44) Shop machinery	57 556	58 771	3.06				26
27	(45) Power-plant machinery	4 860	4 825	3.84				27
28	All other road accounts							28
29	Amortization (other than defense projects)							29
30	TOTAL ROAD	5 288 270	5 601 885	2.68				30
	EQUIPMENT							
31	(52) Locomotives	430 216	440 341	(1)				31
32	(53) Freight-train cars	1 388 962	1 299 998	(2)				32
33	(54) Passenger-train cars	(105)	(298)					33
34	(55) Highway revenue equipment	576	3 617	8.80				34
35	(56) Floating equipment							35
36	(57) Work equipment	87 454	92 004	3.92				36
37	(58) Miscellaneous equipment	27 881	36 319	(3)				37
38	TOTAL EQUIPMENT	1 934 984	1 871 981	3.60				38
39	GRAND TOTAL	7 223 254	7 473 866					39

(1), (2), (3) See Notes on Page 33A

339. ACCRUED LIABILITY—LEASED PROPERTY

(Dollars in Thousands)

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.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts	Leased road and equipment property (732) is less than 5% of total property owned and used.						4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(16) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements—Construction							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery*							27
28		All other road accounts							28
29		Amortization (Adjustments)							29
30		TOTAL ROAD							30
		EQUIPMENT							
31		(52) Locomotives							31
32		(53) Freight-train cars							32
33		(54) Passenger-train cars							33
34		(55) Highway revenue equipment							34
35		(56) Floating equipment							35
36		(57) Work equipment							36
37		(58) Miscellaneous equipment							37
38		Amortization Adjustments							38
39		TOTAL EQUIPMENT							39
40		GRAND TOTAL							40

* To be reported with equipment expenses rather than M&S expenses.

NOTES AND REMARKS

<u>Depreciation Rates for Locomotives and Freight Train Cars</u>		<u>Rate (Percent)</u>
52	<u>Locomotives</u>	
	Multi-purpose	2.78
	Diesel road	4.05
	Diesel switch	2.35
	Spare parts	3.37
53	<u>Freight-train cars</u>	
	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
58	<u>Miscellaneous Equipment</u>	
	Autos	28.00
	Trucks	11.50
	Airplanes	10.00
	Other Equipment	8.89
	Miscellaneous Equipment	9.00

NOTES AND REMARKS

Notes Relating to Schedule 332 Depreciation Base and Rates, Page 32

- (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.

Notes Relating to Schedule 335-Accumulated Depreciation, Page 33

<u>CREDITS TO RESERVE</u>	<u>ROAD</u>	<u>EQUIPMENT</u>
Debits for Depreciation on property of respondent	\$ 150,256	\$ 68,613
Depreciation on property of Burlington Northern (Manitoba) Limited	16	8
Depreciation on improvements to property leased to others (732)	96	202
Depreciation on Shop Machinery*	(1,763)	1,763
Credits for capitalized machinery and equipment depr. Note 1/	<u>(6,204)</u>	<u>(3,214)</u>
Total Accumulated Depreciation Expense Schedule 410, Lines 136, 137, 138, 213, 232, 317	<u>\$ 142,401</u>	<u>\$ 67,372</u>

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

Note 1. Totals from Schedules 412 and 415 will be greater than total accumulated depreciation expense by these amounts.

Note 2. Balances at beginning of year have been restated for ratable depreciation of track structure accounting.

335. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT OWNED AND USED

(Dollars in Thousands)

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 lines 29 and 35.

Line No.	Cross Check	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)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading	140 901	3 696		1 895		142 702	1
2		(4) Other, right-of-way expenditures	1 115	161		143		1 133	2
3		(5) Tunnels and subways	13 126	385		5		13 506	3
4		(6) Bridges, trestles, and culverts	171 127	4 700		1 546		174 281	4
5		(7) Elevated structures							5
6		(8) Ties	282 402	24 477		19 376		287 503	6
7		(9) Rail and other track material	644 763	82 871		13 205		714 429	7
8		(11) Ballast	87 165	12 088		10 344		88 909	8
9		(13) Fences, snow sheds, and signs	13 955	344		186		14 113	9
10		(16) Station and office buildings	47 722	2 373		1 612		48 483	10
11		(17) Roadway buildings	4 817	399		96		5 120	11
12		(18) Water stations	3 251	100		75		3 276	12
13		(19) Fuel stations	3 902	744		171		4 475	13
14		(20) Shops and enginehouses	38 703	2 473		1 980		39 196	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks	1 989	(26)				1 963	16
17		(24) Coal and ore wharves	12 191	295		2		12 484	17
18		(25) TOFC/COFC terminals	3 179	528		22		3 685	18
19		(26) Communication systems	36 597	2 672		523		38 746	19
20		(27) Signals and interlockers	72 472	5 219		1 658		76 033	20
21		(29) Power plants	424	31		86		369	21
22		(31) Power-transmission systems	4 185	185		73		4 297	22
23		(35) Miscellaneous structures	1 086	84		20		1 150	23
24		(37) Roadway machines	41 819	3 613		324		45 108	24
25		(39) Public improvements—Construction	19 186	1 004		456		19 734	25
26		(44) Shop machinery*	21 774	1 763		2 085		21 452	26
27		(45) Power-plant machinery*	2 535	186		45		2 676	27
28		All other road accounts		(109)				(109)	28
29		Amortization (Adjustments)							29
30		TOTAL ROAD	1 670 386	150 256		55 928		1 764 714	30
		EQUIPMENT							
31		(52) Locomotives	267 628	16 221		38 754		245 095	31
32		(53) Freight-train cars	433 049	45 133		109 902		368 280	32
33		(54) Passenger-train cars	252			134		118	33
34		(55) Highway revenue equipment	388	149		67		470	34
35		(56) Floating equipment							35
36		(57) Work equipment	30 292	3 561		5 361		28 492	36
37		(58) Miscellaneous equipment	15 365	3 549		2 507		16 407	37
38		Amortization Adjustments							38
39		TOTAL EQUIPMENT	746 974	68 613		156 725		658 862	39
40		GRAND TOTAL	2 417 360	218 869		212 653		2 423 576	40

* To be reported with equipment expenses rather than M&S expenses.

340. DEPRECIATION BASE AND RATES—IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in Thousands)

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 30 and 39 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 changes 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 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.

4. 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.	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
		At beginning of year (b)	At close of year (c)		
	ROAD				
1	(3) Grading			%	1
2	(4) Other, right-of-way expenditures				2
3	(5) Tunnels and subways				3
4	(6) Bridges, trestles, and culverts	Total road leased (732) from others is less than 5% of total road owned.			4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements—Construction				25
26	(44) Shop machinery*				26
27	(45) Power-plant machinery*				27
28	All other road accounts				28
29	Amortization (Adjustments)				29
30	TOTAL ROAD				30
	EQUIPMENT				
31	(52) Locomotives				31
32	(53) Freight-train cars				32
33	(54) Passenger-train cars	Total equipment leased (732) from others is less than 5% of total equipment owned.			33
34	(55) Highway revenue equipment				34
35	(56) Floating equipment				35
36	(57) Work equipment				36
37	(58) Miscellaneous equipment				37
38	Amortization Adjustments				38
39	TOTAL EQUIPMENT				39
40	GRAND TOTAL				40

* To be reported with equipment expense rather than M&S expenses.

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

(Dollars in Thousands)

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 on page 35. 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 on page 35.

4. Show in column (e) the debits to the reserve arising from retirements. These debits should not exceed investment, etc.

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.	Cross Check	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)	List No.	
				Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)			
		ROAD								
1		(3) Grading							1	
2		(4) Other, right-of-way expenditures	Total road leased (732) from others							2
3		(5) Tunnels and subways	is less than 5% of total road owned.							3
4		(6) Bridges, trestles, and culverts							4	
5		(7) Elevated structures							5	
6		(8) Ties							6	
7		(9) Rail and other track material							7	
8		(11) Ballast							8	
9		(13) Fences, snow sheds, and signs							9	
10		(16) Station and office buildings							10	
11		(17) Roadway buildings							11	
12		(18) Water stations							12	
13		(19) Fuel stations							13	
14		(20) Shops and enginehouses							14	
15		(22) Storage warehouses							15	
16		(23) Wharves and docks							16	
17		(24) Coal and ore wharves							17	
18		(25) TOFC/COFC terminals							18	
19		(26) Communication systems							19	
20		(27) Signals and interlockers							20	
21		(29) Power plants							21	
22		(31) Power-transmission systems							22	
23		(35) Miscellaneous structures							23	
24		(37) Roadway machines							24	
25		(39) Public improvements—Construction							25	
26		(44) Shop machinery*							26	
27		(45) Power-plant machinery*							27	
28		All other road accounts							28	
29		TOTAL ROAD							29	
		EQUIPMENT								
30		(52) Locomotives							30	
31		(53) Freight-train cars							31	
32		(54) Passenger-train cars	Total equipment leased (732) from others							32
33		(55) Highway revenue equipment	is less than 5% of total equipment owned.							33
34		(56) Floating equipment							34	
35		(57) Work equipment							35	
36		(58) Miscellaneous equipment							36	
37		TOTAL EQUIPMENT							37	
38		GRAND TOTAL							38	

* To be reported with equipment expense rather than M&S expenses.

NOTES AND REMARKS FOR SCHEDULE 342

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

(Dollars in Thousands)

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 to compute the depreciation for the month of December and on lines 29 and 37 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 to compute the depreciation for December and dividing the total also computed by the depreciation base.

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. 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)	Line No.
		At beginning of year (b)	At close of year (c)		
	ROAD				
1	(3) Grading				1
2	(4) Other, right-of-way expenditures				2
3	(5) Tunnels and subways	Total road leased to others is less than 5% of total road owned.			3
4	(6) Bridges, trestles, and culverts				4
5	(7) Elevated structures				5
6	(8) Ties				6
7	(9) Rail and other track material				7
8	(11) Ballast				8
9	(13) Fences, snow sheds, and signs				9
10	(16) Station and office buildings				10
11	(17) Roadway buildings				11
12	(18) Water stations				12
13	(19) Fuel stations				13
14	(20) Shops and enginehouses				14
15	(22) Storage warehouses				15
16	(23) Wharves and docks				16
17	(24) Coal and ore wharves				17
18	(25) TOFC/COFC terminals				18
19	(26) Communication systems				19
20	(27) Signals and interlockers				20
21	(29) Power plants				21
22	(31) Power-transmission systems				22
23	(35) Miscellaneous structures				23
24	(37) Roadway machines				24
25	(39) Public improvements—Construction				25
26	(44) Shop machinery*				26
27	(45) Power-plant machinery*				27
28	All other road accounts				28
29	TOTAL ROAD				29
	EQUIPMENT				
30	(52) Locomotives				30
31	(53) Freight-train cars				31
32	(54) Passenger-train cars	Total equipment leased to others is less than 5% of total equipment owned.			32
33	(55) Highway revenue equipment				33
34	(56) Floating equipment				34
35	(57) Work equipment				35
36	(58) Miscellaneous equipment			N/A	36
37	TOTAL EQUIPMENT				37
38	GRAND TOTAL				38

RC-130500

BURLINGTON NORTHERN

1983

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

(Dollars in Thousands)

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, track, 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, and (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 of 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 column (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 carriers 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 or 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.

able to the property of the carriers whose names are listed in column (b), regardless of where the reserves and/or are located.						
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)	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	R	Burlington Northern Railroad Company	25 404	7 736 303	2 448 052	1
2						2
3		Add-Leased from others:				3
4	O	ATSF-Pittsburg, KS - Land & Track		10		4
5	O	DMIR-Albany Mine, Chisholm, MN Tracks		3		5
6	O	DMIR-Virginia, MN		2		5
7	O	Galv. Term. Ry. Co.-Galveston, TX - Tracks	1	**		7
8	O	MILW-Council Bluffs to Bayard, IA	100	**		8
9	O	SP-Chemult, OR		4		9
10	O	SP-Klamath Falls, OR		5		10
11	O	UP-Garrison to Butte, MT - Main Line	52	1 354	*	11
12	O	U.S. Govt. R.R. - Shelton-Bangor and				12
13		Bremerton, WA - Main Line	48	**		13
14	O	Oklahoma City, OK Land		10		14
15		Total	201	1 388		15
16						16
17		Deduct-Leased to others:				17
18	O	CNW-Leavenworth, KS Land		15		18
19	O	CNW-Minneapolis, MN Trackage		12		19
20	O	DMIR-Buhl, MN Turnouts		15		20
21	O	DMIR-Chisholm, MN		1	1	21
22	O	DMIR-Hibbing, MN		5	4	22
23	O	MKT-Rosedale, KS Driveway		2		23
24	O	SOT-So. Omaha, NE Yard Tracks		3		24
25		Total		53	5	25
26						26
27						27
28						28
29						29
30	*	Depreciation not available to respondent				30
31	**	Investment not available to respondent TOTAL	25 605	7 737 638	2 448 047	31

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

(Dollars in Thousands)

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, track, 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, and (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 of 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 column (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 carriers 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 or 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.

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)	Line No.	
(a)		(b)	(c)	(d)	(e)		
1	R	Burlington Northern Railroad Company	25 404	7 733 685	2 448 052	1	
2						2	
3		Add-Leased from others:				3	
4	O	ATSF-Pittsburg, KS - Land & Track		10		4	
5	O	DMIR-Albany Mine, Chisholm, MN Tracks		3		5	
6	O	DMIR-Virginia, MN		2		6	
7	O	Galv. Term. Ry. Co.-Galveston, TX - Tracks	1	**		7	
8	O	MILW-Council Bluffs to Bayard, IA	100	**		8	
9	O	SP-Chemult, OR		4		9	
10	O	SP-Klamath Falls, OR		5		10	
11	O	UP-Garrison to Butte, MT - Main Line	52	1 354	*	11	
12	O	U.S. Govt. R.R. - Shelton-Bangor and				12	
13		Bremerton, WA - Main Line	48	**		13	
14	O	Oklahoma City, OK Land		10		14	
15		Total	201	1 388		15	
16						16	
17		Deduct-Leased to others:				17	
18	O	CNW-Leavenworth, KS Land		15		18	
19	O	CNW-Minneapolis, MN Trackage		12		19	
20	O	DMIR-Buhl, MN Turnouts		15		20	
21	O	DMIR-Chisholm, MN		1	1	21	
22	O	DMIR-Hibbing, MN		5	4	22	
23	O	MKT-Rosedale, KS Driveway		2		23	
24	O	SOT-So. Omaha, NE Yard Tracks		3		24	
25		Total		53	5	25	
26						26	
27						27	
28						28	
29						29	
30	*	Depreciation not available to respondent				30	
31	**	Investment not available to respondent	TOTAL	25 605	7 735 020	2 448 047	31

351. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

(Dollars in Thousands)

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 330 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.

Line No.	Cross Check	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)	Line No.
				Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways	Total road leased to others is less than 5% of total road owned.						3
4		(6) Bridges, trestles, and culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail and other track material							7
8		(11) Ballast							8
9		(13) Fences, snow sheds, and signs							9
10		(15) Station and office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops and enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves and docks							16
17		(24) Coal and ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals and interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements—Construction							25
26		(44) Shop machinery							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD							29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars	Total equipment leased to others is less than 5% of total equipment owned.						32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		TOTAL EQUIPMENT							37
38		GRAND TOTAL							38

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

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 43 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 29 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 on page 35 methods of estimating value of property of non-carriers or property of other carriers.
4. Report on line 30 amounts not includible in the accounts shown, or in line 29. The items reported should be briefly identified and explained. Also include here those items 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.

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other Leased properties (e)	Line No.
1		(2) Land for transportation purposes	132 724 ✓			28	1
2		(3) Grading	530 904 ✓			314	2
3		(4) Other, right-of-way expenditures	7 193 ✓				3
4		(5) Tunnels and subways	45 413				4
5		(6) Bridges, trestles, and culverts	343 075 ✓			67	5
6		(7) Elevated structures					6
7		(8) Ties	899 368 ✓			247	7
8		(9) Rail and other track material	2 340 573 ✓			586	8
9		(11) Ballast	549 456 ✓			10	9
10		(13) Fences, snow sheds, and signs	16 879 ✓			1	10
11		(16) Station and office buildings	134 269 ✓			26	11
12		(17) Roadway buildings	24 693 ✓			12	12
13		(18) Water stations	3 528 ✓			21	13
14		(19) Fuel stations	21 041 ✓			2	14
15		(20) Shops and enginehouses	121 970 ✓			10	15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	1 989				17
18		(24) Coal and ore wharves	21 527				18
19		(25) TOFC/COFC terminals	15 120				19
20		(26) Communication systems	102 332 ✓			2	20
21		(27) Signals and interlockers	239 360 ✓			(2)	21
22		(29) Power plants	1 250				22
23		(31) Power-transmission systems	6 185 ✓				23
24		(35) Miscellaneous structures	2 938				24
25		(37) Roadway machines	94 337 ✓				25
26		(39) Public improvements—Construction	71 063 ✓			(2)	26
27		(44) Shop machinery	58 876 ✓			5	27
28		(45) Power-plant machinery	4 825				28
29		Leased property capitalized rentals (explain)					29
30		Other (specify and explain)					30
31		Total expenditures for road	5 790 888 ✓			1 327	31
32		(52) Locomotives	444 703 ✓				32
33		(53) Freight-train cars	1 290 504 ✓				33
34		(54) Passenger-train cars	(116)				34
35		(55) Highway revenue equipment	3 617				35
36		(56) Floating equipment					36
37		(57) Work equipment	95 350 ✓				37
38		(58) Miscellaneous equipment	38 711 ✓				38
39		Total expenditures for equipment	1 872 769 ✓				39
40		(76) Interest during construction				8	40
41		(80) Other elements of investment					41
42		(90) Construction work in progress	72 646				42
43		GRAND TOTAL	7 736 303 ✓			1 335	43

A. General Instructions

Disclose the required information concerning the respondent's leases, in Schedule 361, Parts I, II, and III.

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.

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.
- 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.

Note:

Interest rates used in calculating value of capitalized leases represent respondents incremental borrowing rate for equipment trusts as of the date the lease was entered into.

(By Property Accounts)
(Dollars in Thousands)

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 43 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 29 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 on page 35 methods of estimating value of property of non-carriers or property of other carriers.
4. Report on line 30 amounts not includible in the accounts shown, or in line 29. The items reported should be briefly identified and explained. Also include here those items 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.

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (prop- rietary companies) (d)	Other Leased properties (e)	Line No.
1		(2) Land for transportation purposes	133 052			28	1
2		(3) Grading	530 929			314	2
3		(4) Other, right-of-way expenditures	7 278				3
4		(5) Tunnels and subways	45 413				4
5		(6) Bridges, trestles, and culverts	343 077			67	5
6		(7) Elevated structures					6
7		(8) Ties	899 538			247	7
8		(9) Rail and other track material	2 340 729			586	8
9		(11) Ballast	549 536			10	9
10		(13) Fences, snow sheds, and signs	16 881			1	10
11		(16) Station and office buildings	134 444			26	11
12		(17) Roadway buildings	24 694			12	12
13		(18) Water stations	3 532			21	13
14		(19) Fuel stations	21 049			2	14
15		(20) Shops and enginehouses	122 065			10	15
16		(22) Storage warehouses					16
17		(23) Wharves and docks	1 989				17
18		(24) Coal and ore wharves	21 527				18
19		(25) TOFC/COFC terminals	15 120				19
20		(26) Communication systems	102 335			2	20
21		(27) Signals and interlockers	239 377			(2)	21
22		(29) Power plants	1 250				22
23		(31) Power-transmission systems	6 186				23
24		(35) Miscellaneous structures	2 938				24
25		(37) Roadway machines	94 418				25
26		(3) Public improvements—Construction	71 122			(2)	26
27		(44) Shop machinery	58 885			5	27
28		(45) Power-plant machinery	4 825				28
29		Leased property capitalized rentals (explain)					29
30		Other (specify and explain)					30
31		Total expenditures for road	5 792 189			1 327	31
32		(52) Locomotives	444 905				32
33		(53) Freight-train cars	1 290 509				33
34		(54) Passenger-train cars	(116)				34
35		(55) Highway revenue equipment	3 617				35
36		(56) Floating equipment					36
37		(57) Work equipment	95 356				37
38		(58) Miscellaneous equipment	38 736				38
39		Total expenditures for equipment	1 873 007				39
40		(76) Interest during construction				8	40
41		(80) Other elements of investment					41
42		(90) Construction work in progress	72 646				42
43		GRAND TOTAL	7 737 842			1 335	43

361. CAPITALIZED CAPITAL LEASES

(Dollars in Thousands)

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.

Line No.	Item (a)	Current year 19 (b) 83	Year 2 19 (c) 84	Year 3 19 (d) 85	Year 4 19 (e) 86	Year 5 19 (f) 87	Later years (g) Bal.	Total (h)	Line No.
1	Lease payments	15 760	14 239	13 678	13 831	22 937	138 707	219 152	1
	Less executory costs								
2	- Taxes								2
3	- Maintenance								3
4	- Insurance								4
5	- Other								5
6	TOTAL EXECUTORY COSTS (2-5)								6
7	Minimum lease payments (1, 6)	15 760	14 239	13 678	13 831	22 937	138 707	219 152	7
8	Less amount representing interest	9 929	9 660	9 278	8 906	8 481	50 844	97 098	8
9	Present value of minimum lease payments (line 7, 8)	5 831	4 579	4 400	4 925	14 456	87 863	122 054	9

PART II. TOTAL RENTAL EXPENSES

(Dollars in Thousands)

See Note on Page 42

Complete this part if gross rental expense in the most recent reporting year exceeds 1 percent of operating revenue. Otherwise, show total rental expenses reduced by rentals received from subleases 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 19 (b) 83	Line No.
10	Present value of minimum lease payments from Part I above	5 831	10
11	Contingent rentals	0	11
12	Minimum noncancelable sublease rentals	0	12
13	Net rental expense	5 831	13

PART III. CLASSES OF CAPITAL LEASES

(Dollars in Thousands)

Complete this part only if the present values of the minimum lease commitments are more than 5 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 properties presented. Subtract amounts representing the accumulated amortization to derive at "Net capitalized lease assets."

Line No.	Classes of leased property (a)	Present value		Line No.
		Current year (b)	Prior year (c)	
14	Structures	60 353	45 910	14
15	Revenue equipment	72 074	79 350	15
16	Shop and garage equipment			16
17	Service cars and equipment	1 966	350	17
18	Noncarrier operating property			18
19	Other (Specify)			19
20				20
21	Gross capitalized assets	134 393	125 610	21
22	Less accumulated amortization	36 390	35 515	22
23	Net capitalized lease assets	98 003	90 095	23

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

Cross-checks

Schedule 410		Schedule 210
Line 620, column (h)	=	Line 14, column (b)
Line 620, column (f)	=	Line 14, column (d)
Line 620, column (g)	=	Line 14, column (e)
		Schedule 412
Add lines 136 thru 138, column (f)	=	Line 35, column (b)
Add lines 148 thru 150, column (e) (equal to or greater than)	=	Line 35, column (c)
Add lines 118 thru 120, column (f), minus lines 121 thru 123, column (f) plus lines 130 thru 132, column (f) minus lines 133 thru 135, column (f)	=	Line 35, column (d)
		Schedule 414
Line 231, column (f)	=	Line 19, columns (b) thru (d)
Line 230, column (f)	=	Line 19, columns (e) thru (g)
		Schedule 415
Lines 207 minus 208, column (f) plus 211 minus 212, column (f)	=	Line 5 plus 38, column (g)
Line 226 minus 227, column (f)	=	Lines 24 plus 39, column (g)
Line 311 minus line 312, plus	=	Lines 32 plus 35 plus 36 plus 37 plus 40 plus 41, column (g)
Line 315 minus line 316, column (f)	=	PLUS
		Schedule 414
		Minus line 24, columns (b) thru (d) plus line 24, columns (e) thru (g)
		Schedule 415
Line 218, column (e) (equal to or greater than)	=	Line 5 plus 38, column (f)
Line 237, column (e) (equal to or greater than)	=	Line 24 plus 39, column (f)
Line 322, column (e) (equal to or greater than)	=	Line 32 plus 35 plus 36 plus 37 plus 40 plus 41, column (f)
Line 213, column (f)	=	Line 5 plus 38, columns (c) and (d)
Line 232, column (f)	=	Line 24 plus 39, columns (c) and (d)
Line 317, column (f)	=	Line 32 plus 35 plus 36 plus 37 plus 40 plus 41, columns (c) and (d)
Line 202 plus 203 minus 216, column (f) (equal to or greater than, but variance cannot exceed line 216, column (f))	=	Line 5 plus 38, column (b)
Line 221 plus 222 minus 235, column (f) (equal to or greater than, but variance cannot exceed line 235, column (f))	=	Line 24 plus 39, column (b)
Add lines 302 thru 307 minus 320, column (f) (variance cannot exceed lines 320, column (f))	=	Add lines 32, 35, 36, 37, 40, 41, column (b)
		Schedule 417
Line 507, column (f)	=	Line 1, column (j)
Line 508, column (f)	=	Line 2, column (j)
Line 509, column (f)	=	Line 3, column (j)
Line 510, column (f)	=	Line 4, column (j)
Line 511, column (f)	=	Line 5, column (j)
Line 512, column (f)	=	Line 6, column (j)
Line 513, column (f)	=	Line 7, column (j)
Line 514, column (f)	=	Line 8, column (j)
Line 515, column (f)	=	Line 9, column (j)
Line 516, column (f)	=	Line 10, column (j)
Line 517, column (f)	=	Line 11, column (j)

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	1,799-	522	1,716	3,862	4,302	117	4,419
2	BRIDGES AND BUILDINGS	1,534	219	328	733	2,815	43	2,859
3	SIGNAL	3,316	763	191	924	5,195	35	5,231
4	COMMUNICATION	2,094	123	142	676	3,037	20	3,057
5	OTHER	11,844	1,147	1,158	2,221	16,371	109	16,480
REPAIR AND MAINTENANCE:								
6	ROADWAY - RUNNING	18,517	1,003	4,838	326	24,685	16	24,702
7	ROADWAY - SWITCHING	1,630	70-	381	13	1,955	18	1,973
8	TUNNELS AND SUBWAYS - RUNNING	354	7	418	4	785		785
9	TUNNELS AND SUBWAYS - SWITCHING	5	1			6		6
10	BRIDGES AND CULVERTS - RUNNING	10,820	5,381	2,064	899	19,166	16	19,182
11	BRIDGES AND CULVERTS - SWITCHING	255	12	33	16	318	1	319
12	TIES - RUNNING	6,954	3,089			10,044	3	10,047
13	TIES - SWITCHING	1,166	427			1,594	16	1,610
14	RAIL AND OTHER TRACK MATERIAL - RUNNING	54,444	24,186	3,297	3,879	85,808	314	86,122
15	RAIL AND OTHER TRACK MATERIAL - SWITCHING	10,303	3,776	71	59	14,211	213	14,425
16	BALLAST - RUNNING	19,531	8,676			28,207	18	28,225
17	BALLAST - SWITCHING	809	296			1,106		1,106
18	ROAD PROPERTY DAMAGED - RUNNING	2,622	1,193	48-	49	3,816	50-	3,766
19	ROAD PROPERTY DAMAGED - SWITCHING	1,002	38	23	2	1,067	3	1,070
20	ROAD PROPERTY DAMAGED - OTHER	263	42-	57	6	284		284
21	SIGNALS AND INTERLOCKERS - RUNNING	19,053	10,265	41	728	30,089	411	30,500
22	SIGNALS AND INTERLOCKERS - SWITCHING	863	680	55	1	1,600	2	1,603
23	COMMUNICATION SYSTEMS	12,138	4,387	217	611	17,354	64	17,419
24	POWER SYSTEMS	1,336	1,204	50	58-	2,532	83	2,615
25	HIGHWAY GRADE CROSSING - RUNNING	5,752	2,215	574	83	8,625	15	8,641
26	HIGHWAY GRADE CROSSING - SWITCHING	318	30	70-	1	280		280
27	STATION AND OFFICE BUILDINGS	3,482	1,691	1,864	139	7,177	89	7,267
28	SHOP BUILDINGS - LOCOMOTIVES	5,231	565	226	30	6,054	145	6,200
29	SHOP BUILDINGS - FREIGHT CARS	1,212	639	169	22	2,043		2,043
30	SHOP BUILDINGS - OTHER EQUIPMENT	282	330	742	9	1,364	1	1,365

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	308	200	221	18	748	18	767
102	MISCELLANEOUS BUILDINGS AND STRUCTURES	3,732	875	551	89	5,247	108	5,356
103	COAL TERMINALS							
104	ORE TERMINALS	1,063	1,167	4	2	2,238		2,238
105	OTHER MARINE TERMINALS							
106	TOFC-COFC TERMINALS	286	421	785	118	1,612		1,612
107	MOTOR VEHICLE LOADING AND DISTRIBUTION	8	62	45		116		116
108	FACILITIES FOR OTHER SPEC SVC OPERATIONS	25	83	81		191		191
109	ROADWAY MACHINES	13,816	25,461	1,926	601	41,805	81	41,887
110	SMALL TOOLS AND SUPPLIES	225	13,143	864	55	14,289	2	14,292
111	SNOW REMOVAL	4,793	86	350	23	5,253	31	5,284
112	FRINGE BENEFITS - RUNNING				40,466	40,466	190	40,657
113	FRINGE BENEFITS - SWITCHING				4,806	4,806	53	4,860
114	FRINGE BENEFITS - OTHER				27,908	27,908	140	28,048
115	CASUALTIES AND INSURANCE - RUNNING				10,577	10,577	6-	10,571
116	CASUALTIES AND INSURANCE - SWITCHING				322	322		322
117	CASUALTIES AND INSURANCE - OTHER				2,101	2,101	22	2,124
118	LEASE RENTALS DEBIT - RUNNING			687		687		687
119	LEASE RENTALS DEBIT - SWITCHING			8		8		8
120	LEASE RENTALS DEBIT - OTHER			11,190		11,190	6	11,197
121	LEASE RENTALS CREDIT - RUNNING			3-		3-		3-
122	LEASE RENTALS CREDIT - SWITCHING			274-		274-		275-
123	LEASE RENTALS CREDIT - OTHER			35-		35-		35-
124	JOINT FACILITY RENT DEBIT - RUNNING			2,714		2,714		2,714
125	JOINT FACILITY RENT DEBIT - SWITCHING			772		772	785	1,557
126	JOINT FACILITY RENT DEBIT - OTHER			233		233		233
127	JOINT FACILITY RENT CREDIT - RUNNING			6,523-		6,523-	7-	6,530-
128	JOINT FACILITY RENT CREDIT - SWITCHING			1,052-		1,052-		1,052-
129	JOINT FACILITY RENT CREDIT - OTHER			57-		57-		57-
130	OTHER RENTS DEBIT - RUNNING			38		38		38
131	OTHER RENTS DEBIT - SWITCHING							
132	OTHER RENTS DEBIT - OTHER			1,181		1,181		1,181
133	OTHER RENTS CREDIT - RUNNING							
134	OTHER RENTS CREDIT - SWITCHING							
135	OTHER RENTS CREDIT - OTHER			142-		142-		142-
136	DEPRECIATION - RUNNING				104,717	104,717	247	105,004
137	DEPRECIATION - SWITCHING				26,600	26,600		26,600
138	DEPRECIATION - OTHER				11,044	11,044	88	11,132
139	JOINT FACILITY DEBIT - RUNNING			13,172		13,172		13,172
140	JOINT FACILITY DEBIT - SWITCHING			5,232		5,232	809	6,042
141	JOINT FACILITY DEBIT - OTHER			1,272		1,272	10	1,283
142	JOINT FACILITY CREDIT - RUNNING			10,094-		10,094-	12-	10,106-
143	JOINT FACILITY CREDIT - SWITCHING			1,904-		1,904-		1,904-
144	JOINT FACILITY CREDIT - OTHER			4-		4-		4-
145	DISMANTLING RETIRED ROAD PROPERTY - RUNNING	397	7	9	20	435		435
146	DISMANTLING RETIRED ROAD PROPERTY - SWITCHING	66		13		80		81
147	DISMANTLING RETIRED ROAD PROPERTY - OTHER	228-	14	396	21	204		205
148	OTHER - RUNNING	3,459-	373	311	1,430-	4,204-	4	4,199-
149	OTHER - SWITCHING	123		36	9	170		170
150	OTHER - OTHER	922	866	1,476	657-	2,608	7-	2,600
151	TOTAL WAY AND STRUCTURES	217,427	115,529	42,037	242,706	617,701	4,281	621,982

ROAD INITIALS: BN YEAR: 1983

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 49

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	6,519	909	1,586	1,746	10,760	118	10,879
402	ENGINE CREWS	134,227	33	2,501	6,854	143,617	2,009	145,626
403	TRAIN CREWS	246,413	1,568	3,910	14,123	266,016	3,268	269,284
404	DISPATCHING TRAINS	13,275	3	409	91-	13,597	152	13,749
405	OPERATING SIGNALS AND INTERLOCKERS	5,546	8-	2,014	4	7,557	281	7,838
406	OPERATING DRAWBRIDGES	1,679		90		1,770		1,770
407	HIGHWAY CROSSING PROTECTION	550		703	16-	1,238	26	1,264
408	TRAIN INSPECTION AND LUBRICATION	17,084	917	135	56-	18,080	898	18,979
409	LOCOMOTIVE FUEL	2,382	399,781	363		402,528	27	402,555
410	ELECTRIC PWR PURCH/PRODUCED FOR MOTIVE POWER				18-	42,372	894	43,267
411	SERVICING LOCOMOTIVES	24,174	16,740	1,475	2,320	2,320		2,320
412	FREIGHT LOST OR DAMAGED - SOLELY RELATED				94	7,012	5	7,018
413	CLEARING WRECKS	2,688	197	4,031	132,644	132,644	2,318	134,962
414	FRINGE BENEFITS				27,574	27,574	1,077	28,652
415	OTHER CASUALTIES AND INSURANCE			13,047		13,047	2	13,049
416	JOINT FACILITY - DEBIT			5,379-		5,379-	8-	5,388-
417	JOINT FACILITY - CREDIT			5,869	752	7,069	1	7,070
418	OTHER	319	127	5,869	185,934	1,091,830	11,073	1,102,904
419	TOTAL TRAIN OPERATIONS	454,862	420,271	30,760				
YARD OPERATIONS:								
420	ADMINISTRATION	2,422	380	215	44	3,063	15	3,079
421	SWITCH CREWS	110,146	5	258	284-	110,125	539	110,664
422	CONTROLLING OPERATIONS	15,601	86	870	658	17,217	133	17,351
423	YARD TERMINAL CLERICAL	42,944	1,401	2,781	5	47,133		47,133
424	OPERATING SWITCHES SIGNALS RETARDERS & HUMPS	2,409	476	73		2,960	68	3,029
425	LOCOMOTIVE FUEL	191	30,531	25		30,748	18	30,767
426	ELECTRIC PWR PURCH/PRODUCED FOR MOTIVE POWER					4,040	58	4,098
427	SERVICING LOCOMOTIVES	2,706	1,286	47	815	815		815
428	FREIGHT LOST OR DAMAGED - SOLELY RELATED				4	2,062	4-	2,057
429	CLEARING WRECKS	1,321	19	718	51,464	51,464	248	51,713
430	FRINGE BENEFITS				6,463	6,463		6,463
431	OTHER CASUALTIES AND INSURANCE			16,663		16,663	2,185	18,849
432	JOINT FACILITY - DEBIT			7,845-		7,845-		7,845-
433	JOINT FACILITY - CREDIT			846	20	1,062	569	1,631
434	OTHER	170	24	846	59,193	285,975	3,834	289,809
435	TOTAL YARD OPERATIONS	177,913	34,212	14,655				

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 - CONTINUED:								
TRAIN AND YARD OPERATIONS COMMON:								
501	CLEANING CAR INTERIORS	651	4	590	1	1,248	1,341	2,589
502	ADJUSTING AND TRANSFERRING LOADS	1,480	17	1,011		2,509		2,509
503	CAR LOADING DEVICES AND GRAIN DOORS	3	532	13-		522		522
504	FREIGHT LOST OR DAMAGED - ALL OTHER				6,748	6,748		6,748
505	FRINGE BENEFITS				579	579	412	992
506	TOTAL TRAIN AND YARD OPERATIONS COMMON	2,135	554	1,588	7,329	11,608	1,753	13,362
SPECIALIZED SERVICE OPERATIONS:								
507	ADMINISTRATION	2,894	25	74	101	3,095		3,095
508	PICK-UP AND DELIVERY, AND MARINE LINE HAUL	321	80	9,517	4-	9,915		9,915
509	LOADING AND UNLOADING LOCAL MARINE	4,270	276	9,475	23-	13,998		13,998
510	PROTECTIVE SERVICES	95	210	2,716	3-	3,054		3,054
511	FREIGHT LOST OR DAMAGED - SOLELY RELATED				45	45		45
512	FRINGE BENEFITS				2,626	2,626		2,626
513	CASUALTIES AND INSURANCE				1,158	1,158		1,158
514	JOINT FACILITY - DEBIT							
515	JOINT FACILITY - CREDIT							
516	OTHER	22	57	729	94	904		904
517	TOTAL SPECIALIZED SERVICE OPERATIONS	7,603	649	22,513	4,032	34,799		34,799
ADMINISTRATIVE SUPPORT OPERATIONS:								
518	ADMINISTRATION	8,158	182	1,822	1,140	11,303	41	11,345
519	EMPLOYEES PERFORM CLERICAL & ACCTG FUNCTIONS	67,365	2,284	7,162	1,310	78,122	849	78,972
520	COMMUNICATION SYSTEM OPERATION	3,703	95	5,440	8-	9,230	68	9,298
521	LOSS AND DAMAGE CLAIMS PROCESSING	1,813		56	11	1,881		1,881
522	FRINGE BENEFITS				22,786	22,786	245	23,032
523	CASUALTIES AND INSURANCE				263	263	4	267
524	JOINT FACILITY - DEBIT			903		903	90	994
525	JOINT FACILITY - CREDIT			1,284-		1,284-	19-	1,304-
526	OTHER	2,966	46	60	1	3,075	20	3,095
527	TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	84,007	2,609	14,160	25,505	126,282	1,300	127,583
528	TOTAL TRANSPORTATION	726,522	458,298	83,679	281,995	1,550,495	17,962	1,568,458

ROAD INITIALS: BN YEAR: 1983

10. 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	36,698	3,203	8,223	6,011	54,137	772	54,910
602	ACCOUNTING, AUDITING, AND FINANCE	26,392	326	3,843	730	31,292	321	31,614
603	MANAGEMENT SERVICES AND DATA PROCESSING	10,605	872	2,568	261	14,307	158	14,466
604	MARKETING	10,723	33	1,866	1,734	14,357		14,357
605	SALES	17,202	422	2,880	3,715	24,220		24,220
606	INDUSTRIAL DEVELOPMENT	906		89	44	1,040		1,040
607	PERSONNEL AND LABOR RELATIONS	6,131	83	2,029	1,303	9,549	75	9,624
608	LEGAL AND SECRETARIAL	7,489	219	22,400	1,463	31,572	201	31,774
609	PUBLIC RELATIONS AND ADVERTISING	938	66	6,262	252	7,519	5	7,524
610	RESEARCH AND DEVELOPMENT	374	61	15	376	827		827
611	FRINGE BENEFITS				55,541	55,541	392	55,933
612	CASUALTIES AND INSURANCE				905	905	5	911
613	WRITEDOWN OF UNCOLLECTIBLE ACCOUNTS				2,328	2,328	11	2,339
614	PROPERTY TAXES				35,951	35,951	144	36,095
615	OTHER TAXES EXCEPT ON CORP INCOME OR PAYROLL				29,583	29,583	259	29,842
616	JOINT FACILITY - DEBIT			2,655		2,655	20	2,675
617	JOINT FACILITY - CREDIT			52-		52-		52-
618	OTHER	1,524	752	1,926	72,346	76,550	177	76,728
619	TOTAL GENERAL AND ADMINISTRATIVE	118,987	6,041	54,708	212,551	392,289	2,545	394,835
620	TOTAL CARRIER OPERATING EXPENSES	1,198,504	733,570	459,828	884,146	3,276,049	30,917	3,306,966

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412. WAY AND STRUCTURES

(Dollars in Thousands)

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 31, should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines, 136, 137, and 138.
3. Report in column (c) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (c), line 31 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 to the depreciation bases for all categories of depreciable leased property. Use Schedule 350 of this report for obtaining the depreciation bases of the categories of leased property.
4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (d) as a debit or credit to the appropriate line item; the net adjustment on line 31 shall equal the adjustment reported on line 29 of schedule 335.
5. Report on line 30 all other lease rentals not apportioned to any category listed on lines 1-30.
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of Schedule 415.

Line No.	Cross Check	Property account	Category (a)	Depreciation (b)	Lease/Rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	N/A	102		1
2		3	Grading	3 696			2
3		4	Other right-of-way expenditures	167			3
4		5	Tunnels and subways	384			4
5		6	Bridges, trestles and culverts	4 709			5
6		7	Elevated structures				6
7		8	Ties	24 482	102		7
8		9	Rail and other track material	82 873	204	N/A	8
9		11	Ballast	12 090	102		9
10		13	Fences, snowsheds and signs	344			10
11		16	Station and office buildings	2 414	5 511		11
12		17	Roadway buildings	430	16		12
13		18	Water stations	100			13
14		19	Fuel stations	744			14
15		20	Shops and enginehouses	2 475	2 910		15
16		22	Storage warehouses		2		16
17		23	Wharves and docks	(26)			17
18		24	Coal and ore wharves	296			18
19		25	TOFC/COFC terminals	529			19
20		26	Communications systems	2 671	31		20
21		27	Signals and interlockers	5 231			21
22		29	Power plants	31			22
23		31	Power transmission systems	185			23
24		35	Miscellaneous structures	85	131		24
25		37	Roadway machines	3 613	2 031		25
26		39	Public improvements; construction	1 006			26
27		45	Power plant machines	185			27
28		76	Interest during construction	(109)	N/A		28
29		80	Other elements of investment		N/A		29
30		—	Other lease/rentals		1 508		30
31	*	—	TOTAL	148 605	12 650		31

The total depreciation expense will be greater than total accumulated depreciation by \$6,204 as detailed in Note 1 bottom of page 33A.

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT-CARRYING EQUIPMENT (Dollars in Thousands)

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, owned or leased equipment and privately owned equipment (reporting for leased equipment covers equipment that carrier on railroad markings).
3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), 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 (e) rentals for private-line cars (whether under railroad control or not) and shipper-owned cars.
5. Report in columns (c), (d), (f), and (g) 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.

NOTES: Mechanical designations for each car type are shown in Schedule 710.

Line No.	Cross Check	Type of equipment (a)	GROSS AMOUNTS RECEIVABLE Per diem basis			GROSS AMOUNTS PAYABLE Per diem basis			Line No.
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
CAR TYPES									
1		Box-Plain 40 Foot		236	542		353	294	
2		Box-Plain 50 Foot and Longer		3 774	10 849	811	5 568	11 924	2
3		Box-Equipped		5 010	11 409	1	6 076	10 135	3
4		Gondola-Plain		1 078	2 125	3	1 661	2 155	4
5		Gondola-Equipped		55	395		317	696	5
6		Hopper-Covered		5 520	21 672	31 545	5 281	12 702	6
7		Hopper-Open Top-General Service		866	2 563	389	659	1 624	7
8		Hopper-Open Top-Special Service		11	167	17	106	103	8
9		Refrigerator-Mechanical		1 889	2 669	14	736	619	9
10		Refrigerator-Non-Mechanical		2 279	4 998	3 852	1 958	4 047	10
11		Flat TOPC/COFC		24	173	42 824	1 120	2 351	11
12		Flat Multi-Level		-	-	7 216	436	644	12
13		Flat-General Service		157	331	209	381	397	13
14		Flat-Other		1 109	3 737	7 841	1 380	3 186	14
15		Tank-Under 22,000 Gallons		1	6	26 767	2	5	15
16		Tank-22,000 Gallons and Over		3	53	14 937	-	-	16
17		All Other Freight Cars		31	307	2 291	573	670	17
18		Auto Racks			7 623	2	-	2 787	18
19		TOTAL FREIGHT TRAIN CARS		22 043	69 619	138 719	26 607	54 339	19
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers			197	15		135	20
21		Other Trailers			4 714	13 795		6 617	21
22		Refrigerated Containers							22
23		Other Containers				328			23
24	*	TOTAL TRAILERS AND CONTAINERS			4 911	14 138		6 752	24
25		GRAND TOTAL (LINES 19 AND 24)		22 043	74 530	152 857	26 607	61 091	25

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

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, purchase 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:

Refer to Docket 37080.

Do not report in this schedule Equipment Damaged expenses from Schedule 410, lines 204, 223, and 308, or the Repairs 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.

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. Locomotives, line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216
- b. Freight Cars, line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235
- c. 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). 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 on columns (c) and (d) will balance to Schedule 410, column (f), as follows:

- a. Locomotives, line 5 plus 38 compared to Schedule 410, line 213
- b. Freight Cars, line 24 plus line 39 compared to Schedule 410, line 232
- c. 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. Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item; the net adjustment on line 43 shall equal the equipment amortization adjustment reported on line 36, 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 charges should be included 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 (f) should balance to column (f) of Schedule 410 as follows:

- a. Locomotives, line 5 plus 38 compared with Schedule 410, lines 207, 208, 211 and 212
- b. 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)
- c. 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 and 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 and Container rentals reported in Schedule 414.

8. Depreciation base by types of equipment shall be reported in columns (g); and (h) and 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. 31-21-00, 31-22-00, 31-23-00, 31-25-00, 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 are included in the rent for Equipment Account 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 is included in Account Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive.

The grand total of each equipment in column (c) of Schedule 332 should equal the combined aggregate totals of line items constituting the equipment depreciation bases of columns (g) and (h).

9. Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j).

NOTES AND REMARKS

Schedule 415

The total depreciation expense will be greater than total accumulated depreciation by \$3,214 as detailed in Note 1 bottom of Page 33A.

415. SUPPORTING SCHEDULE—EQUIPMENT

(Dollars in Thousands)

Line No.	Cross Check	Types of equipment (a)	Repairs (net expense) (b)	Depreciation		Amortization Adjustment net during year (e)	Line No.
				Owned (c)	Capitalized lease (d)		
1		LOCOMOTIVES	7 657	1 034			1
		Diesel Locomotive-Yard	145 492	12 225	3 063		2
2		Diesel Locomotive-Road					3
3		Other Locomotive-Yard					4
4		Other Locomotive-Road					5
5	*	TOTAL	153 149	13 259	3 063		5
6		FREIGHT TRAIN CARS	151	609	145		6
		Box-Plain 40 Foot	3 316	4 902	281		7
7		Box-Plain 50 Foot and Longer	24 993	3 314	257		8
8		Box-Equipped	2 269	2 393			9
9		Gondola-Plain	5 970	1 580			10
10		Gondola-Equipped	9 780	13 930	88		11
11		Hopper-Covered	15 431	6 116	182		12
12		Hopper-Open Top-General Service	519	730	103		13
13		Hopper-Open Top-Special Service	4 697	2 575	277		14
14		Refrigerator-Mechanical	3 776	1 544			15
15		Refrigerator-Nonmechanical	25	38			16
16		Flat TOFC/COFC	176				17
17		Flat Multi-level	-	495			18
18		Flat-General Service	2 705	2 067			19
19		Flat-Other	3 860	592	19		20
20		All Other Freight Cars	6 062	1 129			21
21		Caboose		708	983		22
22		Auto Racks		89			23
23		Miscellaneous Accessories	83 730	42 811	2 335		24
24	*	TOTAL FREIGHT TRAIN CARS					24
		OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT		35			25
25		Refrigerated Trailers	3 334	94			26
26		Other Trailers					27
27		Refrigerated Containers					28
28		Other Containers					29
29		Bogies	101	17			30
30		Chassis	303	3			31
31		Other Highway Equipment (Freight)	3 738	149			32
32	*	TOTAL HIGHWAY EQUIPMENT					32
		FLOATING EQUIPMENT-REVENUE SERVICE					33
33		Marine Line-Haul					34
34		Local Marine					35
35	*	TOTAL FLOATING EQUIPMENT					35
		OTHER EQUIPMENT					36
36	*	Passenger and Other Revenue Equipment (Freight Portion)	170				36
37	*	Computer and Data Processing Equipment	3 358				37
38	*	Machinery-Locomotives ¹	3 201	354	45		38
39	*	Machinery-Freight Cars ²	2 573	1 246	32		39
40	*	Machinery-Other Equipment ³	557	86			40
41	*	Work and Other Non-revenue Equipment	16 962	7 163	43		41
42		TOTAL OTHER EQUIPMENT	26 821	8 849	120		42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	267 438	65 068	5 518		43

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.

415. SUPPORTING SCHEDULE—EQUIPMENT—Continued

Line No.	Cross Check	Lease and rentals (net) (f)	Depreciation base as of 12/31		Accumulated depreciation as of 12/31		Line No.
			Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
1			38 602		11 921		1
2		68 298	352 948	51 172	212 415	21 292	2
3							3
4							4
5		68 298	391 550	51 172	224 336	21 292	5
6		90	12 991	1 834	5 535	948	6
7		1 217	110 352	32	26 136	16	7
8		8 978	114 935	3 037	32 247	1 577	8
9		237	65 219		23 852		9
10		3 888	51 481		16 035		10
11		501	428 081	1 670	101 244	1 457	11
12		2 888	151 842	1 306	57 995	674	12
13		993	36 579	1 554	6 033	803	13
14		308	73 228		12 741		14
15		156	43 976	3 801	23 461	1 498	15
16		22	1 104		36		16
17		119					17
18			15 645		3 445		18
19		677	83 342		29 974		19
20		308	28 414	299	5 277	279	20
21		1 595	41 012		9 573		21
22			8 774	7 364	2 279	5 089	22
23							23
24		21 977	1 266 975	20 897	355 863	12 341	24
25			346		267		25
26		4 712	3 069		45		26
27							27
28							28
29							29
30		157	173		134		30
31			29		23		31
32		4 869	3 617		469		32
33							33
34							34
35							35
36					118		36
37		14 260					37
38		27					38
39		27	58 872				39
40		27					40
41		14 152	133 361	350	45 241	132	41
42		28 493	192 233	350	45 359	132	42
43		123 637	1 854 375	72 419	626 027	33 765	43

*The data to be reported on lines 38, 39 and 40 in columns (h) and (i) 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 (c) is calculated by multiplying the investment in each element by the effective composite rate for Property Account 44, and then adding or subtracting the adjustment reported in column (e). This calculation should equal the amount shown in column (c), Schedule 335.

416. SUPPORTING SCHEDULE—TRACK
(Dollars in Thousands)

Line No.	(1) Density category (Class)	(2) Account No.	Owned and used			Improvements to leased property			Capitalized leases			TOTAL		Line No.
			(3) Base \$000	(4) Accum. depr. \$000	(5) Depr. rate %	(6) Base \$000	(7) Accum. depr. \$000	(8) Depr. rate %	(9) Base \$000	(10) Accum. depr. \$000	(11) Depr. rate %	(12) Category total base	(13) Category accum. depr.	
1	I	3	236661	63697	.70							236661	63697	1
2		8	97399	31143	2.94							97399	31143	2
3		9	1043006	318895	6.57							1043006	318895	3
4		11	118811	19236	2.72							118811	19236	4
5	SUB-TOTAL		1495877	432971								1495877	432971	5
6	II	3	243445	65500	.70	613						244058	65500	6
7		8	526239	168260	2.94	197						526436	168260	7
8		9	1043015	327923	.97	3282						1046297	327923	8
9		11	289794	46919	2.72	316						290110	46919	9
10	SUB-TOTAL		2102493	608602		4408						2106901	608602	10
11	III	3		N/A	N/A		N/A	N/A		N/A	N/A			11
12		8		N/A	N/A		N/A	N/A		N/A	N/A			12
13		9	29887	N/A	N/A		N/A	N/A		N/A	N/A	29887		13
14		11		N/A	N/A		N/A	N/A		N/A	N/A			14
15	SUB-TOTAL		29887	N/A	N/A		N/A	N/A		N/A	N/A	29887		15
16	IV	3	43977	11834	.70							43977	11834	16
17		8	263739	84329	2.94							263739	84329	17
18		9	193811	59246	1.68							193811	59246	18
19		11	134033	21700	2.72							134033	21700	19
20	SUB-TOTAL		635560	177109								635560	177109	20
21	V	3	6209	1671	.70							6209	1671	21
22		8	11793	3771	2.94							11793	3771	22
23		9	27364	8365	1.38							27364	8365	23
24		11	6503	1053	2.72							6503	1053	24
25	SUB-TOTAL		51869	14860								51869	14860	25
26	BASE GRAND TOTAL		4315686	N/A	N/A	4408	N/A	N/A		N/A	N/A	4320094	N/A	26
27	ACCUMULATED DEPRECIATION GRAND TOTAL		N/A	—	N/A	N/A	—	N/A	N/A	—	N/A	N/A	1233542	27

(1) Columns (3) + (6) + (9) = Column 12
Columns (4) + (7) + (10) = Column 13

(2) The base grand total for owned and used, improvements to leased property and capitalized leases should equal the sum of Accounts 3, 8, 9 and 11 shown at year end on Schedule 330.

416A. SUPPORTING SCHEDULE — TRACK
(Dollars in Thousands)

Line No.	Lessor Property					Line No.
	Density category (Class)	Account	Base \$000	Accumulated depreciation \$000	Depreciation rate %	
1	I	3				1
2		8				2
3		9				3
4		11				4
5	SUB-TOTAL					5
6	II	3	Not Available			6
7		8				7
8		9				8
9		11				9
10	SUB-TOTAL					10
11	III	3		N/A	N/A	11
12		8		N/A	N/A	12
13		9		N/A	N/A	13
14		11		N/A	N/A	14
15	SUB-TOTAL			N/A	N/A	15
16	IV	3				16
17		8				17
18		9				18
19		11				19
20	SUB-TOTAL					20
21	V	3				21
22		8				22
23		9				23
24		11				24
25	SUB-TOTAL					25
26	GRAND TOTAL					26

417. SPECIALIZED SERVICE SUBSCHEDULE — TRANSPORTATION

(Dollars in Thousands)

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. See schedule 755, note R.
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 (total 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.

Line No.	Cross Check	Items (a)	TOFC/COFC terminal (b)	Floating equipment (c)	Coal marine terminal (d)	Ore marine terminal (e)	Other marine terminal (f)	Motor vehicle load and distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b-i) (j)	Line No.
1	*	Administration	3 063			32					3 095	1
2	*	Pick up and delivery, marine line haul	9 348						N/A	567	9 915	2
3	*	Loading and unloading and local marine	8 935			1 967		2 263	N/A	834	13 999	3
4	*	Protective services, total debit and credits							3 055		3 055	4
5	*	Freight lost or damaged—solely related	45								45	5
6	*	Fringe benefits	1 945			372			29	281	2 627	6
7	*	Casualty and insurance	308			250		236	77	288	1 159	7
8	*	Joint facility — Debit										8
9	*	Joint facility — Credit										9
10	*	Other	133			2		424	1	344	904	10
11	*	TOTAL	23 777			2 623		2 923	3 162	2 314	34 799	11

450. ANALYSIS OF TAXES

(Dollars in Thousands)

A. Railway Taxes

Line No.	Cross Check	Kind of tax (a)	Amount (b)	Line No.
1		Other than U.S. Government Taxes	74 796	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	6 716	2
3		Excess Profits		3
4		Total - Income Taxes	6 716	4
5		Railroad Retirement	204 341	5
6		Hospital Insurance	16 935	6
7		Supplemental Annuities	16 747	7
8		Unemployment Insurance	17 311	8
9		All Other United States Taxes	30	9
10		Total - U.S. Government Taxes	262 080	10
11		Total - Railway Taxes	336 876	11

B. Adjustments to 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 (Specify), 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 (Specify).

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 19 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.

Line No.	Particulars (a)	Beginning of year balance (b)	Net credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)	Line No.
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	918 525	62 534		981 059	1
2	Accelerated amortization of facilities, Sec. 168 I.R.C.	19 772	0		19 772	2
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	0	0		0	3
4	Amortization of rights of way, Sec. 185 I.R.C.	(37 226)	4 823		(32 403)	4
5	Other (Specify)	(112 105)	78 018	(1 709)	(35 796)	5
6	Additional tax benefit due to ERTA	275 497	125 903		401 400	6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18	Investment tax credit*	(83 514)	(18 521)		(102 035)	18
19	TOTALS	980 949	252 757	(1 709)	1 231 997	19

450. ANALYSIS OF TAXES - Continued
(Dollars in Thousands)

*Footnotes:

1. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit: \$ 36,860
 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
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: \$ 0

Particulars (a)	Beginning 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 and discontinuance of passenger service - which are currently deductible	13,047	0		13,047
Net provision for losses and writedowns of investments and other assets not deductible in current year.	(6,507)	1,156		(5,351)
Revenues taxable in different periods than accounted for per book	46,365	(2,977)		43,388
Expenses deductible in different periods than used for book accounting	(107,909)	(7,251)		(115,160)
Taxable sale and leaseback transactions, net of financial statement amortization	(1,577)	277		(1,300)
Deferred state income taxes net of federal tax benefit	55,956	13,252		69,208
Sale of tax benefits	20,091	(2,178)		17,913
Net operating loss carryforward	(76,706)	76,706		0
Miscellaneous	(42,604)	(967)		(43,571)
Amount of tax effect of Frisco purchase	(12,261)		(1,709)	(13,970)
Total Other	(112,105)	78,018	(1,709)	(35,796)

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

(Dollars in Thousands)

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.

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)	Line No.
1	603	Appropriations Released			1
2		Amount appropriated from income in 1982 for			2
3		sinking fund requirements under GN General			3
4		Mortgage Bonds Series N, O, and Q as bonds			4
5		theretofore acquired from funds derived from			5
6		income were used for the requirement, payable			6
7		July 1, 1983		725	7
8					8
9					9
10	620	Appropriations for Sinking and Other Funds			10
11		Appropriation from 1983 income for sinking			11
12		fund requirements payable July 1, 1984 GN			12
13		General Mortgage Bonds Series N, O, and Q.	725		13
14					14
15					15
16	519	Miscellaneous Income			16
17		Record Sale of trackage to CNW		39 078	17
18		Profit on land sales		5 889	18
19		Other items each less than 10% of net income		4 020	19
20		Total Account 519		48 987	20
21					21
22	551	Miscellaneous Income Charges			22
23		Record estimated moving costs & separation			23
24		pay for move to Fort Worth	18 565		24
25		Record moving costs to Kansas City	7 198		25
26		Interest on track amortization	7 408		26
27		Other items each less than 10% of net income	13 979		27
28		Total Account 551	47 150		28
29					29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

500. CONTINGENT ASSETS AND LIABILITIES

(Dollars in Thousands)

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 Schedule 501.

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.

Line No.	Item (a)	Amount (b)	Line No.
1	Contingent Liabilities:		1
2	At December 31, 1983, the Respondent was liable as guarantor,		2
3	individually or jointly with others, of certain obligations of		3
4	affiliated companies amounting to	66 536	4
5			5
6	The Respondent carries a service interruption policy with the		6
7	Imperial Insurance Company, limited under which it will be entitled		7
8	to indemnity for certain work-stoppage losses. In the event such		8
9	losses are sustained by other railroads holding similar policies,		9
10	the Respondent may be obligated to pay additional premiums.		10
11			11
12			12
13			13
14			14
15			15
16			16
17			17
18			18
19			19
20			20
21			21
22			22
23			23
24			24
25			25
26			26
27			27
28			28
29			29
30			30
31			31
32			32
33			33
34			34
35			35
36			36
37			37
38			38
39			39
40			40
41			41
42			42
43			43
44			44
45			45
46			46
47			47

501. GUARANTIES AND SURETYSHIPS

(Dollars in Thousands)

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 the date of issue. Items of less than \$50,000 may be shown as one total.

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1	Belt Ry. Co. of Chgo	F.D. 22140 Principal, Interest			1
2	AT&SF CRI&P L&N	and Sinking Fund on First Mtge			2
3	BNRR N&W	4-5/8% Sinking Fund Bonds, Series			3
4	C&EI GTW	A, due 8-15-1987	19 360	Joint & Several	4
5	C&O ICG Soo Line				5
6					6
7	Chicago Union Sta Co	F.D. 22587 First Mortgage		Joint & Several	7
8	BNRR - CMStP&P	Sinking Fund 4-5/8% bonds			8
9		due 6-1-1988	19 000		9
10					10
11	Illinois Term. RR Co	F.D. 22292 Principal, Interest			11
12	B&O CRI&P N&W	and Sinking Fund on First Mtge.			12
13	BNRR Conrail	4-5/8% Sinking Fund Bonds, Series		Joint & Several	13
14	C&EI C&NW ICG	A, due 12-1-1987	4 533		14
15					15
16	K.C. Term. Ry. Co.	F.D. 27855 Principal and Interest			16
17	AT&SF ICG N&W	on Guaranteed Senior note dated			17
18	BNRR KCS	3-20-1975			18
19	C&NW MKT UP			Joint & Several	19
20	CMStP&P MP	10-1/4% due 12-15-1984	2 750		20
21		Guarantors shall in no event be			21
22		obligated to pay more than 25%			22
23		of guaranteed amounts.			23
24					24
25	Term. R.R. Assn. of St. Louis				25
26	B&O ICG PB&W	F.D. 14554 Sinking Fund and			26
27	BNRR L&N	Interest on Refdg. & Impr. Mtge.			27
28	C&EI MKT StL&SW	Bonds, Series C, due 7-1-2019	973	Several	28
29	CRI&P MP SOU	F.D. 15070 Principal, Interest			29
30	CCC&StL N&W	and Sinking Fund on Refdg. &			30
31		Impr. Mtge. 2-7/8% Bonds, Series	19 920	Joint & Several	31
32		D, due 10-1-1985			32
33					33
34					34
35					35
36					36
37					37
38					38

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 the particulars called for hereunder for each such 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, 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 contingent liability of guarantors (c)	Sole or joint contingent liability (d)	Line No.
1		None			1
2					2
3					3
4					4
5					5
6					6
7					7
8					8
9					9

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS
(Dollars in Thousands)

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.

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

510. INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE

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:

- 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 Trustees')
- (c) Conditional or deferred payment contracts

(5) MISCELLANEOUS OBLIGATIONS

(6) RECEIVERS' AND TRUSTEES' 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 amount 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.

510. DEBTHOLDINGS
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	Account 764 & 765 Funded Debt Unmatured					1.
2.	1(a) Mortgage Bonds:					2.
3.	Consolidated Mortgage					3.
4.	Series A	Morgan Guaranty Trust Co.				4.
5.		of N.Y.-New York, NY	(P) 58 500			5.
6.	Series C	Morgan Guaranty Trust Co.				6.
7.		of N.Y.-New York, NY	60 000		46 117	7.
8.	Series D	Morgan Guaranty Trust Co.				8.
9.		of N.Y.-New York, NY	60 000		50 993	9.
10.	Series E	Morgan Guaranty Trust Co.				10.
11.		of N.Y.-New York, NY	(T) 100 000			11.
12.	Series F	Morgan Guaranty Trust Co.				12.
13.		of N.Y.-New York, NY	50 000	3 250	46 750	13.
14.	Series G	Morgan Guaranty Trust Co.				14.
15.		of N.Y.-New York, NY	125 000		125 000	15.
16.	CBQ First & Refunding Mortgage					16.
17.	Series 1990	Citibank, N. A.				17.
18.		New York, NY	25 000		15 041	18.
19.	Series 2010	Citibank, N. A.				19.
20.		New York, NY	(P) 70 000			20.
21.	GN General Mortgage					21.
22.	Series N	Citibank, N. A.				22.
23.		New York, NY	37 500		37 500	23.
24.	Series O	Citibank, N. A.				24.
25.		New York, NY	37 500		37 500	25.
26.	Series Q	Citibank, N. A.				26.
27.		-New York, NY	35 000		35 000	27.
28.	Series S	Citibank, N. A.				28.
29.		-New York, NY	(P) 60 000			29.
30.	Series T	Citibank, N. A.				30.
31.		-New York, NY	(P) 60 000			31.
32.	Series U	Citibank, N. A.				32.
33.		-New York, NY	(P) 60 000			33.
34.	Series V	Citibank, N. A.				34.
35.		-New York, NY	(P) 40 000			35.
36.	Series W	Citibank, N. A.				36.
37.		-New York, NY	(P) 50 000			37.
38.	Series X	Citibank, N. A.				38.
39.		-New York, NY	(P) 80 135			39.
40.	NP Prior Lien	Citibank, N. A.				40.
41.		-New York, NY	121 650		69 921	41.
42.	NP General Lien	Citibank, N. A.				42.
43.		-New York, NY	60 000		47 777	43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on Page 69-A				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST		LINE NO.
				ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.						2.
3.						3.
4.						4.
5.	3-02-70	10-01-84	4			5.
6.						6.
7.	5-01-71	5-01-96	8-1/2	3 920	3 920	7.
8.						8.
9.	1-15-74	1-15-99	8.60	4 386	4 385	9.
10.						10.
11.	7-01-75	7-01-2000	9-1/4			11.
12.						12.
13.	6-15-78	6-15-98	9-1/4	4 625	4 625	13.
14.						14.
15.	8-01-80	8-01-2005	12-7/8	16 094	16 094	15.
16.						16.
17.						17.
18.	2-01-50	2-01-90	3	451	451	18.
19.						19.
20.	3-02-70	8-01-2010	4			20.
21.						21.
22.						22.
23.	7-01-45	1-01-90	3-1/8	1 172	1 172	23.
24.						24.
25.	7-01-45	1-01-2000	3-1/8	1 172	1 172	25.
26.						26.
27.	1-01-46	1-01-2010	2-5/8	919	919	27.
28.						28.
29.	7-01-70	1-01-2010	9-1/2			29.
30.						30.
31.	1-01-71	1-01-2010	8-1/2			31.
32.						32.
33.	1-01-74	1-01-2010	8.60			33.
34.						34.
35.	7-01-75	1-01-2010	9-1/4			35.
36.						36.
37.	1-01-78	1-01-2010	9-1/4			37.
38.						38.
39.	7-01-80	1-01-2010	12-7/8			39.
40.						40.
41.	1-01-1897	1-01-97	4	2 797	2 797	41.
42.						42.
43.	1-01-1897	1-01-2047	3	1 433	1 433	43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	SLSF First Mtg. Series A					1.
2.		Mercantile Trust Co.	73 385		44 424	2.
3.	Total 1(a)		1 263 670	3 250	556 023	3.
4.	2(a) Collateral Trust Bonds					4.
5.	NP Collateral Trust	Citibank, N. A.				5.
6.		-New York, NY	52 000	2 340		6.
7.	Total 2(a)		52 000	2 340		7.
8.	3(a) Unsecured Bonds (Debentures):					8.
9.	SLSF Income Debentures Series A					9.
10.		Chase Manhattan N.Y., NY	33 129		25 004	10.
11.	Total 3(a)		33 129		25 004	11.
12.	5 Miscellaneous Obligations					12.
13.	FNB & T Co.	Lincoln, Nebraska				13.
14.		68501	1 000	50	560	14.
15.	Connecticut Bk. & Trust	Hartford, Connecticut				15.
16.		06115	2 330	194	775	16.
17.	Lakeview Trust & Savings Bank					17.
18.		Chicago, IL 60657	3 673	437	219	18.
19.	Lakeview Trust & Savings Bank					19.
20.		Chicago, IL 60657	1 475	99	738	20.
21.	Paul & Betty McCall	Seattle, Washington				21.
22.		98104	112	22		22.
23.	Xerox Corp.	Minneapolis, Minnesota				23.
24.		55485	52			24.
25.	SLSF Boatmens Nat'l Bank & Trust					25.
26.		St. Louis, MO	6 000	150	4 200	26.
27.	SLSF Loan Agreement - Barclays Bank Int'l Ltd.					27.
28.		Chicago Branch	20 000			28.
29.	Wheatland Assessment	Town of Wheatland				29.
30.		Wheatland, WY 82201	19	2	11	30.
31.	Total 5 Miscellaneous Obligations		34 661	954	6 504	31.
32.						32.
33.	Total 764-765 Funded Debt Unmatured		1 383 460	6 544	587 531	33.
34.						34.
35.						35.
36.						36.
37.						37.
38.						38.
39.						39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on 69-C				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST		LINE NO.
				ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.	1-01-47	1-01-97	4	1 806	1 869	2.
3.				38 775	38 837	3.
4.						4.
5.						5.
6.	10-01-54	10-01-84	4	137	181	6.
7.				137	181	7.
8.						8.
9.						9.
10.	1-01-56	1-20-2006	5	1 250	1 250	10.
11.				1 250	1 250	11.
12.						12.
13.						13.
14.	7-01-71	6-30-92	7.481	47	47	14.
15.						15.
16.	4-01-76	7-15-88	9.125	93	102	16.
17.						17.
18.	6-01-76	1-01-85	8.5	65	84	18.
19.						19.
20.	4-01-77	1-15-92	8-1/4	76	75	20.
21.						21.
22.	10-26-79	1-01-84	9-3/4	2	4	22.
23.						23.
24.	12-01-79	6-01-83	8-1/2			24.
25.						25.
26.	6-01-68	8-01-92	6-3/4	300	304	26.
27.						27.
28.	8-13-80	9-01-83	13	1 766	2 723	28.
29.						29.
30.	12-03-79	2-01-90	7	1	1	30.
31.				2 350	3 340	31.
32.						32.
33.				42 512	43 608	33.
34.						34.
35.						35.
36.						36.
37.	# Weighted average interest rates					37.
38.						38.
39.						39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	4(a) Equipment Security (Corporation):					1.
2.	B.N. Equipment Trust Certificates					2.
3.	1970	Chase Manhattan Bank				3.
4.		New York, NY	20 000	1 333	1 333	4.
5.	1970 - 2nd Series	Continental Illinois				5.
6.		Natl. Bk. Chicago, IL	9 900	660	660	6.
7.	1971	Citibank				7.
8.		New York, NY	8 610	574	1 148	8.
9.	1971 - 2nd Series	Morgan Guaranty Trust				9.
10.		Co. of N.Y.-New York, NY	7 125	475	950	10.
11.	1971 - 3rd Series	Citibank				11.
12.		New York, NY	50 000	3 400	5 069	12.
13.	1972	Morgan Guaranty Trust				13.
14.		Co. of N.Y.-New York, NY	6 900	460	1 380	14.
15.	1972 - 2nd Series	First Trust of St. Paul				15.
16.		St. Paul, MN	12 750	850	2 550	16.
17.	1973	Morgan Guaranty Trust				17.
18.		Co. of N.Y.-New York, NY	13 500	900	3 600	18.
19.	1973 - 2nd Series	Citibank				19.
20.		New York, NY	14 250	950	3 800	20.
21.	1973 - 3rd Series	First Trust of St. Paul				21.
22.		St. Paul, MN	13 500	900	3 600	22.
23.	1974	Morgan Guaranty Trust				23.
24.		Co. of N.Y.-New York, NY	11 700	780	3 900	24.
25.	1974 - 2nd Series	Citibank				25.
26.		New York, NY	14 700	980	4 900	26.
27.	1974 - 3rd Series	First Trust of St. Paul				27.
28.		St. Paul, MN	15 600	1 040	6 240	28.
29.	1975	Morgan Guaranty Trust				29.
30.		Co. of N.Y.-New York, NY	15 000	1 000	6 000	30.
31.	1975 - 2nd Series	Citibank				31.
32.		New York, NY	15 000	1 000	6 000	32.
33.	1975 - 3rd Series	First Trust of St. Paul				33.
34.		St. Paul, MN	15 000	1 000	6 000	34.
35.	1976	Morgan Guaranty Trust				35.
36.		Co. of N.Y.-New York, NY	15 000	1 000	7 000	36.
37.	1976 - 2nd Series	Citibank				37.
38.		New York, NY	7 500	500	3 500	38.
39.	1976 - 3rd Series	First Trust of St. Paul				39.
40.		St. Paul, MN	12 750	850	5 950	40.
41.	1976 - 4th Series	Morgan Guaranty Trust				41.
42.		Co. of N.Y.-New York, NY	30 000	2 000	14 000	42.
43.	1977	First Trust of St. Paul				43.
44.		St. Paul, MN	8 010	534	4 272	44.
45.	1977 - 2nd Series	First Trust of St. Paul				45.
46.		St. Paul, MN	17 760	1 184	9 472	46.
47.						47.
48.						48.
49.						49.
50.		Continued on 69-E				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			LINE NO.
			RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.	5-01-78	5-01-93	8-5/8	793	806	2.
3.						3.
4.	12-01-78	12-01-93	9-1/4	985	992	4.
5.						5.
6.	8-01-79	8-01-94	9-1/4	1 682	1 743	6.
7.						7.
8.	2-01-80	2-01-95	11.32 #	3 884	4 017	8.
9.						9.
10.	1-01-81	1-01-96	14.19 #	6 460	6 704	10.
11.						11.
12.	4-01-83	4-01-98	10-1/2	917	447	12.
13.						13.
14.	5-15-83	5-15-98	10.88 #	3 038	2 358	14.
15.						15.
16.						16.
17.						17.
18.	3-01-68	3-01-83	6	3	9	18.
19.						19.
20.	10-01-68	10-01-83	6	6	8	20.
21.						21.
22.	12-01-68	12-01-83	6-1/2	13	15	22.
23.						23.
24.	9-01-69	9-01-84	7-1/2	70	84	24.
25.						25.
26.	2-01-70	2-01-85	8-1/2	86	104	26.
27.						27.
28.						28.
29.	8-01-71	8-01-86	8	116	130	29.
30.						30.
31.	4-01-72	4-01-87	7	214	226	31.
32.						32.
33.	11-01-74	11-01-89	9-1/4	645	660	33.
34.						34.
35.						35.
36.	5-09-68	5-09-83	6-1/4	4	5	36.
37.						37.
38.	10-17-68	10-17-83	6	5	7	38.
39.						39.
40.	4-24-69	4-24-84	7-1/8	35	40	40.
41.				29 719	29 488	41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	4(c)Cond. or Deferred Payments Contract:					1.
2.	B.N. R.R.					2.
3.	Chase Manhattan Bank, NA	New York,				3.
4.		NY	16 500	1 100	3 300	4.
5.	Northern Trust Company	Chicago,				5.
6.		IL	3 134	261	199	6.
7.	American National Bank & Trust Co.					7.
8.		St. Paul, MN	998	1		8.
9.	Mercantile Safe Deposit & Trust Co.					9.
10.		Baltimore, MD	6 002	400	2 801	10.
11.	Harris Trust & Savings Bank					11.
12.		Chicago, IL	266	106		12.
13.	Mercantile Safe Deposit & Trust Co.					13.
14.		Baltimore, MD	29 905	1 994	17 943	14.
15.	Citibank	New York, NY				15.
16.		10015	66 547	9 000	48 547	16.
17.	Mercantile-Safe Deposit & Trust Co.					17.
18.		Baltimore, MD	22 200	1 480	14 800	18.
19.	Monumental Life Ins. Co. and Volunteer					19.
20.	State Life Ins. Co.	Baltimore, MD	2 331	93	2 036	20.
21.						21.
22.	Mercantile Safe Deposit & Trust Co.					22.
23.		Baltimore, MD	74 694		74 694	23.
24.	C.B.&Q.					24.
25.	Citibank	New York,				25.
26.		NY	15 097			26.
27.	GN					27.
28.	First Trust Co. of St. Paul					28.
29.		St. Paul, MN	2 318			29.
30.	NP					30.
31.	1st National Bank of Chicago					31.
32.		Chicago, IL	6 150			32.
33.	First Trust Co. of St. Paul					33.
34.		St. Paul, MN	1 700	118		34.
35.						35.
36.						36.
37.						37.
38.						38.
39.						39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on 69-I				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			LINE NO.
			RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.						2.
3.						3.
4.	4-01-70	10-01-87	9-5/8	503	529	4.
5.						5.
6.	9-20-73	10-01-85	11.50 #	74	84	6.
7.						7.
8.	10-15-73	1-01-84	11.50 #	4	7	8.
9.						9.
10.	8-15-76	10-07-91	8.72 #	296	305	10.
11.						11.
12.	12-02-77	6-01-84	8	10	10	12.
13.						13.
14.	2-01-78	2-01-93	8-3/4	1 864	1 919	14.
15.						15.
16.	1-01-79	1-01-88	10-1/2	6 042	6 519	16.
17.						17.
18.	12-01-79	12-01-94	11-1/2	2 028	2 042	18.
19.						19.
20.	1-02-81	10-01-96	9.83	212	215	20.
21.						21.
22.						22.
23.	12-01-82	12-30-89	11.75	8 777	8 411	23.
24.						24.
25.						25.
26.	1-15-68	1-15-83	7	1	16	26.
27.						27.
28.						28.
29.	6-01-68	6-01-83	7	5	5	29.
30.						30.
31.						31.
32.	1-03-68	2-01-83	6-5/8	2	13	32.
33.						33.
34.	11-01-69	11-01-84	9	19	21	34.
35.						35.
36.						36.
37.						37.
38.						38.
39.						39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	SP&S					1.
2.	Wells Fargo Bank of Sacramento					2.
3.		San Francisco, CA	9 705	647	422	3.
4.	FW&D					4.
5.	Fort Worth Nat'l Bank					5.
6.		Fort Worth, TX	4 896	326	1 795	6.
7.	SLSF					7.
8.	Boatmen's National Bank of St. Louis					8.
9.		St. Louis, MO	14 138			9.
10.	Boatmen's National Bank of St. Louis					10.
11.		St. Louis, MO	9 990			11.
12.	Boatmen's National Bank of St. Louis					12.
13.		St. Louis, MO	3 750	250		13.
14.	Boatmen's National Bank of St. Louis					14.
15.		St. Louis, MO	5 651	377	377	15.
16.	Boatmen's National Bank of St. Louis					16.
17.		St. Louis, MO	5 670	378	378	17.
18.	Boatmen's National Bank of St. Louis					18.
19.		St. Louis, MO	4 319	288	288	19.
20.	Boatmen's National Bank of St. Louis					20.
21.		St. Louis, MO	8 899	593	1 186	21.
22.	Manufacturers Bank & Trust Co.					22.
23.		St. Louis, MO	3 186			23.
24.	Boatmen's National Bank of St. Louis					24.
25.		St. Louis, MO	10 816	721	1 442	25.
26.	Mercantile Trust Co.					26.
27.		St. Louis, M.	6 087	507		27.
28.	Boatmen's National Bank of St. Louis					28.
29.		St. Louis, MO	8 283	552	2 209	29.
30.	Boatmen's National Bank of St. Louis					30.
31.		St. Louis, MO	12 551	837	4 184	31.
32.	Boatmen's National Bank of St. Louis					32.
33.		St. Louis, MO	13 191	879	5 277	33.
34.	Boatmen's National Bank of St. Louis					34.
35.		St. Louis, MO	3 458	230	1 614	35.
36.	Boatmen's National Bank of St. Louis					36.
37.		St. Louis, MO	6 092	406	2 843	37.
38.	Mercantile Trust Co.					38.
39.		St. Louis, MO	5 878	392	2 743	39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on Page 69-K				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			LINE NO.
			RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.						2.
3.	2-10-70	2-01-85	9-5/8	113	134	3.
4.						4.
5.						5.
6.	11-15-74	5-01-90	11	254	260	6.
7.						7.
8.						8.
9.	1-01-68	1-01-83	6-3/4		32	9.
10.						10.
11.	11-15-68	12-15-83	7-1/4	46	48	11.
12.						12.
13.	8-15-69	8-15-84	8-1/4	34	41	13.
14.						14.
15.	12-01-69	7-15-85	9-3/8	72	88	15.
16.						16.
17.	1-25-70	2-01-85	9-1/2	75	90	17.
18.						18.
19.	7-01-70	7-01-85	9-3/4	70	84	19.
20.						20.
21.	3-01-71	7-01-86	7-3/4	161	184	21.
22.						22.
23.	5-01-71	5-15-83	10.75 #	11	15	23.
24.						24.
25.	10-01-71	10-01-86	8-1/4	223	238	25.
26.						26.
27.	3-01-72	3-01-84	11.25 #	65	89	27.
28.						28.
29.	12-01-72	3-01-88	7.625	218	232	29.
30.						30.
31.	4-01-74	5-01-89	8.65	458	470	31.
32.						32.
33.	1-01-75	4-01-90	10	638	660	33.
34.						34.
35.	9-15-75	4-01-91	10-1/4	195	201	35.
36.						36.
37.	1-15-76	4-01-91	9-7/8	331	341	37.
38.						38.
39.	6-01-76	11-01-91	9.25	320	326	39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	Boatmen's National Bank of St. Louis					1.
2.		St. Louis, MO	12 882	859	6 441	2.
3.	Metropolitan Life Ins. Co. of New York					3.
4.		New York, NY	42 811	2 830	22 639	4.
5.	Mercantile Trust Co.					5.
6.		St. Louis, MO	11 576	772	6 945	6.
7.	Boatmen's National Bank of St. Louis					7.
8.		St. Louis, MO	5 666	378	3 588	8.
9.	Manufacturers Bank & Trust Co.					9.
10.		St. Louis, MO	10 756	717	7 888	10.
11.	Manufacturers Bank & Trust Co.					11.
12.		St. Louis, MO	13 410	877	9 649	12.
13.	Total Conditional or Deferred					13.
14.	Payment Contracts 4(c)		481 503	28 369	246 228	14.
15.						15.
16.	Total Equipment Obligations 4(a) and					16.
17.	Conditional or Deferred Payments					17.
18.	Contracts 4(c)		1 093 803	68 288	520 819	18.
19.	Total Bonds, Misc. Obligations, Equip. Obligations					19.
20.	& Conditional or Deferred Payment Contracts		2 477 263	74 832	1 108 350	20.
21.	(5) Misc. Obligations (Capitalized Leases)					21.
22.	#5064 200 Box Cars	Chicago Freight Car Co.				22.
23.		Park Ridge, IL	2 664			23.
24.	19128 10 Hopper Cars	North American Car Corp.				24.
25.		Chicago, IL	337	30		25.
26.	57439 305 Frt. Cars	United States Lsg. Int'l.				26.
27.		San Francisco, CA	3 142	263	1 473	27.
28.	56414 99 Cov. Hoppers	Mfr. Hanover Trust Co.				28.
29.		New York, NY	1 803	118	152	29.
30.	59323 8 Locomotives	1st Penn Bank & Trust				30.
31.		Philadelphia, PA	2 072	112		31.
32.	515-1 150 Hopper Cars	C.I.T. Corp.				32.
33.		New York, NY	1 580			33.
34.	515-2 250 Hopper Cars	C.I.T. Corp.				34.
35.		New York, NY	2 567			35.
36.	5531-1 10 Locomotives	Gould Lsg. Service				36.
37.		Rolling Meadows, IL	3 458	221	2 558	37.
38.	5531-2 20 Locomotives	1st Nat'l. State Bk. of				38.
39.		New Jersey Newark, NJ	7 838	368	6 129	39.
40.	5516 400 Frt. Cars	Chase Manhattan Serv.				40.
41.		Corp. New York, NY	6 201	438	3 897	41.
42.	7190 177 Auto-Racks	Bur. Nor. Trust Company				42.
43.		St. Paul, MN	3 685	628	331	43.
44.	#8028 150 Auto-Racks	Trust Co. for USL, Int'l.				44.
45.		Oak Brook, IL	2 513	328	935	45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on 69-M				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			LINE NO.
			RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.	11-15-76	3-01-92	8.74	670	695	2.
3.						3.
4.	4-01-77	12-01-92	8-5/8	2 362	2 383	4.
5.						5.
6.	1-01-78	9-01-93	8-3/4	703	726	6.
7.						7.
8.	12-01-78	5-01-94	9-1/2	398	404	8.
9.						9.
10.	1-01-80	4-01-95	11-3/4	1 032	1 053	10.
11.						11.
12.	7-01-80	10-15-95	12	1 347	1 368	12.
13.						13.
14.				29 633	30 258	14.
15.						15.
16.						16.
17.						17.
18.				59 352	59 746	18.
19.						19.
20.				101 864	103 354	20.
21.						21.
22.						22.
23.	10-03-75	10-02-83	8-1/4	10	10	23.
24.						24.
25.	4-17-69	1-01-85	7-1/8	3	3	25.
26.						26.
27.	3-10-69	4-14-89	8	149	154	27.
28.						28.
29.	12-15-65	11-03-85	4	13	14	29.
30.						30.
31.	7-23-69	3-17-84	7-1/2	16	20	31.
32.						32.
33.	10-15-70	7-30-83	8-1/2	4	6	33.
34.						34.
35.	10-15-70	6-30-83	8-1/2	5	5	35.
36.						36.
37.	5-01-75	9-08-90	8-1/2	245	249	37.
38.						38.
39.	5-01-75	9-08-90	8-1/2	567	574	39.
40.						40.
41.	9-25-76	3-25-91	8-1/4	392	408	41.
42.						42.
43.	9-01-76	4-01-85	8-1/4	103	116	43.
44.						44.
45.	6-01-77	1-05-87	7-1/2	101	112	45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	8338 25 Locomotives	Mercantile Safe Dep. &				1.
2.		Trust Co., Baltimore, MD	10 985	327	9 242	2.
3.	7644 60 Locomotives	Mercantile Safe Dep. &				3.
4.		Trust Co., Baltimore, MD	24 664	718	20 863	4.
5.	7194 181 Box Cars	U.S. Railway Lsg. Co.				5.
6.		Des Plaines, IL 60018	3 866	242	2 548	6.
7.	13293 Main-of-Way Eqpt	Liberty Nat'l Lsg. Co.				7.
8.		Louisville, KY 40232	1 615	172	1 139	8.
9.	13540 50 Auto Racks	Railroad Car Enterprises				9.
10.		Hyattsville, MD 20783	1 232	130	867	10.
11.	SLSF					11.
12.	73707 (Cert 1&2) Work Eqpt.	Wells Fargo Lsg.				12.
13.		San Francisco, CA 94144	250	23	170	13.
14.	73707 (Cert 6) Work Eqpt.	Wells Fargo Lsg.				14.
15.		San Francisco, CA 94144	178	16	121	15.
16.	73707 (Cert 9) Work Eqpt.	Wells Fargo Lsg.				16.
17.		San Francisco, CA 94144	94	18	32	17.
18.	73707 (Cert 13) Work Eqpt.	Wells Fargo Lsg.				18.
19.		San Francisco, CA 94144	117	22	41	19.
20.	73707 (Cert 15) Work Eqpt.	Wells Fargo Lsg.				20.
21.		San Francisco, CA 94144	98	18	33	21.
22.	73707 (Cert 16-20 incl)	Wells Fargo Lsg.				22.
23.		San Francisco, CA 94144	111	12	68	23.
24.	72827 (Gr #2) Work Eqpt.	Ford Motor Credit				24.
25.		Corporation	316	79	21	25.
26.	4181 10 Locomotives	First Penn Bnkg. & Trust				26.
27.		Philadelphia, PA	2 172	296	1 598	27.
28.	15138 So.Dak.Track Pur	Mercantile-Safe Dep.& Tst				28.
29.	& Reh.	Baltimore, MD	43 080	0	57 815	29.
30.	16070 IA. Track Pur.	Omaha Bk.for Cooperatives				30.
31.		Omaha, NE	1 200	0	1 611	31.
32.						32.
33.	Total Misc. Obligations (Capitalized Leases)		127 838	4 579	111 644	33.
34.						34.
35.						35.
36.						36.
37.						37.
38.						38.
39.						39.
40.						40.
41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on 69-0				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			LINE NO.
			RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.	9-01-77	1-05-96	7-3/4	748	759	2.
3.						3.
4.	12-30-76	1-05-96	8	1 740	1 767	4.
5.						5.
6.	11-05-76	5-08-92	8	234	234	6.
7.						7.
8.	2-06-81	1-01-89	14	189	199	8.
9.						9.
10.	2-01-81	6-30-89	14	146	150	10.
11.						11.
12.						12.
13.	6-09-75	7-01-90	8-1/2	17	17	13.
14.						14.
15.	6-09-75	12-01-90	8-1/2	12	12	15.
16.						16.
17.	6-09-75	8-01-86	9-1/4	5	5	17.
18.						18.
19.	6-09-75	8-17-86	9-1/4	7	7	19.
20.						20.
21.	6-09-75	8-17-86	9-1/4	6	6	21.
22.						22.
23.	6-09-75	9-17-89	9-1/4	8	8	23.
24.						24.
25.	7-17-74	3-31-85	8-1/2	12	12	25.
26.						26.
27.				132	138	27.
28.						28.
29.				5 803	4 819	29.
30.						30.
31.				127	121	31.
32.						32.
33.				10 794	9 925	33.
34.						34.
35.						35.
36.						36.
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41.						41.
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44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DESCRIPTION OF OBLIGATION (a)	NAME AND ADDRESS OF CREDITOR OR TRUSTEE (b)	ORIGINAL AMOUNT (c)	PORTION DUE		LINE NO.
				WITHIN ONE YEAR (d)	AFTER ONE YEAR (e)	
1.	Total Bonds, Misc. Obligations, Equipment					1.
2.	Obligations, Conditional or Deferred Payment					2.
3.	Contracts & Capitalized Leases		2 605 101	79 411	1 219 994	3.
4.						4.
5.	Account 769 Accounts Payable					5.
6.	Affiliated Companies					6.
7.	Burlington Northern (Manitoba) Ltd.					7.
8.		St. Paul, MN			3 706	8.
9.	Winona Bridge Railway Company					9.
10.		St. Paul, MN			67	10.
11.	Western Fruit Express Co.					11.
12.		St. Paul, MN			12 750	12.
13.						13.
14.	Total Account 769				16 523	14.
15.						15.
16.						16.
17.						17.
18.						18.
19.						19.
20.						20.
21.						21.
22.						22.
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42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.	Grand Totals					50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	INTEREST			LINE NO.
			RATE (h)	ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	
1.						1.
2.						2.
3.				112 658	113 279	3.
4.						4.
5.						5.
6.						6.
7.						7.
8.	Various	Various				8.
9.						9.
10.	Various	Various				10.
11.						11.
12.	Various	Various	Various	1 162	1 162	12.
13.						13.
14.				1 162	1 162	14.
15.						15.
16.						16.
17.						17.
18.						18.
19.						19.
20.						20.
21.						21.
22.						22.
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41.						41.
42.						42.
43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.				113 820	114 441	50.

510. DEBTHOLDINGS—Concluded
(Notes and other disclosures)

Line No.	a. Nature of security or collateral, if any	Line No.
1		1
2		2
3		3
4		4
5		5
6		6
7	See Pages 70-A thru 70-F	7
8		8
9		9
10		10
11		11
12		12
13		13
14		14
15		15
16		16
17		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	Line No.
1			1
2			2
3			3
4			4
5			5
6			6
7	See Pages 70-G thru 70-U		7
8			8
9			9
10			10
11			11
12			12
13			13
14			14
15			15
16			16
17			17
18			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 Inc. Consolidated Mortgage has a first lien on approximately 36 miles of former GN Ry. Branch Line, on approximately 186 miles of former NP Ry. Main Line, and on approximately 1,073 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 former CB&Q Railroad Company transportation properties and Colorado and Southern Railway Company 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 Inc. 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 Inc. Consolidated Mortgage, no further bonds can 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 104.25% of the principal amount during the 12 month period commencing 5-1-82, 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 105.48% of the principal amount during the 12 month period commencing 1-15-82, 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.

Notes To Schedule 510, Debt Holdings

- 10 Series E Consolidated Mortgage bonds in the amount of \$100,000,000 are held in Treasury.
- 12 Series F Consolidated Mortgage bonds are redeemable at the option of the Company at 107.08% of the principal amount during the 12 month period commencing 6-15-82, 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 111.37% of the principal amount during the 12 month period commencing 8-1-82, 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 and the Colorado and Southern Railway Company including approximately 4,985 miles of Main Line and 1,952 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 100.75% of the principal amount to 1-31-86, 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 1-31-86, 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 Inc. Consolidated Mortgage.
- 21 The GN General Gold Bond Mortgage is a first lien on the properties of the former GN Railway Company including approximately 3,681 miles of Main Line and 2,835 miles of Branch Line. It has a second lien on the properties covered by a first lien of the CB&Q First and Refunding Mortgage.

Notes to Schedule 510, Debt Holdings

Note: 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 100.5% of the principal amount during the period 1-2-83 to 1-2-87, and at par thereafter. Refer to the note preceding for a description of the current status of sinking fund provisions.
- 24 Series O GN General Gold bonds are redeemable at the option of the Company at 101.25% of the principal amount to 1-1-87, at declining percentages to 1-2-97 and at par thereafter. Refer to the note preceding for a description of the current status of sinking fund provisions.
- 26 Series Q GN General Gold bonds are redeemable at the option of the Company at 100.5% of the principal amount to 1-1-89, at declining percentages to 1-2-07 and at par thereafter. Refer to the note preceding for a description of the current status of sinking fund provisions.
- 28 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.
- 30 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.
- 32 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.
- 34 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.
- 36 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.
- 38 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.

Notes to Schedule 510, Debt Holdings

- 40 The NP Prior Lien Mortgage is a first lien on the properties of the former NP Railway Company including approximately 2,467 miles of Main Line, approximately 1,741 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.
- 42 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.

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No.

- 1 The SLSF First Mortgage is a first lien on the properties of the former St. Louis-San Francisco Railway Company including approximately 3,217 miles of Main Line and approximately 745 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.

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 due 10-1-84, are secured by a pledge of \$28,340,000 principal amount of BN Inc. Consolidated Mortgage Series A 4% bonds also due 10-1-84. The NP Collateral Trust bonds are redeemable at the option of the Company and for Sinking Fund purposes at par.
- 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.

Notes to Schedule 510, Debt Holdings

- 25 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 102.25% of the principal amount during the year ending July 31, 1983 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.

Equipment Trust Agreements provide for a lease of trust equipment owned by the Trustee of the Equipment Trust. At the termination of the lease and after all payments due the Trustee have been made, title to the equipment passes to the Company. Under provisions of Philadelphia Plan Equipment Trust 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.

All issues, except the BN R.R. Equipment Trust of 1970, the BN R.R. Equipment Trust of 1971-3rd Series, and The BN R.R. Equipment Trust of 1983, Series 2, 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.

Notes to Schedule 510, Debt Holdings

The BN R.R. Equipment Trust of 1983, Series 2, provides that the Trustee use the net proceeds from the sale of the Equipment Trust Certificates to pay for up to 100% of the purchase price of the Trust Equipment. The aggregate final cost of the Trust Equipment is required to be at least 100% of the aggregate principal amount of Trust Certificates issued. The Company is required to pay to the Trustee as Advance Rental the amount by which the purchase price of the Trust Equipment exceeds the net proceeds from the sale of the Equipment Trust Certificates. Rental payments due the Trustee over the period of the lease cover principal and interest payments due on the Certificates. Certificates mature serially in the principal amount of \$3,330,000 on May 15 in each of the years 1984 through 1997, inclusive, and in the principal amount of \$3,380,000 on May 15, 1998. Interest is payable semi-annually on May 15 and November 15 in each year.

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3 OF 4

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.	Cede & Company	Trust Co. Nominee
3.	New York, NY 10041	
4.	State Compensation Insurance	State of California
5.	Fund of California	
6.	San Francisco, CA 94102	
7.	BN Consol. Mtge. Series D	
8.	Cede & Company	Trust Co. Nominee
9.	New York, NY 10041	
10.	BN Consol. Mtge. Series F	
11.	Minn. State Board of Investment	State of Minnesota
12.	c/o State Treasurer	
13.	St. Paul, MN 55155	
14.	Nationwide Life Ins. Co.	Insurance Company
15.	Columbus, OH 43216	
16.	Ohio Public Employees Retirement	State of Ohio
17.	System of Ohio	
18.	Columbus, OH 43215	
19.	Penn Mutual Life Ins. Co.	Insurance Company
20.	Philadelphia, PA 19172	
21.	Provident Mutual Life Ins. Co.	Insurance Company
22.	Philadelphia, PA 19101	
23.	Tegge & Co.	Trust Co. Nominee
24.	New York, NY 10008	
25.	The Franklin Life Insurance Co.	Insurance Company
26.	Springfield, IL 62713	
27.	Sherco	Other Holding Organization
28.	Minneapolis, MN 55440	
29.	BN Consol. Mtge. Series G	
30.	Cede & Co.	Trust Co. Nominee
31.	New York, NY 10041	
32.	GN Gen. Gold Bond Mtge. Series N	
33.	Cede & Co.	Trust Co. Nominee
34.	New York, NY 10041	
35.	New York Life Ins. Co.	Insurance Company
36.	New York, NY 10010	
37.	GN Gen. Gold Bond Mtge. Series O	
38.	Cede & Co.	Trust Co. Nominee
39.	New York, NY 10041	
40.	GN Gen. Gold Bond Mtge. Series Q	
41.	Cede & Co.	Trust Co. Nominee
42.	New York, NY 10041	
43.	NP Prior Lien	
44.	Cede & Co.	Trust Co. Nominee
45.	New York, NY 10041	
46.		
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.	NP General Lien	
2.	Cede & Co.	Trust Co. Nominee
3.	New York, NY 10041	
4.	NP Collateral Trust	
5.	Cede & Co.	Trust Co. Nominee
6.	New York, NY 10041	
7.	SLSF First Mtge. Series A	
8.	Cudd & Co.	Bank Nominee
9.	New York, NY 10081	
10.	Sigler & Co.	Trust Co. Nominee
11.	New York, NY 10022	
12.	SLSF Purchase Money Mtge. due 8-1-92	
13.	New England Mutual Life Ins. Co.	Insurance Company
14.	Boston, MA 02117	
15.	Lutheran Brotherhood	Insurance Company
16.	Minneapolis, MN 55402	
17.	Provident Mutual Life Ins. Co.	Insurance Company
18.	of Philadelphia	
19.	Philadelphia, PA 19101	
20.	The Penn Mutual Life Ins. Co.	Insurance Company
21.	Philadelphia, PA 19172	
22.	BN Equipment Trust, 1970 Series 1	
23.	Hare & Co.	Bank Nominee
24.	New York, NY 10249	
25.	Jaquith & Co.	Bank Nominee
26.	New York, NY 10015	
27.	BN Equipment Trust, 1970 Series 2	
28.	Holm & Co.	Bank Nominee
29.	Detroit, MI 48231	
30.	Calhoun & Co.	Bank Nominee
31.	Detroit, MI 48231	
32.	First National Bank & Trust Co.	Bank & Trust Co.
33.	Alton, IL 62002	
34.	Slavonic Benevolent Order of Texas	Other Holding Organization
35.	Temple, TX 76501	
36.	Darhap & Co.	Bank Nominee
37.	Michigan City, IN 46360	
38.	KHM Associates	Other Holding Organization
39.	Monson, MA 01057	
40.	BN Equipment Trust 1971 Series 1	
41.	Pacific & Co.	Trust Co. Nominee
42.	San Francisco, CA 94104	
43.	Suydam & Co.	Trust Co. Nominee
44.	New York, NY 10022	
45.	BN Equipment Trust 1971 Series 2	
46.	Elna & Co.	Bank Nominee
47.	Elkhart, IN 46515	
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 1971 Series 2	
2.	Calhoun & Co.	Bank Nominee
3.	Detroit, MI 48231	
4.	Negah & Co.	Trust Co. Nominee
5.	Sioux Falls, SD 57101	
6.	BN Equipment Trust 1971 Series 3	
7.	Hare & Co.	Bank Nominee
8.	New York, NY 10249	
9.	Union Central Life Insurance Co.	Insurance Company
10.	Cincinnati, OH 45201	
11.	BN Equipment Trust 1972 Series 1	
12.	Calhoun & Co.	Bank Nominee
13.	Detroit, MI 48231	
14.	Polly & Co.	Trust Co. Nominee
15.	New York, NY 10005	
16.	Legal & Co.	Bank Nominee
17.	Newark, NJ 07101	
18.	BN Equipment Trust 1972 Series 2	
19.	Trusco & Co.	Bank Nominee
20.	Phoenix, AZ 85002	
21.	BN Equipment Trust 1973 Series 1	
22.	Auer & Co.	Trust Co. Nominee
23.	New York, NY 10015	
24.	BN Equipment Trust 1973 Series 2	
25.	BSEPEN	Bank Nominee
26.	San Francisco, CA 94108	
27.	Calhoun & Co.	Bank Nominee
28.	Detroit, MI 48231	
29.	Lucas & Co.	Trust Co. Nominee
30.	St. Louis, MO 63166	
31.	BN Equipment Trust 1973 Series 3	
32.	Pacific & Co.	Trust Co. Nominee
33.	San Francisco, CA 94104	
34.	Barnett & Co.	Trust Co. Nominee
35.	New York, NY 10015	
36.	BN Equipment Trust 1974 Series 1	
37.	McAuley & Co.	Trust Co. Nominee
38.	St. Louis, MO 63166	
39.	BSEPEN	Bank Nominee
40.	San Francisco, CA 94108	
41.	BN Equipment Trust 1974 Series 2	
42.	State of California	State of California
43.	State Teachers	
44.	Retirement System	
45.	Newark, NJ 07102	
46.		
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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 1974 Series 3	
2.	Kane & Co.	Bank Nominee
3.	New York, NY 10081	
4.	Egger & Co.	Bank Nominee
5.	New York, NY 10081	
6.	Gale & Co.	Bank & Trust Co. Nominee
7.	Chicago, IL 60690	
8.	BN Equipment Trust 1975 Series 1	
9.	State Compensation Ins.	State of California
10.	Fund of California	
11.	Newark, NJ 07102	
12.	Pacific & Co.	Trust Co. Nominee
13.	San Francisco, CA 94104	
14.	BN Equipment Trust 1975 Series 2	
15.	R. J. Thomas & Co.	Bank Nominee
16.	Dallas, TX 75221	
17.	Suydam & Co.	Trust Co. Nominee
18.	New York, NY 10022	
19.	BN Equipment Trust 1975 Series 3	
20.	State of California	State of California
21.	Teachers Retirement Sys.	
22.	Newark, NJ 07102	
23.	Pacific & Co.	Trust Co. Nominee
24.	San Francisco, CA 94104	
25.	BN Equipment Trust 1976 Series 1	
26.	Polly & Co.	Trust Co. Nominee
27.	New York, NY 10005	
28.	Corp. of the President of the Church	Other Holding Organization
29.	of Jesus Christ of Latter Day Saints	
30.	Salt Lake City, UT 84150	
31.	Security Benefit Life Ins. Co.	Insurance Company
32.	Topeka, KS 66603	
33.	International Union of Operating	Other Holding Organization
34.	Engineers, General Fund	
35.	Washington, DC 20036	
36.	BN Equipment Trust 1976 Series 2	
37.	R. J. Thomas & Co.	Bank Nominee
38.	Dallas, TX 75221	
39.	New England Mutual Life Insurance	Insurance Company
40.	Boston, MA 02117	
41.	Beneficial Life Insurance Co.	Insurance Company
42.	Salt Lake City, UT 84136	
43.	BN Equipment Trust 1976 Series 3	
44.	Compass & Co.	Bank Nominee
45.	Houston, TX 77001	
46.	Egger & Co.	Bank Nominee
47.	New York, NY 10081	
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 1976 Series 4	
2.	State Compensation Ins. Fund of Calif.	State of California
3.	Newark, NJ 07102	
4.	Carn & Co.	Bank Nominee
5.	Washington, DC 20013	
6.	BN Equipment Trust 1977 Series 1	
7.	How & Co.	Trust Co. Nominee
8.	Chicago, IL 60690	
9.	BN Equipment Trust 1977 Series 2	
10.	State Compensation Ins.	State of California
11.	Fund of California	
12.	San Francisco, CA 94102	
13.	Hare & Co.	Bank Nominee
14.	New York, NY 10249	
15.	BN Equipment Trust 1978 Series 1	
16.	Barnett & Co.	Trust Co. Nominee
17.	New York, NY 10015	
18.	Gerlach & Co.	Bank Nominee
19.	c/o Citibank N.A., New York, NY 10005	
20.	BN Equipment Trust 1978 Series 1	
21.	Garden Street Co.	Other Holding Organization
22.	Hartford, CT 06115	
23.	Lucas & Co.	Trust Co. Nominee
24.	St. Louis, MO 63166	
25.	Jaquith & Co.	Bank Nominee
26.	New York, NY 10015	
27.	Polly & Co.	Trust Co. Nominee
28.	New York, NY 10005	
29.	BN Equipment Trust 1978 Series 2	
30.	Polly & Co.	Trust Co. Nominee
31.	New York, NY 10005	
32.	Cust & Co.	Bank & Trust Co. Nominee
33.	Chicago, IL 60690	
34.	Security Benefit Life Ins. Co.	Insurance Company
35.	Topeka, KS 66636	
36.	BN Equipment Trust 1979 Series 1	
37.	Hare & Co.	Bank Nominee
38.	New York, NY 10249	
39.	Polly & Co.	Trust Co. Nominee
40.	New York, NY 10005	
41.	BN Equipment Trust 1980 Series 1	
42.	Polly & Co.	Trust Co. Nominee
43.	New York, NY 10005	
44.	Hare & Co.	Bank Nominee
45.	New York, NY 10249	
46.	Caf & Co.	Trust Co. Nominee
47.	Chicago, IL 60690	
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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.	BN Equipment Trust 1981 Series 1	
2.	Permanent University Fund	Other Holding Organization
3.	of the University of Texas	
4.	Austin, TX 78712	
5.	Gerlach & Co.	Bank Nominee
6.	New York, NY 10005	
7.	BN Equipment Trust 1983 Series 1	
8.	Pert & Co.	Trust Co. Nominee
9.	New York, NY 10015	
10.	Sigler & Co.	Trust Co. Nominee
11.	New York, NY 10022	
12.	Bill & Co.	Bank Nominee
13.	Kansas City, MO 64141	
14.	Bull & Co.	Bank-Trust Co. Nominee
15.	Charlotte, NC 28275	
16.	BN Equipment Trust 1983 Series 2	
17.	Cede & Co.	Trust Co. Nominee
18.	New York, NY 10041	
19.	North American Life & Casualty Co.	Insurance Company
20.	Minneapolis, MN 55403	
21.	Fidelity Union Life Insurance Co.	Insurance Company
22.	Dallas, TX 75221	
23.	Permanent University Fund of the	Other Holding Organization
24.	University of Texas	
25.	Austin, TX 78712	
26.	Stawis & Co.	Trust Co. Nominee
27.	New York, NY 10008	
28.		
29.	GN Equipment Trust 1969 Series 1	
30.	Jaquith & Co.	Bank Nominee
31.	New York, NY 10015	
32.	Suydam & Co.	Trust Co. Nominee
33.	New York, NY 10022	
34.	Polly & Co.	Trust Co. Nominee
35.	New York, NY 10005	
36.	GN Equipment Trust 1970 Series 1	
37.	Kidder Peabody & Co. Inc.	Broker
38.	New York, NY 10005	
39.	Philanthropic Mutual Life Ins. Co.	Insurance Company
40.	Rosemont, PA 19010	
41.	Polly & Co.	Trust Co. Nominee
42.	New York, NY 10005	
43.	NP Equipment Trust 1969 Series 1	
44.	Calhoun & Co.	Bank Nominee
45.	Detroit, MI 48231	
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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.	C&S Equipment Trust 1971 Series I	
2.	Gerlach & Co.	Bank Nominee
3.	New York, NY 10005	
4.	Royal Neighbors of America	Other Holding Organization
5.	Rock Island, IL 61201	
6.	Merrill Lynch Pierce Fenner & Smith, Inc.	Broker
7.	New York, NY 10080	
8.	C&S Equipment Trust 1974 Series I	
9.	Frank Brown & Co.	Individual
10.	Hartford, CT 06101	
11.	Polly & Co.	Trust Co. Nominee
12.	New York, NY 10005	
13.	BN Cond. Sale Agreement dated 4-1-70	
14.	Lincoln National Life Ins. Co.	Insurance Company
15.	Fort Wayne, IN 46801	
16.	Philadelphia Savings Fund Society	Other Holding Organization
17.	Philadelphia, PA 19107	
18.	State Farm Life Insurance Co.	Insurance Company
19.	Bloomington, IL 61701	
20.	State of California	State of California
21.	Teachers Ret. Sys.	
22.	Sacramento, CA 95809	
23.	State of California	State of California
24.	Public Empl. Ret. Sys.	
25.	Sacramento, CA 95809	
26.	Bird & Co.	Trust Co. Nominee
27.	New York, NY 10022	
28.	State Treasurer of The State of	State of Michigan
29.	Michigan Cust. of Mich. Publ.	
30.	School Employees Ret. Sys. Funds	
31.	Lansing, MI 48903	
32.	State Treasurer of the State of	State of Michigan
33.	Michigan Cust. of State Emp. Ret.	
34.	Sys. Funds	
35.	Lansing, MI 48901	
36.	BN Cond. Sale Agreement dated 9-20-73	
37.	The Northern Trust Company	Trust Company
38.	Chicago, IL 60675	
39.	BN Cond. Sale Agreement dated 10-15-73	
40.	American Nat'l. Bk. & Trust Co.	Bank & Trust Co.
41.	St. Paul, MN 55101	
42.	BN Cond. Sale Agreement dated 8-15-76	
43.	Philadelphia Saving Fund Society	Other Holding Organization
44.	Philadelphia, PA 19101	
45.	Michemp Co.	State of Michigan
46.	Lansing, MI 48901	
47.	Michtea Co.	State of Michigan
48.	Lansing, MI 48901	

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 12-2-77	
2.	Harris Trust & Savings Bank	Bank & Trust Co.
3.	Chicago, IL 60603	
4.	BN Cond. Sale Agreement dated 2-1-78	
5.	Minn. State Board of Investment	State of Minnesota
6.	St. Paul, MN 55155	
7.	Empl. Mutual Liability Ins. Co.	Insurance Company
8.	of Wisconsin	
9.	Milwaukee, WI 53201	
10.	BN Cond. Sale Agreement dated 2-1-78	
11.	Independence Savings Bk.	Bank
12.	Brooklyn, NY 11202	
13.	Hansec Ins. Co.	Insurance Company
14.	Boston, MA 02110	
15.	Provident Mutual Life Ins. Co.	Insurance Company
16.	of Philadelphia	
17.	Philadelphia, PA 19101	
18.	United Benefit Life Ins. Co.	Insurance Company
19.	Omaha, NE 68102	
20.	BN Cond. Sale Agreement dated 1-1-79	
21.	Citibank, N.A.	Bank
22.	New York, NY 10043	
23.	The Chase Manhattan Bank, N.A.	Bank
24.	New York, NY 10081	
25.	Harris Trust & Savings Bank	Bank & Trust Co.
26.	Chicago, IL 60690	
27.	Northwestern Nat'l Bank	Bank
28.	Minneapolis, MN 55479	
29.	First Nat'l Bank	Bank
30.	Minneapolis, MN 55480	
31.	The Northern Trust Co.	Trust Company
32.	Chicago, IL 60675	
33.	BN Cond. Sale Agreement dated 12-1-79	
34.	Knights of Columbus	Other Holding Organization
35.	New Haven, CT 06510	
36.	Michte Co.	State of Michigan
37.	Detroit, MI 48224	
38.	Michemp Co.	State of Michigan
39.	Detroit, MI 48224	
40.	United Benefit Life Ins. Co.	Insurance Company
41.	Omaha, NE 68102	
42.	Newing One & Co.	Other Holding Organization
43.	Boston, MA 02117	
44.	BN Cond. Sale Agreement dated 1-2-81	
45.	Monumental Life Ins. Co.	Insurance Company
46.	Baltimore, MD 21202	
47.	Volunteer State Life Ins. Co.	Insurance Company
48.	Chattanooga, TN 37401	

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 12-1-82	
2.	New York Life Insurance Co.	Insurance Company
3.	New York, NY 10010	
4.	Aetna Life Insurance Co.	Insurance Company
5.	Hartford, CT 06156	
6.	Universal Underwriter Ins. Co.	Insurance Company
7.	Kansas City, MO 64105	
8.	Union Mutual Life Ins. Co.	Insurance Company
9.	Portland, ME 04122	
10.	Minnesota Mutual Life Ins. Co.	Insurance Company
11.	St. Paul, MN 55101	
12.	Sun Life Assurance Co. of	Insurance Company
13.	Canada (U.S.)	
14.	Wellesley Hills, MA 02181	
15.	Transamerica Life Insurance and	Insurance Company
16.	Annuity Co.	
17.	Los Angeles, CA 90060	
18.	NP Cond. Sale Agreement dated 11-1-69	
19.	Pioneer Mutual Life Ins. Co.	Insurance Company
20.	Fargo, ND 58102	
21.	Cust & Co.	Bank & Trust Co. Nominee
22.	Chicago, IL 60690	
23.	Zande & Co.	Trust Co. Nominee
24.	New York, NY 10008	
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26.	SP&S Cond. Sale Agreement dated 2-10-70	
27.	Bent & Co.	Bank & Trust Co. Nominee
28.	Stamford, CT 06115	
29.	Pabco	Other Holding Organization
30.	Des Moines, IA 50308	
31.	State of California	State of California
32.	State Teachers Retirement System	
33.	Sacramento, CA 95809	
34.	State of California	State of California
35.	Public Employees Retirement System	
36.	Sacramento, CA 95809	
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6. 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.	Cust & Co.	Bank & Trust Co. Nominee
3.	Chicago, IL 60690	
4.	Kentres	Bank & Trust Co. Nominee
5.	Frankfort, KY 40601	
6.	Salkeld & Co.	Trust Co. Nominee
7.	New York, NY 10005	
8.	Virginia Supplemental	State of Virginia
9.	Retirement System	
10.	Richmond, VA 23261	
11.	SLSF Cond. Sale Agreement dated 12-1-69	
12.	Kentres	Bank & Trust Co. Nominee
13.	Frankfort, KY 40601	
14.	Sher Co.	Trust Co. Nominee
15.	New York, NY 10005	
16.	Salkeld & Co.	Trust Co. Nominee
17.	New York, NY 10015	
18.	Virginia Supplemental	State of Virginia
19.	Retirement System	
20.	Richmond, VA 23261	
21.	SLSF Cond. Sale Agreement dated 1-25-70	
22.	Indianapolis Life Insurance Co.	Insurance Company
23.	Indianapolis, IN 46206	
24.	Kentres	Bank & Trust Co. Nominee
25.	Frankfort, KY 40601	
26.	Knights of Columbus	Other Holding Organization
27.	New Haven, CT 06510	
28.	Life Insurance Co. of Georgia	Insurance Company
29.	Atlanta, GA 30308	
30.	Peoples Life Insurance Co. of	Insurance Company
31.	Washington, D.C.	
32.	Washington, D.C. 20048	
33.	Public Employees Retirement Assoc.	State of Colorado
34.	of Colorado - School Div.	
35.	Denver, CO 80203	
36.	Public Employees Retirement Assoc.	State of Colorado
37.	of Colorado - State Div.	
38.	Denver, CO 80203	
39.	Shenandoah Life Insurance Co.	Insurance Company
40.	Roanoke, VA 24029	
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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 1-25-70	
2.	Treasurer, State of Iowa, Custodian	State of Iowa
3.	& Trustee for Iowa Public Employees	
4.	Retirement System	
5.	Des Moines, IA 50319	
6.	SLSF Cond. Sale Agreement dated 7-1-70	
7.	Public Employees Retirement Assoc.	State of Colorado
8.	of Colorado - School Div.	
9.	Denver, CO 80203	
10.	Public Employees Retirement Assoc.	State of Colorado
11.	of Colorado - State Div.	
12.	Denver, CO 80203	
13.	Protective Life Insurance Co.	Insurance Company
14.	Birmingham, AL 35202	
15.	Kentres	Bank & Trust Co. Nominee
16.	Frankfort, KY 40601	
17.	Teachers Retirement System	State of Montana
18.	State of Montana	
19.	Helena, MT 59601	
20.	Treasurer, State of Iowa, Custodian	State of Iowa
21.	& Trustee for Iowa Public Employees	
22.	Retirement System	
23.	Des Moines, IA 50319	
24.	SLSF Cond. Sale Agreement dated 3-1-71	
25.	C. A. England & Co.	Bank Nominee
26.	New York, NY 10008	
27.	Independence Savings Bank	Bank
28.	Brooklyn, NY 11202	
29.	Manbank	Trust Co. Nominee
30.	New York, NY 10008	
31.	Public Employees Retirement Assoc.	State of Colorado
32.	of Colorado - School Div.	
33.	Denver, CO 80203	
34.	Public Employees Retirement Assoc.	State of Colorado
35.	of Colorado - State Div.	
36.	Denver, CO 80203	
37.	SLSF Cond. Sale Agreement dated 10-1-71	
38.	John Hancock Mutual Life Ins. Co.	Insurance Company
39.	Boston, MA 02117	
40.	EMPL & Co.	Trust Co. Nominee
41.	Milwaukee, WI 53202	
42.	Sher Co.	Trust Co. Nominee
43.	New York, NY 10005	
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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 3-1-72	
2.	Mercantile Trust Co., N.A.	Trust Company
3.	St. Louis, MO 63166	
4.	Centerre Trust Co.	Trust Company
5.	St. Louis, MO 63101	
6.	SLSF Cond. Sale Agreement dated 12-1-72	
7.	Independence Savings Bank	Bank
8.	Brooklyn, NY 11202	
9.	IRECO	Trust Co. Nominee
10.	New York, NY 10015	
11.	Michemp & Co.	State of Michigan
12.	Lansing, MI 48903	
13.	Michtea & Co.	State of Michigan
14.	Lansing, MI 48903	
15.	SLSF Cond. Sale Agreement dated 4-1-74	
16.	Aid Association for Lutherans	Other Holding Organization
17.	Appleton, WI 54911	
18.	G.S.B. & Co.	Bank Nominee
19.	New York, NY 10018	
20.	Life Insurance of Georgia	Insurance Company
21.	Atlanta, GA 30308	
22.	The Philadelphia Savings Fund Society	Other Holding Organization
23.	Philadelphia, PA 19107	
24.	Union Mutual Life Insurance Co.	Insurance Company
25.	Portland, ME 04112	
26.	SLSF Cond. Sale Agreement dated 1-1-75	
27.	Aetna Life Ins. Co.	Insurance Company
28.	Hartford, CT 06156	
29.	Michtea Co.	State of Michigan
30.	Lansing, MI 48901	
31.	Michemp Co.	State of Michigan
32.	Lansing, MI 48901	
33.	INCE & Co.	Trust Co. Nominee
34.	New York, NY 10008	
35.	Indianapolis Life Insurance Co.	Insurance Company
36.	Indianapolis, IN 46206	
37.	State Treas. State of Michigan Cust.	State of Michigan
38.	of Employees Ret. System of the	
39.	School Dist. City of Detroit	
40.	Lansing, MI 48901	
41.	SLSF Cond. Sale Agreement dated 9-15-75	
42.	New England Mutual Life Ins. Co.	Insurance Company
43.	Boston, MA 02117	
44.	Mutual Service Life Ins. Co.	Insurance Company
45.	St. Paul, MN 55104	
46.	SLSF Cond. Sale Agreement dated 1-15-76	
47.	Lincoln National Life Insurance Co.	Insurance Company
48.	New York, NY 10008	

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.	Michtea Co.	State of Michigan
3.	Lansing, MI 48901	
4.	Equitable Life Insurance Co. of Iowa	Insurance Company
5.	Des Moines, IA 50306	
6.	American Mutual Life Insurance Co.	Insurance Company
7.	Des Moines, IA 50307	
8.	Guarantee Mutual Life Co.	Insurance Company
9.	Omaha, NE 68114	
10.	Independence Savings Bank	Bank
11.	Brooklyn, NY 11202	
12.	Mutual Security Life Ins. Co.	Insurance Company
13.	Fort Wayne, IN 46005	
14.	SLSF Cond. Sale Agreement dated 6-1-76	
15.	United Farm Bureau Family Life	Insurance Company
16.	Insurance Company	
17.	Indianapolis, IN 46204	
18.	American Mutual Life Insurance Co.	Insurance Company
19.	Des Moines, IA 50307	
20.	Indianapolis Life Insurance Company	Insurance Company
21.	Indianapolis, IN 46206	
22.	Southern Life and Health Insurance Co.	Insurance Company
23.	Birmingham, AL 35205	
24.	Equitable Life Insurance Co. of Iowa	Insurance Company
25.	Des Moines, IA 50306	
26.	Shenandoah Life Insurance Co.	Insurance Company
27.	Roanoke, VA 24029	
28.	SLSF Cond. Sale Agreement dated 11-15-76	
29.	Aetna Life Insurance Co.	Insurance Company
30.	Hartford, CT 06156	
31.	The Lincoln National Life Ins. Co.	Insurance Company
32.	Fort Wayne, IN 46801	
33.	Business Men's Assurance Co.	Insurance Company
34.	of America	
35.	Kansas City, MO 64141	
36.	Cust & Co.	Bank & Trust Co. Nominee
37.	Chicago, IL 60690	
38.	Liberty Life Insurance Co.	Insurance Company
39.	Greenville, SC 29602	
40.	SLSF Cond. Sale Agreement dated 4-1-77	
41.	Metropolitan Life Insurance Co.	Insurance Company
42.	New York, NY 10010	
43.	SLSF Cond. Sale Agreement dated 1-1-78	
44.	State Mutual Life Assurance Co.	Insurance Company
45.	of America	
46.	Worcester, MA 01605	
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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 1-1-78	
2.	Aid Association for Lutherans	Other Holding Organization
3.	Appleton, WI 54919	
4.	Country Life Ins. Co.	Insurance Company
5.	Bloomington, IL 61701	
6.	Hanseco Insurance Co.	Insurance Company
7.	Boston, MA 02117	
8.	All & Co.	Bank Nominee
9.	Baltimore, MD 21203	
10.	United Farm Bureau Family Life	Insurance Company
11.	Insurance Co.	
12.	Indianapolis, IN 46204	
13.	SLSF Cond. Sale Agreement dated 12-1-78	
14.	Indianapolis Life Insurance Company	Insurance Company
15.	Indianapolis, IN 46206	
16.	Lutheran Brotherhood	Insurance Company
17.	Minneapolis, MN 55402	
18.	Nationwide Life Insurance Co.	Insurance Company
19.	Columbus, OH 43216	
20.	SLSF Cond. Sale Agreement dated 1-1-80	
21.	Horace Mann Life Insurance Co.	Insurance Company
22.	Philadelphia, PA 19101	
23.	The Midland Mutual Life Insurance Co.	Insurance Company
24.	Columbus, OH 43215	
25.	The Minnesota Mutual Life Ins. Co.	Insurance Company
26.	St. Paul, MN 55101	
27.	Mutual Security Life Insurance Co.	Insurance Company
28.	Ft. Wayne, IN 46805	
29.	Mutual Trust Life Insurance Co.	Insurance Company
30.	Oak Brook, IL 60521	
31.	Pan-American Life Insurance Co.	Insurance Company
32.	New Orleans, LA 70130	
33.	Pilot Life Insurance Company	Insurance Company
34.	Greensboro, NC 27420	
35.	Standard Life Insurance Co.	Insurance Company
36.	Portland, OR 97207	
37.	SLSF Cond. Sale Agreement dated 7-1-80	
38.	American States Life Insurance Company	Insurance Company
39.	Indianapolis, IN 46207	
40.	IDS Life Insurance Company	Insurance Company
41.	New York, NY 10005	
42.	National Life Insurance Co.	Insurance Company
43.	Montpelier, VT 05602	
44.	New England General Life Insurance Co.	Insurance Company
45.	Boston, MA 02117	
46.	State of Wisconsin Investment Board	State of Wisconsin
47.	Madison, WI 53707	
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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 7-1-80	
2.	The Union Central Life Insurance Co.	Insurance Company
3.	Cincinnati, OH 45201	
4.	FWD Cond Sale Agreement dated 11-15-74	
5.	Bankers Life Co.	Insurance Company
6.	Des Moines, IA 50307	
7.	Jefferson Standard Life Insurance Co.	Insurance Company
8.	Greensboro, NC 27420	
9.	Aid Association for Lutherans	Other Holding Organization
10.	Appleton, WI 54919	
11.	American Lutheran Church	Other Holding Organization
12.	Minneapolis, MN 55415	
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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. Furnish the information called for below between the respondent and the affiliated companies or persons affiliated with the respondent, including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but are not restricted to, management, legal, accounting, purchasing or other type of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officers' salaries and other common costs between affiliated companies.

To be excluded are payments for the following types of services:

- (a) Lawful tariff charges for transportation services
- (b) Payments to or from other carriers for interline services and interchange of equipment
- (c) Payment to or from other carriers which may reasonably be regarded as ordinarily connected with routine operation or maintenance, but any special or unusual transactions should be reported.
- (d) Payments to public utility companies for rates or charges fixed in conformity with government authority.

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$50,000 or more for the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges. If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with respondent.

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions during the year, or alternatively, attach a "Pro forma" balance sheet and income statement for that portion or entity of each affiliate

which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished the carrier, and (2) whether the affiliate's Federal income tax return for the year was filed on a consolidated basis with the respondent carrier.

3. In column (b) indicate nature of relationship or control between the respondent and the company or person identified in column (a) as follows:

- (a) If respondent directly controls affiliate, insert the word "direct"
- (b) If respondent controls through another company, insert the word "indirect"
- (c) If respondent is under common control with affiliate, insert the word "common"
- (d) If respondent is controlled directly or indirectly by the company listed in column (a), insert the word "controlled"
- (e) If control is exercised by other means such as a management contract or other arrangement of whatever kind, insert the word "other" and footnote to describe such arrangements.

4. In column (c) fully describe the transactions involved such as management fees, lease of building, purchase of material, etc. When the affiliate listed in column (a) provides more than one type of service in column (c), list each type of service separately and show total for the affiliate. When services are both provided and received between the respondent and an affiliate they should be listed separately and the amounts shown separately in column (c).

5. In column (d) report the dollar amounts of transaction shown and the effect of any change in the method of establishing the terms from that used in the preceding period.

6. In column (e) report the dollar amounts due from or to related parties and, if not otherwise apparent, the terms and manner of settlement. Insert (P) paid and (R) received by the amount in column (e).

SCHEDULE 512. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT FOR SERVICES RECEIVED OR PROVIDED

Line No.	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)	Amount due from or to related parties (e)	Line No.
1	BN Dock Corporation	100	Direct	Operating Services	676	676 R	1
2	BN Transport Inc.	100	Direct	Lease Buildings	410	410 R	2
3	BN Transport Inc.	100	Direct	Handling Company Material	1 373	1 373 P	3
4	Clarkland Inc.	100	Direct	Sale of Ballast	4 386	777 P	4
5	Western Fruit Express	100	Direct	Purchase of Equipment	136	136 P	5
6	Winona Bridge Ry. Co.	66.7	Direct	Labor & Material - Track	54	54 R	6
7				Relaying Program			7
8							8
9							9
10							10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25

Road Initials: BNRR

Year 19 83

INSTRUCTIONS CONCERNING RETURNS TO BE MADE 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), Main or branch line, blank. They should, however, prepare the following schedule for tracks operated at cost for joint benefit.

TRACKS OPERATED AT COST FOR JOINT BENEFIT (For switching and terminal companies only)

Line No.	Name of owner(s)	Joint or common title holder(s)	Total mileage operated	Line No.
1				1
2				2
3				3
4				4
5				5
6				6
7				7
8				8
9				9
10				10
11				11
12				12
13				13

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Cross Check	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	Line No.
					Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, and turnouts				
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1		1	100	M	15622	1863	74	2304	1744	4308	25915	1
2		1J	3/4	M						6	6	2
3		1J	2/3	M						13	13	3
4		1J	1/2	M	335	26		32	36	136	565	4
5		1J	2/5	M						8	8	5
6		1J	1/3	M					5	33	38	6
7		1J	1/5	M						1	1	7
8		1J	1/4	M					1	22	23	8
9												9
10												10
11			TOTAL 1J MAIN		335	26		32	42	219	654	11
12			TOTAL 1 & 1J MAIN		15957	1889	74	2336	1786	4527	26569	12
13												13
14		1	100	B	9215	6		348	844	341	10754	14
15		1J	1/2	B	106			9	41	19	175	15
16		1J	1/3	B						6	6	16
17		1J	1/4	B						36	36	17
18		1J	1/5	B						1	1	18
19			TOTAL 1J BRANCH		106			9	41	62	218	19
20			TOTAL 1 & 1J BRANCH		9321	6		357	885	403	10972	20
21			TOTAL MAIN & BRANCH		25278	1895	74	2693	2671	4930	37541	21
22												22
23		2		M	290			32	26	54	402	23
24		2J		M								24
25			TOTAL 2 & 2J MAIN		290			32	26	54	402	25
26												26
27		2		B	55			1	9	12	77	27
28		2J		B	2				1		3	28
29			TOTAL 2 & 2J BRANCH		57			1	10	12	80	29
30			TOTAL MAIN & BRANCH		347			33	36	66	482	30
31												31
32		3B	100	M	53	2		3	2	19	79	32
33		3B	100	B	148			19	13	7	187	33
34			TOTAL MAIN & BRANCH		201	2		22	15	26	266	34
35												35
36		4B	100	M	490			61	49	27	627	36
37		4B		B	502			9	46	14	571	37
38			TOTAL MAIN & BRANCH		992			70	95	41	1198	38
39												39
40		5	100	M	602	253	2	55	37	136	1085	40
41		5	100	B	648	22		32	25	25	752	41
42			TOTAL MAIN & BRANCH		1250	275	2	87	62	161	1837	42
43												43
44												44
45												45
46												46
47												47
48												48
49												49
50												50
51												51
52												52
53												53
54												54
55			TOTAL MAIN LINE	N/A	17392	2144	76	2487	1900	4763	28762	55
56			TOTAL BRANCH LINES	N/A	10676	28		418	979	461	12562	56
57			GRAND TOTAL	N/A	28068	2172	76	2905	2879	5224	41324	57
58			Miles of classified road or work included in preceding grand total	N/A								58

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	Line No.
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turn-outs				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	IJ	LINE "D"	M						1	1	1
2	1	SPUR	M						2	2	2
3	1	MTLW	M						1	1	3
4											4
5											5
6											6
7											7
8											8
9											9
10											10
11											11
12											12
13											13
14											14
15		TOTAL	N/A						4	4	15

LINES

1. Joint ownership with SOO Line Railroad Co., which company maintains and operates property on Line "D" in Minneapolis, Minnesota.
2. Leased to and operated by UP R.R. Co., which company pays taxes and maintains property in Spokane, Washington.
3. CMST P&P R.R. CO. - Operates yard tracks under agreement at Council Bluffs, Iowa.

700. MILEAGE OPERATED AT CLOSE OF YEAR

[illegible]

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.	Cross Check	State or territory (a)	ROAD OPERATED BY RESPONDENT							LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)	Line No.
			LINE OWNED		Line of propri- tary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total no. operated (h)	Main line (i)	Branch lines (j)		
			Main line (b)	Branch lines (c)									
1		ALABAMA	459	9				5	473				1
2		ARKANSAS	301	106					407				2
3		CALIFORNIA	66	33				1	100				3
4		COLORADO	459	170				126	755				4
5		FLORIDA	44						44				5
6		IDAHO	163	249				52	464				6
7		ILLINOIS	866	311				102	1279				7
8		IOWA	450	133		100	42	120	845				8
9		KANSAS	464	178				28	670				9
10		KENTUCKY						12	12				10
11		MINNESOTA	1580	931				112	2623				11
12		MISSISSIPPI	180						180				12
13		MISSOURI	1450	243				40	1733				13
14		MONTANA	2270	888		52	78		3288				14
15		NEBRASKA	1408	1039				2	2449				15
16		NEW MEXICO	82						82				16
17		NORTH DAKOTA	1107	2180			103	41	3431				17
18		OKLAHOMA	786	389				61	1236				18
19		OREGON	203	65	329			77	674				19
20		SOUTH DAKOTA	62	359			759	2	1182				20
21		TENNESSEE	16						16				21
22		TEXAS	646	418		1	10	251	1326				22
23		WASHINGTON	1502	1419	14	48		312	3295				23
24		WISCONSIN	333	1				1	335				24
25		WYOMING	860	54				48	962				25
26		BRITISH COLUMBIA	34	91				9	134				26
27		MANITOBA			4			69	73				27
28													28
29													29
30													30
31													31
32		TOTAL MILEAGE (single track)	15791	9266	347	201	992	1471	28068				32

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 (49) U.S.C. 10901 of the Interstate Commerce Act should make reference to such authority by docket number as may be appropriate.

3. Show 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. Show 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	Line No.
			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	14	47		33	34	17	145		1
2	1	B	460			1	7	15	483		2
3	1J	M	94	25			6	1	126		3
4	3	M				27	27	25	79		4
5	4	M				32	22	2	56		5
6	4	B				9	46	14	69		6
7	5	M	18	1		2		2	23		7
8											8
9											9
10											10
11											11
12											12
13	TOTAL INCREASE		586	73		104	142	76	981		13

DECREASES IN MILEAGE

14	1	M	585	30	2	67	56	136	876		14
15	1	B	657			21	93	29	800		15
16	1J	M						2	2		16
17	1J	B						1	1		17
18	3	M	10					12	22		18
19	4	M	4						4		19
20	5	M	88	24		14	2	2	130		20
21	5	B	85	4				3	92		21
22											22
23											23
24											24
25	TOTAL DECREASE		1429	58	2	102	151	185	1927		25

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

Owned by respondent:

Miles of road constructed 0

Miles of road abandoned 745

Owned by proprietary companies:

Miles of road constructed 0

Miles of road abandoned 0

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>
2.41	Davis Spur-Brainerd - Record correction
1.66	St. Cloud-Parent - Record correction
0.01	Minneapolis - Track construction
20.92	Fertile-Crookston - Record correction
17.53	Aurora-St. Paul - Record correction File 056 BN per MILW letter
1.10	McKenzie-Linton - Record correction
34.00	Linton-ND State Line - Change from joint to 100% owned
0.21	Nolan-Warwick - Record change
8.23	Wentworth-Madison - Purchase from MILW Road
4.18	Garretson-Sioux Falls - Record correction
14.76	Eureka-ND State Line - Purchase from MILW Road
.02	LaCrosse, WI Trackage rights over MILW
1.50	Huntley-Conn. Trk., NP&QML-Jt. to Sole Owner
9.52	L.S. 188 Corr of Records
365.79	Convert from main line
10.00	Convert from CI 3M RFA 90.323 83
93.08	Convert from CI 1 main Docket 27579
1.17	Corr. of Records Cheyenne
586.09	Total Increases in Mileage of Road Operated
<u>Decreases</u>	<u>Segment or Location</u> <u>Date</u> <u>Finance Docket No.</u>
34.06	Augusta, KS-Winfield, KS, Cancelled Trk Rts., 1-20-83, Contract 72653
9.60**	Kennett, MO-Holcomb, MO, Abandonment, 1-17-83, AB-6-Sub No. 121 F
6.30**	Kennett, MO-Senath, MO, Abandonment, 2-18-83, AB-6-Sub No. 124 F
37.43**	Willow Springs-Winona, MO, Abandonment, 9-16-83, AB-6-Sub No. 144 F
6.77**	Kissick, MO-Ozark, MO, Abandonment, 9-14-83, AB-6-Sub No. 148F
10.88**	Pratt City-Bessemer, AL, Abandonment, 12-16-83, AB-6-Sub No. 159 F
0.19	Snyder, OK, Trackage Removal, 1982, AFE 82-0579

Continued on pages 78A thru C

NOTES AND REMARKS

<u>Decreases</u>	<u>Segment or Location (Cont.)</u>	<u>Date</u>	<u>Finance Docket No.</u>
0.30	ML Cu. Reductions AFEs 13873, 13808, 83-642		
93.08	Convert to 1-J CNW Docket 27579		
10.00	Convert to 1-B RFA 90-323-83		
365.79	Convert to branch lines		
.08	Correction of records, recalculation		
.01	Pueblo & Beshoor CV Red. AFEs 13810, 13824		
.11	Correction of records		
13.0**	Ft. Collins-Rex, CO, Abandonment, AFE 83-1345, AB-6 Sub No 145F 7/13/83		
0.42	Track changes AFE 82-181		
17.51**	Davenport-Eleanor, WA, Abandonment (Br. Line) AB-6 Sub No. 130F 4/12/83		
14.83**	Spring Valley-Mt. Hope, WA, Abandonment (Br. Line) AB-6 Sub No. 134F 5/3/83		
5.68**	Spring Valley-Fairbanks, WA, Abandonment (Br. Line) AB-6 Sub No. 133F 4/12/83		
0.53	Darrington, WA (Br. Line), Track Removal, AFE 83-197		
10.13**	Basin City-Sagehill, WA, (Br. Line), Abandonment, ICC Doc. 30118 5/16/83		
4.85**	Palouse-Grinnell, WA, Abandonment, ICC Doc. AB-6 Sub No. 146F 8/26/83		
3.22	Seattle-Black Diamond Track Removal AFE 83-197		
0.31	Rice's Pt. Duluth-WI State Line, Track removal, AFE 82-627		
1.00	Duluth-W. Duluth Jct., MN, Track removal, AFE 82-695		
0.27	Trout Brook-Gloster Soo Conn. MN, Track removal, File 278-1, per Soo Line letter		
1.54	1st St. N.-Northtown Jct. MN, Track removal, AFE 81-1162		
0.34	Little Falls-Topeka, MN, Record correction		
0.02	St. Paul-1st St. N., MN, Track removal, AFE 81-1162		
0.44	Mpls. Jct.-1st St. N., MN, Track removal, AFE 81-1162		
47.11**	Brook Park-Mora, MN, Abandonment, AB-6 Sub No. 157F 11/3/83		
18.99**	Starbuck-Morris, MN, Abandonment, AB-6 Sub No. 147F 9/8/83		
15.58**	Hoot Lake-Fergus Falls, MN, Abandonment, AB-6 Sub No. 140F 8/1/83		
51.95**	Manitoba Jct.-Ulen, Abandonment, AB-6 Sub No. 150F 9/21/83		
0.83	Brookston-Virginia, Track removal		
0.08	Sanborn-Binford, Record correction		
1.28	Vance-Blanchard, Track removal		
1.10	Linton, Change from joint to 100% owned		
34.00	ND State Line-Linton, Change from joint to 100% owned		
1.24	Wentworth-Sioux Falls, Track Removal, 82-182		

NOTES AND REMARKS

<u>Decreases</u>	<u>Segment or Location (Cont.)</u>	<u>Date</u>	<u>Finance Docket No.</u>
14.76	Eureka-ND State Line, Change in ownership		
7.79	Wentworth-Madison, Change in ownership		
29.73**	Concord, IL-Whitehall, IL, Abandonment, 10-12-83, AB-6 Sub No. 152F		
6.51**	Baker, IL-Earlville, IL, Abandonment, 08-15-83, AB-6 Sub No. 116F		
0.74	Zearing, IL, Track Removal, 10-30-81, AFE 81-20		
4.16**	Alpha, IL-Woodhull, IL, Abandonment, 07-01-83, AB-6 Sub No. 139F		
3.81**	Rio, IL-Alexis, IL, Abandonment, 07-01-83, AB-6 Sub No. 137F		
26.21**	Wyoming, IL-Elmwood, IL, Abandonment, AFE 83-1683, AB-6 Sub No. 142F 11/1/83		
8.93**	Lewistown, IL-S. Liverpool, IL, Abandonment, 01-01-83, AB-6 Sub No. 122F		
9.38**	Hastings, IA-Henderson, IA, Abandonment, 04-01-83, AB-6 Sub 129F		
59.29**	Creston, IA-Maryville, MO, Abandonment, 01-15-83, AB-6 Sub No. 123F		
1.99**	W. Quincy, MO-Knox, MO, Abandoned previously--- correction to records, AB-6 Sub No. 69F		
0.71**	Merle, IA-Clearfield, IA, Abandonment, 01-15-83, AB-6 Sub No. 123F		
3.41**	Pappio, NE-S. Omaha, NE, Abandonment, 10-05-83, AFE 83-1575, AB-6 Sub No. 151F		
31.50**	Ashland, NE-Prague, NE, Abandonment, 03-17-83, AF-7 Sub No. 125F		
18.90**	Woodlawn, NE-Seward, NE, Abandonment, 10-15-83, AFE 83-1628, AB-6 Sub No. 156F		
69.15**	Palmer, NE-Burwell, NE, Abandonment, 03-19-83, AF-6 Sub No. 126F		
5.28**	Odell, NE-Concordia, KS, Abandoned previously--- corrected to records, AB-6 Sub No. 114F		
54.20	Shattuc, IL-E. St. Louis, IL, Trackage rights correction to records		
0.08	E. Dubuque, IL-Dubuque, IA, Trackage rights correction to records		
7.07	Peoria, IL-Keller, IL, Trackage rights correction to records		
38.35	Henry, IL-Peoria, IL, Trackage rights correction to records		
1.17	Burlington, IA-Washington, IA, Trackage rights correction to records, (10-5-83)		
4.56	Gilmore Jct, NE-S. Omaha, NE, Trackage rights correction to records, AFE 83-1575		

NOTES AND REMARKS

<u>Decreases</u>	<u>Segment or Location (Cont.)</u>	<u>Date</u>	<u>Finance Docket No.</u>
11.02**	Glendive-Brockway, MT, Abandonment, 83-1462, AB-6 Sub No. 131F 9/14/83		
77.34**	Saco-Hogeland, MT, Abandon Branch Line, 83-1463, AB-6 Sub No. 153F 9/1/83		
41.22**	Pacific Jct-Great Falls, MT, Abandonment, 83-1574, AB-6 Sub No. 138F 10/1/83		
38.17**	Hesper-Rapelje, MT, Abandon Branch Line, 83-1629, AB-6 Sub No. 160F 10/15/83		
21.42**	Power-Pendroy, MT, Abandonment, 83-1795, AB-6 Sub No. 166F 11/13/83		
3.95	Mobridge, MT-ND State Line, Correction		
.10	ND State Line, Fairview-Watford City, Removal, 80-53		
1.50	Huntley-Conn. Trk., NP&QML, Jt. to Sole Owner		
29.66	Correction of Duplicated Records		

1458.91 Total Decreases in Miles of Road Operated

** Miles of Road Abandoned 744.74

Note: Due to regional record changing process in the years 1982 and 1983, Schedule 700 "Mileage Operated At Close of Year" from prior year plus increases, less decreases from Schedule 705 "Changes During The Year" will differ slightly with Current Year's Schedule 700 as follows:

Col (d)	Col (e)	Col (f)	Col (g)	Col (h)	Col (i)	Col (j)
(26)	(25)	8	(88)	82	(3)	(52)

INSTRUCTIONS CONCERNING RETURNS TO BE MADE 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 operation at terminals.
5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from a 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 or whether power may at times be supplied from an 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 a 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.

9. Cross-checks

Schedule 710

Schedule 710

Line 5, column (j)	= Line 11, column (l)
Line 6, column (j)	= Line 12, column (l)
Line 7, column (j)	= Line 13, column (l)
Line 8, column (j)	= Line 14, column (l)
Line 9, column (j)	= Line 15, column (l)
Line 10, column (j)	= Line 16, column (l)

When data appear in column (j) lines 1 thru 8, column (k) should have data on same lines.

When data appear in columns (k) or (l) lines 36 thru 53, and 55, column (m) should have data on same lines.

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

Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including re-classification (g)	Units at Close of Year					Line No.
				Units installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h)&(i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)	Leased to others (l)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including re-classification and second hand units purchased or leased from others (f)							
1		Locomotive Units Diesel-freight units	2 232	67				24	904	1 371	2 275 6	650 750 ^(H.P.)		1
2		Diesel passenger units	25							* 25	25	60 000		2
3		Diesel multiple purpose units	597					186	411		411	707 350		3
4		Diesel switching units	375					90	281	4	285	352 900	1	4
5	*	TOTAL (lines 1 to 4) units	3 229	67				300	1 596	1 400	2 996 7	771 000	1	5
6	*	Electric-locomotives												6
7	*	Other self-powered units												7
8	*	TOTAL (lines 5, 6 and 7)	3 229	67				300	1 596	1 400	2 996 7	771 000	1	8
9	*	Auxiliary units	3						3		3	N/A		9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	3 232	67				300	1 599	1 400	2 999	N/A	1	10

* 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

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR, ACCORDING TO YEAR BUILT, DISREGARDING YEAR OF ACQUISITION														Line No.
Line No.	Cross Check	Type or design of units (a)	Before Jan. 1, 1960 (b)	Between Jan. 1, 1960 and Dec. 31, 1964 (c)	Between Jan. 1, 1965 and Dec. 31, 1969 (d)	Between Jan. 1, 1970 and Dec. 31, 1974 (e)	Between Jan. 1, 1975 and Dec. 31, 1979 (f)	During Calendar Year					TOTAL (l)	
								1980 (g)	1981 (h)	1982 (i)	1983 (j)	1984 (k)		
11	*	Diesel	543	158	330	703	797	290	55	53	67		2 996	11
12	*	Electric												12
13	*	Other self-powered units												13
14	*	TOTAL (lines 11 to 13)	543	158	330	703	797	290	55	53	67		2 996	14
15	*	Auxiliary units	3										3	15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	546	158	330	703	797	290	55	53	67	N/A	2 999	16

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

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS														
Line No.	Cross Check	Type or design of units (a)	Units in service of respondent at beginning of year (b)	Changes During the Year				Units retired from service of respondent whether owned or leased, including re-classification (g)	Units at Close of Year					Line No.
				Units installed					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h)&(i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)	Leased to others (l)	
				New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units including re-classification and second hand units purchased or leased from others (f)							
17		PASSENGER-TRAIN CARS Non-Self-Propelled Coaches [PA, PB, PBO]	141							141	141	20 168		17
18		Combined cars [All class C, except CSB]												18
19		Parlor cars [PBC, PC, PL, PO]												19
20		Sleeping cars [PS, PT, PAS, PDS]												20
21		Dining, grill and tavern cars [All class D, PD]										N/A		21
22		Non-passenger-carrying cars [All class B, CSB, M, PSA, IA]	2					2				N/A		22
23		TOTAL (lines 17 to 22)	143					2		141*	141	20 168		23
24		Self-Propelled Electric passenger cars [EP, ET]												24
25		Electric combined cars [EC]												25
26		Internal combustion rail motorcars [ED, EG]												26
27		Other self-propelled cars (Specify types)												27
28		TOTAL (lines 24 to 27)												28
29		TOTAL (lines 23 and 28)	143					2		141	141	20 168		29
30		COMPANY SERVICE CARS Business cars [PV]	11						11		11	N/A		30
31		Board outfit cars [MWX]	1 117				285	244	1 158		1 158	N/A		31
32		Derrick and snow removal cars [MWU, MWV, MWW, MWK]	218				6	31	190	3	193	N/A		32
33		Dump and ballast cars [MWB, MWD]	955				203	123	1 021	14	1 035	N/A		33
34		Other maintenance and service equipment cars	6 407	3			597	1 287	5 718	2	5 720	N/A		34
35		TOTAL (lines 30 to 34)	5 708	3			1 091	1 685	8 098	19	8 117	N/A		35

*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.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Time-mileage cars (b)	All others (c)	Units installed				
					New units purchased or built (d)	New or rebuilt units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)	
FREIGHT TRAIN CARS									
36		Plain box cars - 40' (B100-B287)	8 538					9	36
37		Plain box cars - 50' and longer (B300-B887)	12 394					1 560	37
38		Equipped box cars (All Code A)	9 936		150			1	38
39		Plain gondola cars (All Codes G & J--1, J--2, J--3, and J--4)	7 075					2	39
40		Equipped gondola cars (All Code E)	2 587					3	40
41		Covered hopper cars (All Code C -- 1 --)	23 396						41
42		Open top hopper cars-general service (All Code H)	12 419						42
43		Open top hopper cars-special service (All Codes K, J--0 and C -- 2 --)	3 325						43
44		Refrigerator cars-non-mechanical (R100-120, 200-220, 300-320, 400-420, 500-520, 600-620, 700-720 and 800-820)	4 583	280				368	44
45		Refrigerator cars-mechanical (R150-170, 250-270, 350-370, 450-470, 550-570, 650-670, 750-770 and 850-870)	2 897						45
46		Flat cars-TOFC/COFC (All Code P)	105			12		1	46
47		Flat cars-multi-level (All Code V)							47
48		Flat cars-general service (F101-106, F201-206, F301-306)	1 899					1	48
49		Flat cars-other (F111-166, 211-266, 311-366, 411-466, 501-826)	3 704		300			6	49
50		Tank cars-under 22,000 gallons (T--0, T--1, T--2, T--3, T--4, T--5)	24						50
51		Tank cars-22,000 gallons and over (T--6, T--7, T--8, T--9)	227						51
52		All other freight cars (All Codes L & S and F171-176, 271-276, 371-376, 471-476)	1 487	1 707				3	52
53		TOTAL (lines 36 to 52)	94 596	1 987	450	12		1 954	53
54		Caboose (All Code N)	N/A	1 432					54
55		TOTAL (lines 53, 54)	94 596	3 419	450	12		1 954	55

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

Line No.	Cross Check	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	
					Time-mileage cars	All other			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
36		5 717	1 921	909	2 830		155 411		36
37		2 848	8 049	3 057	11 106		770 927		37
38		1 655	7 982	450	8 432		609 870		38
39		760	5 854	463	6 317		546 374		39
40		68	2 432	90	2 522		237 556		40
41		1 061	21 173	1 162	22 335		2 128 199		41
42		1 699	8 904	1 816	10 720		1 037 692		42
43		760	2 181	384	2 565		213 650		43
44		894	3 963	374	4 201	136	316 972		44
45		318	1 160	1 419	2 579		173 091		45
46		32	74	12	86		5 358		46
47									47
48		379	1 521		1 521		96 230		48
49		55	3 886	69	3 955		317 484		49
50		4		20	20		1 807		50
51		3	224		224		213 369		51
52		1 132	2 054	11	769	1 296	144 992	198	52
53		17 385	71 378	10 236	80 182	1 432	6 968 982	198	53
54		163	1 269		N/A	1 269	N/A		54
55		17 548	72 647	10 236	80 182	2 701	6 968 982	198	55

710. INVENTORY OF EQUIPMENT - Continued

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS									
Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed				
					New units purchased or built (d)	New units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, including reclassification and second hand units purchased or leased from others (g)	
FLOATING EQUIPMENT									
56		Self-propelled vessels [Tugboats, car ferries, etc.]	N/A					56	
57		Non-self-propelled vessels [Car floats, lighters, etc.]	N/A	2				57	
58		TOTAL (lines 56 and 57)	N/A	2				58	
HIGHWAY REVENUE EQUIPMENT									
59		Bogie-chassis		53				59	
60		Dry van	1 945		230	183		60	
61		Flat bed						61	
62		Open top						62	
63		Mechanical refrigerator	5					63	
64		Bulk						64	
65		Insulated	579					65	
66		Platform removable sides						66	
67		Other trailer or container						67	
68		Tractor						68	
69		Truck						69	
70		TOTAL (lines 59 to 69)	2 529	53	230	183		70	

NOTES AND REMARKS

710. INVENTORY OF EQUIPMENT - Concluded

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

Line No.	Cross Check	Changes during year (concluded)	Units at close of year						Line No.
		Units retired from service of respondent whether owned or leased, including reclassification (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4) (m)	Leased to others (n)	
					Per diem (k)	All other (l)			
56					N/A				56
57			2		N/A	2			57
58			2		N/A	2			58
59		17	26	10		36	885		59
60		34	249	2 075	2 324		67 686		60
61									61
62									62
63		5							63
64									64
65		6	2	571	573		16 609		65
66									66
67									67
68									68
69									69
70		62	277	2 656	2 897	36	85 180		70

NOTES AND REMARKS

710S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR

(Dollars in thousands)

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. Cars should be identified as to special construction or service characteristics, such as aluminum-covered hopper car (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 and 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 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.

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)	Line No.
1	Work Equipment - 1983 Report					1
2	Locomotive Cranes	2		757	P	2
3	High Speed Test Car	1		119	P	3
4						4
5	Freight Equipment - 1983 Report					5
6	Hi Cube Box Cars A406	150	13 950	6 699	P	6
7	Center Beam Flat Cars F303	300	39 450	9 968	P	7
8						8
9						9
10						10
11	Equipment installed for which final cost not completed					11
12	Locomotives - 1983 Report					12
13	67 B-30-7A Diesel Freight 3100 HP					13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25	TOTAL	453	N/A	17 543	N/A	25

REBUILT UNITS

26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38	TOTAL		N/A		N/A	38
39	GRAND TOTAL	453	N/A	17 543	N/A	39

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, 726, AND 728

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

Track category¹

- A - Freight density of 20 million or more gross ton-miles per mile per year
- B - Freight density of less than 20 million gross ton-miles per mile per year, but at least 5 million
- C - Freight density of less than 5 million gross ton-miles per mile per year, but at least 1 million
- D - Freight density of less than 1 million gross ton-miles per year
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate).
- F - Track over which any passenger service is provided (other than potential abandonments)

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. They 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.

¹For line segments containing more than single tracks, the total density over the route shall be used to determine track category.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.
2. Miles under slow order in column (e) shall not include those due to ongoing maintenance, or other temporary track conditions such as floods or derailments.

Line No.	Track category	Mileage of tracks at end of period	Average annual traffic density in millions of gross ton-miles per track-mile ²	Average running speed limit	Track miles under slow orders at end of period (Deviation from timetable speed limit)	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	A	9 348	28.6	53.9	187	1
2	B	6 618	8.1	50.6	50	2
3	C	4 300	2.5	35.6	114	3
4	D	11 341	0.3	27.8	172	4
5	E	7 880	XXXXXXXX	XXXXXX	N/A	5
6	TOTAL	39 487	10.6	40.6	523	6
7	F	1 457	XXXXXXXX	XXXXXX	20	7
8	Potential abandonments	2 317	XXXXXXXX	XXXXXX	26	8

²To determine average density, total track miles (route miles times number of tracks) rather than route miles shall be used.

Initial report was made out as if lines "F" and "Potential abandonments" were not included in lines A, B, C, D, and E. Revision has been made here to distribute track mileage & density (ton miles) per instructions on Preface page of 1983 R-1.

NOTE: 1983's category F (in this report) does not include "A" density passenger mileage. Historically, our files were not set up this way (computer files) and therefore, data was not "saved" for 1983. Computer will not generate data for 1983 but will be set up to produce information in proper format for 1984's R-1.

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723, 726, 727, AND 728

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

Track category¹

- A - Freight density of 20 million or more gross ton-miles per mile per year
- B - Freight density of less than 20 million gross ton-miles per mile per year, but at least 5 million
- C - Freight density of less than 5 million gross ton-miles per mile per year, but at least 1 million
- D - Freight density of less than 1 million gross ton-miles per year
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be included in category A, B, C, D, F, and Potential abandonments, as appropriate).
- F - Track over which any passenger service is provided (other than potential abandonments)

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. They 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.

¹For line segments containing more than single tracks, the total density over the route shall be used to determine track category.

720. TRACK AND TRAFFIC CONDITIONS

- 1. Disclose the requested information pertaining to track and traffic conditions.
- 2. Miles under slow order in column (e) shall not include those due to ongoing maintenance, or other temporary track conditions such as floods or derailments.

Line No.	Track category	Mileage of tracks at end of period	Average annual traffic density in millions of gross ton-miles per track-mile ²	Average running speed limit	Track miles under slow orders at end of period (Deviation from timetable speed limit)	Line No.
	(a)	(b)	(c)	(d)	(e)	
1	A	9 348	28.6	53.9	187	1
2	B	5 592	7.8	50.6	50	2
3	C	4 042	2.5	35.6	114	3
4	D	8 851	0.3	27.8	172	4
5	E	7 880	N/A	N/A	N/A	5
6	TOTAL	35 713	10.7	40.6	523	6
7	F	1 457	XXXXXXXX	XXXXXX	20	7
8	Potential abandonments	2 317	XXXXXXXX	XXXXXX	26	

²To determine average density, total track miles (route miles times number of tracks) rather than route miles shall be used.

721. TIES LAID IN REPLACEMENT

1. Furnish 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. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In No. 9, the average cost per tie should include 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 treating 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.

Line No.	Track category (a)	Number of crossties laid in replacement							Total (i)	Switch and bridge ties (board feet) (j)	Crossties switch and bridge ties	Line No.
		New ties				Second-hand ties					Percent of spot maintenance (k)	
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)				
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)					
1	A	1 443 978				272			1 444 250	395 222	N/A	1
2	B	931 111				380			931 491	511 855	N/A	2
3	C	768 714				0			768 714	128 454	N/A	3
4	D	653 378				213			653 591	776 532	N/A	4
5	E	492 860				116			492 976	604 560	N/A	5
6	TOTAL	4 290 041				981			4 291 022	2 416 623	N/A	6
7	F	315 429				0			315 429	636 194	N/A	7
8	Potential abandonments	49 156				0			49 156	55 798	N/A	8

9. Average cost per crosstie \$ 14.26 and switchtie (MBM) \$ 24.37

721. TIES LAID IN REPLACEMENT

1. Furnish 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. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In No. 9, the average cost per tie should include 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 treating 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.

Line No.	Track category (a)	Number of crossties laid in replacement							Total (i)	Switch and bridge ties (board feet) (j)	Crossties switch and bridge ties	Line No.
		New ties				Second-hand ties					Percent of spot maintenance (k)	
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)				
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)					
1	A	1 443 978				272			1 444 250	395 222	N/A	1
2	B	1 167 683				380			1 168 063	677 265	N/A	2
3	C	847 571				0			847 571	599 238	N/A	3
4	D	702 534				213			702 747	832 330	N/A	4
5	E	492 860				116			492 976	604 560	N/A	5
6	TOTAL	4 654 626				981			4 655 607	3 108 615	N/A	6
7	F	315 429				0			315 429	636 194	N/A	7
8	Potential abandonments	49 156				0			49 156	55 798	N/A	8

9. Average cost per crosstie \$ 14.26 and switchtie (MBM) \$ 24.37

722. TIES LAND IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in Thousands)

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) show 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 yard. In the case of treated ties, also show 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.

[illegible]

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. "Percent of spot maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.
3. In No. 10, the average cost of new and relay rail 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 rails should not be included in this schedule.

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	729.71	186.77	14.71	204.65	744.42	391.42	N/A
2	B	116.71	86.61	45.69	133.66	162.40	220.27	N/A
3	C	2.40	5.42	379.20	49.34	381.60	54.76	N/A
4	D	2.23	3.20	135.61	53.62	137.84	56.82	N/A
5	E	6.74	3.69	34.58	12.87	41.32	16.56	N/A
6	TOTAL	857.79	285.69	609.79	454.14	1 467.58	739.83	N/A
7	F	5.15	6.33	6.76	4.60	11.91	10.93	N/A
8	Potential Abandonments	1.83	.45	19.46	27.70	21.29	28.15	N/A
9	Other							
10	Average cost of new and relay rail laid in replacement (gross tons) \$ 191.91							

(1) Track miles of welded rail installed this year 655.97

(2) Total system miles of welded rail to date 10 670.66

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. "Percent of spot maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.
3. In No. 10, the average cost of new and relay rail 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 rails should not be included in this schedule.

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of spot maintenance (h)	Line No.
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)		
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)				
1	A	729.71	186.77	14.71	204.65	744.42	391.42	N/A	1
2	B	120.47	92.94	50.69	138.26	171.16	231.20	N/A	2
3	C	3.79	5.42	380.96	49.34	384.75	54.76	N/A	3
4	D	4.06	3.65	155.07	81.32	159.13	84.97	N/A	4
5	E	6.74	3.69	34.58	12.87	41.32	16.56	N/A	5
6	TOTAL	864.77	292.47	636.01	486.44	1 500.78	778.91	N/A	6
7	F	5.15	6.33	6.76	4.60	11.91	10.93	N/A	7
8	Potential Abandonments	1.83	.45	19.46	27.70	21.29	28.15	N/A	8
9	Other								9
10	Average cost of new and relay rail laid in replacement (gross tons) \$ <u>191.91</u>								10

(1) Track miles of welded rail installed this year 655.97

(2) Total system miles of welded rail to date 10 670.66

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
2. In columns (d), (e), (g), and (j) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties				Rail		Ballast	Track surfacing	
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles)	Percent replaced	Cubic yards of ballast placed	Miles surfaced	Percent surfaced
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crosstie (d)	Switch and bridge ties (board feet) (e)					
1	A	1444250	395222	4.96	N/A	1 135.84	6.1	2 161 091	5 854	62.6
2	B	931491	511855	5.35		382.67	3.4	1 032 499	3 061	54.7
3	C	768714	128454	6.68		436.36	5.4	700 140	1 485	36.7
4	D	653591	776532	2.87		194.66	1.1	1 076 821	1 715	19.4
5	E	492976	604560	2.40		57.88	0.4	547 728	184	2.3
6	TOTAL	4291022	2416623	4.00		2 207.41	3.1	5 518 279	12 299	34.4
7	F	315429	636194	6.95		22.84	1.08	150 922	475	32.6
8	Potential abandonments	49156	55798	0.82		49.44	1.1	287 306	120	5.2

728. DEFERRED CAPITAL IMPROVEMENTS - TRACKS (Dollars in Thousands)

1. Furnish the requested information concerning the monetary amount and quantity of deferred capital improvements to track structure.
2. Explain in remarks section below the methods and/or calculations used in determining the amounts and quantities reported.

Line No.	Type of track (a)	Monetary amount of deferred capital improvements	
		End of the year (b)	Beginning of the year (c)
1	A		
2	B		
3	C		
4	D		
5	E		
6	TOTAL TRACKS		
7	F		
8	Potential Abandonments		
	Selected track improvements	Quantities of deferred capital improvements	
		End of the year	Beginning of the year
9	Crossties		
10	Rail		
11	Ballast		

1. 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.

2. 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 should be counted as one.

3. 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 rail should not be included in this schedule.

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				Line No.
		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				136				1
2	2	133				133				2
3	2	132	6 103	\$ 2 111	\$ 345.99	132	1 087	\$ 385	\$ 354.79	3
4	2	115	1 297	372	287.05	115	1 759	631	358.80	4
5	4	133				133	601	51	84.99	5
6	4	132	1 605	51	31.71	132	48	4	81.00	6
7	4	131				131	1 160	60	51.43	7
8	4	129	20	1	41.31	129				8
9	4	115	3 203	150	46.74	115	5 094	257	50.52	9
10	4	112	927	352	379.46	112	3 137	155	94.46	10
11	4	110	112	5	41.65	110				11
12	4	100	914	72	78.67	100				12
13	4	90	269	13	46.96	90	254	14	54.32	13
14	4	86	81	54	66.14	86	101	42	41.31	14
15										15
16	TOTAL	N/A	14 531	3 181	218.91	N/A	13 241	1 599	120.76	16
17	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid								92.50	17
18	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								57.77	18
19	Track-miles of welded rail installed this year 59.08 total to date 766.22									19

725. WEIGHT OF RAIL

Give the particulars called for below 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)	Line No.
	Pounds				Pounds				
1	52	23		17	100	827			17
2	56	28		18	105	6			18
3	60	7	None	19	110	588			19
4	65	14		20	112	5 167			20
5	66	233		21	115	4 931			21
6	66.5	9		22	119	5			22
7	67	6		23	129	499			23
8	68	177		24	130	15			24
9	70	225		25	131	203			25
10	72	461		26	132	6 797			26
11	75	753		27	133	34			27
12	76	14		28	136	632			28
13	77.5	329		29	140	2			29
14	80	141		30	155	2			30
15	85	1 643		31					31
16	90	4 574		32	TOTAL	28 789			32

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
2. In columns (d), (e), (g), and (j) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties				Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles)	Percent replaced	Cubic yards of ballast placed	Miles surfaced	Percent surfaced	
		Crossties (b)	Switch and bridge ties (board feet) (c)	Crosstie (d)	Switch and bridge ties (board feet) (e)						
1	A	1444250	395222	4.96	N/A	1135.84	6.1	2161091	5854	62.6	1
2	B	1168063	677265	5.67	N/A	402.36	3.0	1071739	3393	51.3	2
3	C	847571	599238	6.93	N/A	439.51	5.1	811822	1628	37.9	3
4	D	702747	832330	2.41	N/A	244.10	1.1	1364127	1835	16.2	4
5	E	492976	604560	2.40	N/A	57.88	0.4	547728	184	2.3	5
6	TOTAL	4655607	3108615	4.18	N/A	2279.69	2.9	5956507	12894	32.7	6
7	F	315429	636194	6.95	N/A	22.84	.08	150922	475	32.6	7
8	Potential abandonments	49156	55798	0.82	N/A	49.44	1.1	287306	120	5.2	8

728. DEFERRED CAPITAL IMPROVEMENTS - TRACKS (Dollars in Thousands)

1. Furnish the requested information concerning the monetary amount and quantity of deferred capital improvements to track structure.
2. Explain in remarks section below the methods and/or calculations used in determining the amounts and quantities reported.

Line No.	Type of track (a)	Monetary amount of deferred capital improvements		Line No.
		End of the year (b)	Beginning of the year (c)	
1	A			1
2	B			2
3	C			3
4	D			4
5	E			5
6	TOTAL TRACKS			6
7	F			7
8	Potential Abandonments			8
	Selected track improvements	Quantities of deferred capital improvements		
		End of the year	Beginning of the year	
9	Crossties			9
10	Rail			10
11	Ballast			11

NOTES AND REMARKS

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS
(Dollars in Thousands)

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
(Dollars in Thousands)

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (steam, gas turbine, etc.)		Line No.
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)	
1	Freight	478 157 200				1
2	Passenger	51 477				2
3	Yard switching	36 547 702				3
4	TOTAL	514 756 379				4
5	COST OF FUEL ¹	\$ 433 322	\$	\$	\$	5
6	Work Train	1 078 928				6

B. RAIL MOTORCARS
(Dollars in Thousands)

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline	Line No.
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)	
7	Freight				7
8	Passenger				8
9	Yard switching				9
10	TOTAL	None			10
11	COST OF FUEL ¹	\$ None	\$	\$	11
12	Work Train	None			12

¹Show 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.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train, and Through Train data under Items 2, 3, 4, 6, and 12 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 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 11 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in Items 4-17, 6-04, 7-02, and 8-04 and 8-05 as instructed in notes, I, K, and L.

(A) Report miles of road operated at close of year, excluding industrial tracks, yard tracks, and sidings.

(B) A train-mile is the movement of a train a distance of 1 mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as 1 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 motorcar is a self-propelled unit of equipment designed to carry freight or passenger traffic, and is not considered a locomotive.

(D) A locomotive is self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit a distance of 1 mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.

(E) 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.

(F) Train switching locomotive-miles shall be computed at the rate of 6 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.

(G) Yard switching locomotive-miles shall be computed at the rate of 6 miles per hour for the time actually engaged in yard switching service. Include miles allowed to yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.

(H) Use car designations shown in Schedule 710. Under Railroad Owned and Leased cars, Items 4-01 and 4-11, report both foreign cars and respondents' own cars while on the line of the respondent railroad. In Items 4-13 and 4-15 report the private-line categories, miles for private-line cars (whether or not under railroad control) and shipper-owned cars. A car-mile is a movement of a unit of car equipment a distance of 1 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 5-03. Report mail, express baggage cars and combination cars other than 5-02 combination cars, in Item 5-05.

(I) Exclude from Item 4-01, 4-11, 4-13, and 4-15 car-miles of work equipment, cars carrying company freight and no-payment cars moving in transportation trains. Include such car-miles in Item 4-17, 4-18, and 4-19. 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; and miles run by other passenger-train cars where services are combined such as baggage, express and mail.

(K) From conductors' or dispatchers' train reports or other appropriate source, compute weight in tons (2,000 pounds). Item 6-01 includes weight of all locomotive units moved 1 mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 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 head-end car.

(L) From conductors' train reports or other appropriate source, compute ton-miles of freight. 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 l.c.l. 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 the time of leaving the initial terminals and the time at the 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 at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755—Concluded

(N) Yard switching hours are 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 (1) in 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 respondents 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 a loaded car.

(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 at end of year. 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 "on line." Unserviceable cars include cars on repair tracks undergoing or awaiting repairs. They include cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting repairs 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 shop, 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, etc.; and cars stored because of seasonal decline in traffic, such as coal cars, ore cars, etc. 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, or 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, etc., for the purpose of being loaded.

755. RAILROAD OPERATING STATISTICS

Line No.	Cross Check	Item Description (a)	Freight Train (b)	Passenger Train (c)	Line No.
1		1. Miles of Road Operated (A)	28 059	38	1
		2. Train Miles-Running (B)	XXXXXX	XXXXXX	
2		2-01 Unit Trains	20 298 916	XXXXXX	2
3		2-02 Way Trains	6 332 154	XXXXXX	3
4		2-03 Through Trains	29 476 270	706 778	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	56 107 340	706 778	5
6		2-05 Motorcars (C)			6
7		2-06 TOTAL, ALL TRAINS (lines 5,6)	56 107 340	706 778	7
		3. Locomotive Unit Miles: (D)	XXXXXX	XXXXXX	
		Road Service: (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	80 460 854	XXXXXX	8
9		3-02 Way Trains	12 086 213	XXXXXX	9
10		3-03 Through Trains	97 092 641	711 618	10
11		3-04 TOTAL (lines 8-10)	189 639 708	711 618	11
12		3-11 Train Switching: (F)	4 291 727	XXXXXX	12
13		3-21 Yard Switching: (G)	9 525 468	44 582	13
14		3-31 TOTAL ALL SERVICES (lines 11,12,13)	203 456 903	756 200	14
		4. Freight Car-Miles (Thousands) (H)	XXXXXX	XXXXXX	
		4-01 RR Owned & Leased Cars - Loaded	XXXXXX	XXXXXX	
15		4-010 Box-Plain 40-Foot	7 856	XXXXXX	15
16		4-011 Box-Plain 50-Foot & Longer	144 402	XXXXXX	16
17		4-012 Box-Equipped	101 325	XXXXXX	17
18		4-013 Gondola-Plain	82 906	XXXXXX	18
19		4-014 Gondola-Equipped	17 649	XXXXXX	19
20		4-015 Hopper-Covered	218 459	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	183 686	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	28 416	XXXXXX	22
23		4-018 Refrigerator-Mechanical	32 265	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	39 043	XXXXXX	24
25		4-020 Flat-TOFC/COFC	30 360	XXXXXX	25
26		4-021 Flat Multi-Level	4 377	XXXXXX	26
27		4-022 Flat-General Service	6 042	XXXXXX	27
28		4-023 Flat-All Other	45 938	XXXXXX	28
29		4-024 All Other Car Types-Total ¹	24 764	XXXXXX	29
30		4-025 Total (lines 15-29)	967 488	XXXXXX	30
		4-11 RR Owned & Leased Cars-Empty	XXXXXX	XXXXXX	

¹ Total number of loaded miles 1 584 870 461 and empty miles 1 183 486 298 of roadrailer reported above.

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item Description (a)	Freight Train (b)	Passenger Train (c)	Line No.
31		4-110 Box-Plain 40-Foot	8 584	XXXXXX	31
32		4-111 Box-Plain 50-Foot & Longer	114 434	XXXXXX	32
33		4-112 Box-Equipped	96 587	XXXXXX	33
34		4-113 Gondola-Plain	76 546	XXXXXX	34
35		4-114 Gondola-Equipped	18 045	XXXXXX	35
36		4-115 Hopper-Covered	209 806	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	189 421	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	29 069	XXXXXX	38
39		4-118 Refrigerator-Mechanical	29 517	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	31 018	XXXXXX	40
41		4-120 Flat-TOFC/COFC	2 571	XXXXXX	41
42		4-121 Flat-Multi-Level	4 052	XXXXXX	42
43		4-122 Flat-General Service	5 570	XXXXXX	43
44		4-123 Flat-All Other	43 576	XXXXXX	44
45		4-124 All Other Car Types	28 529	XXXXXX	45
46		4-125 TOTAL (Lines 31-45)	887 315	XXXXXX	46
		4-13 Private Line Cars-Loaded (H)	XXXXXX	XXXXXX	
47		4-130 Box-Plain 40-Foot		XXXXXX	47
48		4-131 Box-Plain 50-Foot & Longer	5 139	XXXXXX	48
49		4-132 Box-Equipped	101	XXXXXX	49
50		4-133 Gondola-Plain	1 578	XXXXXX	50
51		4-134 Gondola-Equipped		XXXXXX	51
52		4-135 Hopper-Covered	121 071	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	4 963	XXXXXX	53
54		4-137 Hopper-Open-Special Service	402	XXXXXX	54
55		4-138 Refrigerator-Mechanical	56	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	14 656	XXXXXX	56
57		4-140 Flat-TOFC/COFC	351 211	XXXXXX	57
58		4-141 Flat-Multi-Level	43 936	XXXXXX	58
59		4-142 Flat-General Service	703	XXXXXX	59
60		4-143 Flat-All Other	17 213	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	26 516	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	15 611	XXXXXX	62
63		4-146 All Other Car Types ¹	14 226	XXXXXX	63
64		4-147 TOTAL (Lines 47-63)	617 382	XXXXXX	64
		4-15 Private Line Cars-Empty (H)	XXXXXX	XXXXXX	
65		4-150 Box-Plain 40-Foot		XXXXXX	65

¹Total number of loaded miles 1 584 870 461 and empty miles 1 183 486 298 of roadrailer reported above.

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item Description (a)	Freight Train (b)	Passenger Train (c)	Line No.
66		4-151 Box-Plain 50-Foot & Longer	2 883	XXXXXX	66
67		4-152 Box Equipped	100	XXXXXX	67
68		4-153 Gondola-Plain	1 703	XXXXXX	68
69		4-154 Gondola-Equipped		XXXXXX	69
70		4-155 Hopper-Covered	131 751	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	5 275	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	410	XXXXXX	72
73		4-158 Refrigerator-Mechanical	51	XXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	15 056	XXXXXX	74
75		4-160 Flat-TOFC/COFC	17 987	XXXXXX	75
76		4-161 Flat-Multi-Level	39 719	XXXXXX	76
77		4-162 Flat-General Service	720	XXXXXX	77
78		4-163 Flat-All Other	17 410	XXXXXX	78
79		4-164 Tank-Under 22,000 Gallons	31 023	XXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	19 482	XXXXXX	80
81		4-166 All Other Car Types ¹	12 602	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	296 172	XXXXXX	82
		4-17 Work Equipment Car-Miles	210	XXXXXX	83
84		4-18 No payment Car miles (1)	1 657 015	XXXXXX	84
		4-19 Total Car-Miles by Train Type:	XXXXXX	XXXXXX	
85		4-180 Unit Trains	2 143 091	XXXXXX	85
86		4-181 Way Trains	150 311	XXXXXX	86
87		4-182 Through Trains	2 131 969	XXXXXX	87
88		4-183 TOTAL (lines 85-87)	4 425 371	XXXXXX	88
89		4-20 Caboose Miles	58 303	XXXXXX	89
		5. Passenger Car-Miles (Thousands) (j)	XXXXXX	XXXXXX	
90		5-01 Coaches	40	4 107	90
91		5-02 Combination, Passenger Cars			91
92		5-03 Sleeping and Parlor Cars	3		92
93		5-04 Dining, Grill and Tavern Cars	6		93
94		5-05 Head-end Cars (Other than 5-02)	9		94
95		5-06 TOTAL (lines 90-)	58	4 107	95
96		5-07 Business Cars			96
97		5-08 Crew Cars (Other than Cabs)			97
		6. Gross Ton-Miles (Thousands) (K)	XXXXXX	XXXXXX	
98		6-01 Road Locomotives	34 439 237	117 417	98
		6-02 Freight Trains, Crs., Cnts., and Caboose	XXXXXX	XXXXXX	

¹Total number of loaded miles 1 584 870 461 and empty miles 1 183 486 298 by roadrailler reported above.

755. RAILROAD OPERATING STATISTICS - Concluded

Line No.	Cross Check	Item description (2)	Freight train (b)	Passenger train (c)	Line No.
99		6-020 Unit Trains	177 566 696	XXXXXX	99
100		6-021 Way Trains	10 189 311	XXXXXX	100
101		6-022 through Trains	137 137 841	XXXXXX	101
102		6-03 Passenger-Trains, Crs., and Cnts.	3 986	266 931	102
103		6-04 Non-Revenue	353 191	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	359 690 262	384 348	104
		7. Tons of Freight (thousands)	XXXXXX	XXXXXX	
105		7-01 Revenue	239 935	XXXXXX	105
106		7-02 Non-Revenue	503	XXXXXX	106
107		7-03 TOTAL (lines 105, 106)	240 438	XXXXXX	107
		8. Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	
108		8-01 Revenue-Road Service	172 344 003	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service		XXXXXX	109
110		8-03 TOTAL (lines 108, 109)	172 344 003	XXXXXX	110
111		8-04 Non-Revenue-Road Service	220 162	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service		XXXXXX	112
113		8-06 TOTAL (lines 111, 112)	220 162	XXXXXX	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	172 564 165	XXXXXX	114
		9. Train Hours (M)	XXXXXX	XXXXXX	
115		9-01 Road Service	2 464 441	XXXXXX	115
116		9-02 Train Switching	211 623	XXXXXX	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	1 587 578	XXXXXX	117
		11. Train-Miles Work Trains (O)	XXXXXX	XXXXXX	
118		11-01 Locomotives	586 374	XXXXXX	118
119		11-02 Motorcars		XXXXXX	119
		12. Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	
120		12-01 Unit Trains	1 871 702	XXXXXX	120
121		12-02 Way Trains	1 471 092	XXXXXX	121
122		12-03 Through Trains	3 321 006	XXXXXX	122
123		13. TOFC/COFC-No. of Rev. Trailers and Containers Loaded and Unloaded (Q)	322 291	XXXXXX	123
124		14. Multi-Level Cars-No. of Motor Vehicles Loaded and Unloaded (Q)	79 672	XXXXXX	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	58 982	XXXXXX	125
		16. Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	
126		16-01 Marine Terminals-Coal	5 092 684	XXXXXX	126
127		16-02 Marine Terminals-Ore	9 055 113	XXXXXX	127
128		16-03 Marine Terminals-Other		XXXXXX	128
129		16-04 TOTAL (lines 126-128)	14 147 797	XXXXXX	129
		17. Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	
130		17-01 Serviceable	15 770	XXXXXX	130
131		17-02 Unserviceable	255	XXXXXX	131
132		17-03 Surplus	2 340	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	18 365	XXXXXX	133

RC-130500

BURLINGTON NORTHERN

1983

4 OF 4

VERIFICATION

The foregoing report must be verified by the oath of the officer having control of the accounting of the respondent. It should be verified, also, by the oath of the president or other chief officer of the respondent, unless the respondent states on the last preceding page of this report that such chief officer has no control over the accounting of the respondent. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

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

State of Minnesota }
County of Ramsey } ss.

C. C. Roberts makes oath and says that he is Vice President, Accounting
(Insert here the name of the affiant) (Insert here the official title of 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 account of the respondent and to control the manner in which such books are kept; that he knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; that he has carefully examined the said report and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business affairs of the above-named respondent during the period of time from and including

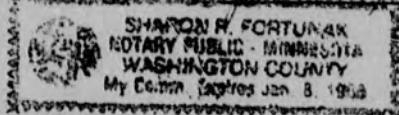
January 1, 1983, to and including December 31, 1983.

C. C. Roberts
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public
above named, this 17th day of February, 1984, in and for the State and county

My commission expires January 8, 1988

[Use an]
[L. S.]
[impression seal]



Sharon R. Fortunak
(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 } ss.

Halter A. Urexel makes oath and says that he is Chairman of the Board and Chief Executive Officer, President and
(Insert here the name of the affiant) (Insert here the official title of the affiant)

Chief Operating Officer of Burlington Northern Railroad Company
(Insert here the exact legal title of the respondent)

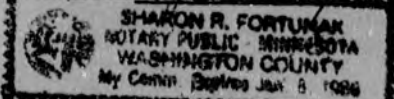
that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including January 1, 1983, to and including December 31, 1983.

Halter A. Urexel
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public
county above named, this 17th day of February, 1984, in and for the State and

My commission expires January 8, 1988

[Use an]
[L. S.]
[impression seal]



Sharon R. Fortunak
(Signature of officer authorized to administer oaths)

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NAME OF CARRIER BURLINGTON NORTHERN RAILROAD

SUPPLEMENTAL 1983 R-1 DATA

INSTRUCTIONS

1. Line and column references in column (b) are to the 1982 R-1 report.
2. Data entered in column (c) shall be computed under RRB accounting.
3. Under item 35 list any other property or expense accounts that would be changed due to capitalization of overhead expenses under Depreciation Accounting; and, enter in column (c) the amount that would be reported under RRB Accounting.
4. This supplemental report should be filed with the Bureau of Accounts by June 30, 1984.

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)
	<u>Schedule 335, Accumulated Depreciation-Road and Equipment Owned and Used</u>		
1.	Total road	Line 28, col. g	\$ <u>560,008</u>
	<u>Schedule 342, Accumulated Depreciation- Improvements to Road and Equipment Leased from Others</u>		
2.	Total road	Line 27, col. g	<u>1,009</u>
	<u>Schedule 351, Accumulated Depreciation-Road and Equipment Leased to Others</u>		
3.	Total road	Line 27, col. g	<u>-0-</u>
	<u>Schedule 352B, Investment in Railway Property Used in Transportation Service (By Property Accounts)</u>		
4.	Ties, Rails, Other Track Material, Ballast, Track Laying and Surfacing	Cols. b thru e, sum of lines 8 thru 12	<u>1,228,460</u>
5.	Total expenditures for road	Line 34, total of cols. b thru e	<u>3,280,224</u>
6.	Total general expenditures	Line 45, total of cols. b thru e	<u>5,217,609</u>

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NAME OF CARRIER BURLINGTON NORTHERN RAILROAD

SUPPLEMENTAL 1983 R-1 DATA

INSTRUCTIONS

1. Line and column references in column (b) are to the 1983 R-1 report.
2. Data entered in column (c) shall be computed under RRB accounting.
3. Data entered in column (d) shall be completed under Depreciation accounting.
4. This supplemental report should be filed with the Bureau of Accounts by June 30, 1984.

Selected items (a)	1983 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)	Depreciation Accounting As of 1/1/83 (Dollars in Thousands) (d)
<u>Schedule 210</u>			
1. Net railway operating income (loss)	Line 69	\$ <u>343,769</u>	N/A
<u>Schedule 245</u>			
2. Total working capital	Line 28	<u>218,503</u>	\$ <u>329,333</u>
<u>Schedule 352A</u>			
TOTAL	Line 31		
3. Investment in property	col. d	<u>5,217,609</u>	<u>7,467,586</u>
4. Depreciation and Amortization of defence projects	col. e	<u>1,242,548</u>	<u>2,443,536</u>
<u>Schedule 352B</u>			
Interest during construction	Line 40		
5. Respondent	col. b	<u>-0-</u>	<u>-0-</u>
6. Lessor railroads	col. c	<u>-0-</u>	<u>-0-</u>
7. Inactive (Proprietary Companies)	col. d	<u>-0-</u>	<u>-0-</u>
8. Other Leased Properties	col. e	<u>-0-</u>	<u>-0-</u>
Other elements of Investment	Line 41		
9. Respondent	col. b	<u>-0-</u>	<u>-0-</u>
10. Lessor railroads	col. c	<u>-0-</u>	<u>-0-</u>
11. Inactive (Proprietary Companies)	col. d	<u>-0-</u>	<u>-0-</u>
12. Other Leased Properties	col. e	<u>-0-</u>	<u>-0-</u>

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)
	<u>Schedule 410, Railway Operating Expenses</u>		
7.	Ties, Rails, Other Track Material, Ballast, Track Laying and Surfacing - Running (Freight)	Col. f, sum of lines 12, 14, 16, 18, 20	<u>367,000</u>
8.	Ties, Rails, Other Track Material, Ballast, Track Laying and Surfacing - Running (Passenger)	Col. g, sum of lines 12, 14, 16, 18, 20	<u>335</u>
9.	Ties, Rails, Other Track Material, Ballast, Track Laying and Surfacing - Switching (Freight)	Col. f, sum of lines 13, 15, 17, 19, 21	<u>34,346</u>
10.	Tie, Rails, Other Track Material, Ballast, Track Laying and Surfacing - Switching (Passenger)	Col. g, sum of lines 13, 15, 17, 19, 21	<u>229</u>
	Depreciation - Running		
11.	Freight	Line 136, col. f	<u>* 12,907</u>
12.	Passenger	Line 136, col. g	<u>247</u>
	Depreciation - Switching		
13.	Freight	Line 137, col. f	<u>-0-</u>
14.	Passenger	Line 137, col. g	<u>-0-</u>
	Depreciation - Other		
15.	Freight	Line 138, col. f	<u>* 11,044</u>
16.	Passenger	Line 138, col. g	<u>88</u>
	Other - Running		
17.	Freight	Line 148, col. f	<u>606</u>
18.	Passenger	Line 148, col. g	<u>4</u>
	Other - Switching		
19.	Freight	Line 149, col. f	<u>170</u>
20.	Passenger	Line 149, col. g	<u>-0- *</u>

See Wlogers for explanation & possible corrections

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REVISED


 APPENDIX B
 PAGE 3 OF 4
 ROAD INITIALS BNRR

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)
-	Other - Other		
21.	Freight	Line 150, col. f	<u>2608</u>
22.	Passenger	Line 150, col. g	<u>(7)</u>
	Total Way and Structures		
23.	Freight	Line 151, col. f	<u>782 872</u>
24.	Passenger	Line 151, col. g	<u>4281</u>
	<u>Schedule 412, Way and Structures</u>		
25.	Total - Retirement	Line 35, col. c	<u>11604</u>
	<u>Schedule 415, Supporting Schedule Equipment</u>		
26.	Total - Locomotives	Line 5, col. f	<u>22</u>
27.	Total - Freight Train Cars	Line 24, col. f	<u>493</u>
28.	Total - Highway Equipment Floating Equipment - Revenue Service	Line 32, col. f	<u>-</u>
29.	Marine Line-Haul	Line 33, col. f	<u>-</u>
30.	Local Marine	Line 34, col. f	<u>-</u>
31.	Total - Floating Equipment	Line 35, col. f	<u>-</u>
32.	Other Equipment	Col. f, sum of lines 37 thru 40	<u>-</u>
33.	Work & Other Non-revenue Equipment	Line 41, col. f	<u>2</u>
34.	Total - All Equipment	Line 43, col. f	<u>517</u>

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)
-	Other - Other		
21.	Freight	Line 150, col. f	<u>2,608</u>
22.	Passenger	Line 150, col. g	<u>(7)</u>
	Total Way and Structures		
23.	Freight	Line 151, col. f	<u>782,872</u>
24.	Passenger	Line 151, col. g	<u>4,281</u>
	<u>Schedule 412, Way and Structures</u>		
25.	Total - Retirement	Line 35, col. c	<u>11,604</u>
	<u>Schedule 415, Supporting Schedule Equipment</u>		
26.	Total - Locomotives	Line 5, col. f	<u>40,350</u> <u>-68,298</u>
27.	Total - Freight Train Cars	Line 24, col. f	<u>111,482</u> <u>21,977</u>
28.	Total - Highway Equipment Floating Equipment - Revenue Service	Line 32, col. f	<u>2763</u> <u>4,869</u>
29.	Marine Line-Haul	Line 33, col. f	<u>-0-</u>
30.	Local Marine	Line 34, col. f	<u>-0-</u>
31.	Total - Floating Equipment	Line 35, col. f	<u>-0-</u>
32.	Other Equipment	Col. f, sum of lines 37 thru 40	<u>14,341</u>
33.	Work & Other Non-revenue Equipment	Line 41, col. f	<u>14,152</u>
34.	Total - All Equipment	Line 43, col. f	<u>123,637</u> <u>160,336</u>

1983

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APPENDIX B
PAGE 3 OF 4
ROAD INITIALS BNRR

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)
	Other - Other		
21.	Freight	Line 150, col. f	<u>2,608</u>
22.	Passenger	Line 150, col. g	<u>(7)</u>
	Total Way and Structures		
23.	Freight	Line 151, col. f	<u>782,872</u>
24.	Passenger	Line 151, col. g	<u>4,281</u>
	<u>Schedule 412, Way and Structures</u>		
25.	Total - Retirement	Line 35, col. c	<u>11,604</u>
	<u>Schedule 415, Supporting Schedule Equipment</u>		
6.	Total - Locomotives	Line 5, col. f	<u>40,350</u>
7.	Total - Freight Train Cars	Line 24, col. f	<u>111,482</u>
8.	Total - Highway Equipment Floating Equipment - Revenue Service	Line 32, col. f	<u>2763</u>
9.	Marine Line-Haul	Line 33, col. f	<u>- 0 -</u>
10.	Local Marine	Line 34, col. f	<u>- 0 -</u>
11.	Total - Floating Equipment	Line 35, col. f	<u>- 0 -</u>
12.	Other Equipment	Col. f, sum of lines 37 thru 40	<u>- 0 -</u>
13.	Work & Other Non-revenue Equipment	Line 41, col. f	<u>5,741</u>
14.	Total - All Equipment	Line 43, col. f	<u>160,336</u>

CORRECTION TO sch 415

REC'D 1/9/85

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ROAD INITIALS BNRR

Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/83 (Dollars in Thousands) (c)
35. OTHER ACCOUNTS (SEE INSTRUCTIONS)		
Schedule 410		
<u>W&S- Admin-Track</u>	Col. f, Line 1	\$ <u>16,310</u>
<u>W&S-Repair & Mtce.-Small tools</u>	Col. f, Line 110	<u>17,623</u>
" " " - Casualties		
" " " - and insurance	Col. f, Line 115	<u>13,750</u>
<u>Other Equip. - Depreciation</u>	Col. f, Line 317	<u>7,076</u>
" " - Other	Col. f, Line 322	<u>1,822</u>
<u>Transp-Train Oper-Engine Crews</u>	Col. f, Line 402	<u>147,968</u>

