

RC-130500

BURLINGTON NORTHERN

1985

1 OF 3

RC 130500 0

annual report

R-1
CLASS I RAILROADS



INCLUDING
BURLINGTON NORTHERN (MANITOBA) LIMITED.



to the



Interstate Commerce Commission

For the year ended December 31, 1985

ANNUAL REPORT

OF

**BURLINGTON NORTHERN RAILROAD**

Including:

BN(Manitoba) Ltd.

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1985

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

(Name) Meredith McManus (Title) Vice President - Treasurer
& Controller
(Telephone number) 612 298-2206
(Area code) (Telephone number)
(Office address) 176 East 5th Street, P.O. Box 64957, St. Paul, MN 55164-0957
(Street and number, city, State, and ZIP code)

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) 3,790

(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

1985 - RI

Special Notice - Supplement

Due to an inadvertent delay, Ex Parte No. 455 has not been officially adopted and will not become effective until January 1, 1986.

Consequently, new account 46, Computer Systems and Word Processing Equipment, will not become effective until 1986. Accordingly, the account should not be used in the 1985 R-1 schedules.

Schedule	330	line	31
Schedule	330A	line	31
Schedule	332	line	31
Schedule	335	line	31
Schedule	339	line	31
Schedule	340	line	31
Schedule	342	line	30
Schedule	350	line	30
Schedule	351	line	30
Schedule	352B	line	32

Additionally, Schedules 210 and 410 do not reflect the proposed changes and may be used as printed.

The other changes listed on the original Special Notice are not related to Ex Parte No. 455 and may also be used as printed.

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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 organizations; if a reorganization has been effected, give date of reorganization. If a receivership or other trust, give also date which 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 this 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 books 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, 1985

8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. One (Date) - 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 completion 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, which 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.
				Common (d)	PREFERRED		
					Second (e)	First (f)	
1	Burlington	999 Third Ave	1,000	1,000			1
2	Northern Inc.	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							29
30							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 9, 1985
12. Give the place of such meeting. Fort Worth, Texas

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	(52 891)	(71 274)	1
2		702	Temporary Cash Investments	602 913	557 368	2
3		703	Special Deposits	948	1 177	3
Accounts Receivable						
4		704	- Loan and Notes	285	323	4
5		705	- Interline and Other Balances	1 848	5 067	5
6		706	- Customers	206 781	180 678	6
7		707	- Other	54 956	55 825	7
8		709, 708	- Accrued Accounts Receivables	400 447	384 019	8
9		708.5	- Receivables from Affiliated Companies	4 097	4 877	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(2 095)	(1 737)	10
11		710, 711, 714	Working Funds Prepayments Deferred Income Tax Debits	27 016	37 365	11
12		712	Materials and Supplies	162 624	177 254	12
13		713	Other Current Assets		-	13
14			TOTAL CURRENT ASSETS	1 406 929	1 330 942	14
Other Assets						
15		715, 716, 717	Special Funds	44 204	38 678	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedule 310)	96 005	300 674	16
17		722, 723	Other Investments and Advances	1 343	1 290	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) \$	74 434	77 314	19
20		739, 741	Other Assets	8 644	9 158	20
21		743	Other Deferred Debits	41 906	46 426	21
22		744	Accumulated Deferred Income Tax Debits			22
23			TOTAL OTHER ASSETS	266 536	473 540	23
Road and Equipment						
24		731, 732	Road (Schedules 330 and 330A)	6 500 391	6 185 367	24
25			Equipment	1 825 528	1 835 685	25
26			Unallocated Items	53 238	92 899	26
27			Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	2 365 954	2 488 210	27
28			Net Road and Equipment	6 013 203	5 625 741	28
29	*		TOTAL ASSETS	7 686 668	7 430 223	29

NOTES AND REMARKS

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	1 900	2 657	31
32	753		Audited Accounts and Wages	65 865	52 507	32
33	754		Other Accounts Payable	11 140	41 768	33
34	755, 756		Interest and Dividends Payable	37 583	38 190	34
35	757		Payables to Affiliated Companies	5 326	2 135	35
36	759		Accrued Accounts Payable	617 844	641 957	36
37	760, 761, 761.5, 762		Taxes Accrued	127 981	142 978	37
38	763		Other Current Liabilities	15 372	12 151	38
39	764		Equipment Obligations and Other Long-Term Debt due Within One Year	79 575	76 808	39
40			TOTAL CURRENT LIABILITIES	962 586	1 011 151	40
Non-Current Liabilities (See note below)						
41	765, 767		Funded Debt Unmatured	565 285	581 018	41
42	766		Equipment Obligations	464 899	482 924	42
43	766.5		Capitalized Lease Obligations	112 172	116 006	43
44	768		Debt in Default			44
45	769		Accounts payable: Affiliated Companies	50 767	14 067	45
46	770.1, 770.2		Unamortized Debt Premium	(19 948)	(22 027)	46
47	771		Interest in Default			47
48	773		Deferred Revenues-Transfers from Government Authorities			48
49	786		Accumulated Deferred Income Tax Credits	1 750 767	1 579 148	49
50	771, 772, 774, 775, 782, 784		Other Long-Term Liabilities and Deferred Credits	180 641	211 447	50
51			TOTAL NONCURRENT LIABILITIES	3 104 583	2 962 583	51
Shareholders' Equity						
52	791, 792		Total Capital Stock: (Schedule 230) (L 53&54)	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)	49 048	49 048	56
57	797		Retained Earnings:			
			Appropriated	7 393	7 393	57
58	798		Unappropriated (Schedule 220)	2 611 419	2 448 409	58
59	798.1		Net Unrealized Loss on Noncurrent Marketable Equity Securities			59
60	798.5		Less Treasury Stock			60
61			Net Stockholders Equity	3 619 499	3 456 489	61
62	*		TOTAL LIABILITIES AND SHAREHOLDERS EQUITY	7 686 668	7 430 223	62

NOTES AND REMARKS

Most of BNRR's outstanding long-term debt requires periodic repayment. The repayment requirements are: \$79,575, \$126,930, \$96,317, \$122,810 and \$164,875 for the years ending December 31, 1985 thru 1990, respectively. Those amounts do not include repayment requirements that arise when mortgage property is sold. Additionally, at December 31, 1985 \$6,326,000 principal amount of treasury bonds is available 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) Page 9

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 1985 was consistent with 1984.

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$ 110,703

(c) Is any part of pension plan funded? Specify: Yes ☒ No ☐

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

If funding is by trust agreement, list trustee(s) Bankers Trust Company of New York

Date of trust agreement or latest amendment March 2, 1970 (as amended Sept. 9, 1985)

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 9

(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 ☒ No ☐

If yes, give number of the shares for each class of stock or other security: See Note (3) on Page 9

(ii) Are voting rights attached to any securities held by the pension plan? Specify: Yes ☒ 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 ☒ 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

Continued on following page

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

7. 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. Additional pages may be added if more space is needed.

Contingent Liabilities:

At December 31, 1985, the Respondent is contingently liable in the maximum amount of \$73,027 under a service interruption arrangement with other railroads. Also, at December 31, 1985, the Respondent is liable as guarantor, individually or jointly with others, of certain obligations of affiliated companies amounting to \$23,374.

(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 the 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

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION—EXPLANATORY NOTES—Continued

NOTES AND REMARKS

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 1985 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.

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: 20,000 shares

Cost: \$871

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 5, 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 *	3 956 485	4 350 464	3 956 485		1
2		(102) Passenger	23 097	22 714		23 097	2
3		(103) Passenger-Related					3
4		(104) Switching	29 388	30 329	29 388		4
5		(105) Water Transfers					5
6		(106) Demurrage	17 609	19 144	17 609		6
7		(110) Incidental	8 956	7 883	3 638	5 318	7
8		(121) Joint Facility-Credit	1 482	2 178	1 482		8
9		(122) Joint Facility-Debit	132	51	132		9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	4 036 885	4 432 661	4 008 470	28 415	10
11		(502) Railway operating revenues-Transfers from Government Authorities for current operations	3 655	7 580		3 655	11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities					12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	4 040 540	4 440 241	4 008 470	32 070	13
14	*	(531) Railway operating expenses	3 261 664	3 493 153	3 234 701	26 963	14
15	*	Net revenue from railway operations	778 876	947 088	773 769	5 107	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	143 318	138 601			16
17		(510) Miscellaneous rent income	23 066	21 083			17
18		(512) Separately operated properties-Profit	227	541			18
19		(513) Dividend Income (cost method)					19
20		(514) Interest Income	65 985	76 290			20
21		(516) Income from sinking and other funds	5 237	2 512			21
22		(517) Release of premiums on funded debt					22
23		(518) Contributions from other companies					23
24		(519) Miscellaneous income	28 460	14 084			24
25		Income from affiliated companies					25
26		Dividends (equity method)	21 795				26
27		Equity in undistributed earnings (losses)	(17 593)	(2 878)			27
28		TOTAL OTHER INCOME (lines 16-26)	270 495	250 234			28
29		TOTAL INCOME (lines 15, 27)	1 049 371	1 197 322			29
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	96 465	100 703			29
30		(535) Taxes on property used in other than carrier operations	9 769	14 142			30
31		(543) Miscellaneous rent expense	680	492			31
32		(544) Miscellaneous taxes					32
33		(545) Separately operated properties-Loss					33
34		(546) Maintenance of investment organization					34
35		(550) Income transferred to other companies					35
36		(551) Miscellaneous income charges	13 990	17 754			36
37		(553) Uncollectible accounts	169	61			37
38		TOTAL MISCELLANEOUS DEDUCTIONS (lines 29-37)	121 073	133 152			38
39		Income available for fixed charges (Lines 28, 38)	928 298	1 064 170			39

* Includes \$422 revenues from Camas Prairie RR 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					
40		(546) Interest on funded debt:			40
		(a) Fixed interest not in default	114 620	108 529	
41		(b) Interest in default			41
42		(547) Interest on unfunded debt	2 318	2 209	42
43		(548) Amortization of discount on funded debt	2 220	2 113	43
44		TOTAL FIXED CHARGES (lines 40-43)	119 168	112 851	44
45		Income after fixed charges (lines 39, 44)	809 130	951 319	45
OTHER DEDUCTIONS					
46		(546) Interest on funded debt:			46
		(c) Contingent interest			
UNUSUAL OR INFREQUENT ITEMS					
47		(555) Unusual or infrequent items (debit) credit			47
48		Income (loss) from continuing operations (before income taxes)	809 130	951 319	48
PROVISIONS FOR INCOME TAXES					
49	*	(556) Income taxes on ordinary income:			49
		Federal income taxes	117 315	77 057	
50	*	State income taxes	11 280	24 249	50
51	*	Other income taxes			51
52	*	(557) Provision for deferred taxes	192 025	298 690	52
53		TOTAL PROVISIONS FOR INCOME TAXES (lines 49-52)	320 620	399 996	53
54	*	Income from continuing operations	488 510	551 323	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	488 510	551 323	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)	488 510	551 323	63
Reconciliation of net railway operating income (NROI)					
64	*	Net revenues from railway operations	778 876	947 088	64
65	*	(556) Income taxes on ordinary income (-)	(128 595)	(101 306)	65
66	*	(557) Provision for deferred income taxes (-)	(192 025)	(298 690)	66
67		Income from lease of road and equipment (-)	(8)	(8)	67
68		Rent for leased roads and equipment (+)	48	48	68
69		Net railway operating income (loss)	458 296	547 132	69

Note: The difference between Schedule 210, Line 14, Col. (b) and Schedule 410, Line 620, Col. (h) is caused by rounding in Schedule 410.

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 59, 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 at beginning of year	\$ 2 439 696	\$ 8 713	1
2		(601.5) Prior period adjustments to beginning retained earnings			2
		CREDITS			
3	*	(602) Credit balance transferred from income	506 103		3
4		(603) Appropriations released	725		4
5		(606) Other credits to retained earnings		-	5
6		TOTAL	506 828	-	6
		DEBITS			
7	*	(612) Debit balance transferred from income		17 593	7
8		(616) Other debits to retained earnings			8
9		(620) Appropriations for sinking and other funds	725		9
10		(621) Appropriations for other purposes			10
11		(623) Dividends: Common stock	336 067	(10 567) ^{1/}	11
12		Preferred stock ¹			12
13		TOTAL	336 792	7 026	13
14		Net increase (decrease) during year (Line 6 minus line 13)	170 036	(7 026)	14
15	*	Balances at close of year (Lines 1, 2 and 14)	2 609 732	1 687	15
16	*	Balances from line 15(c)	1 687	N/A	16
17	(798)	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	2 611 419	NA	17
18	(797)	Total appropriated retained earnings:			18
19		Credits during year \$ <u>725</u>			19
20		Debits during year \$ <u>725</u>			20
21		Balance at Close of year \$ <u>7 393</u>			21
22		Amount of assigned Federal income tax consequences: Account 606 \$ _____			22
23		Account 616 \$ _____			23

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

^{1/} BNRR had an investment in BN Transport Inc. (BNT) of \$11,312 offset by equity losses of \$10,567. On May 31, 1984, a dividend was declared transferring BNT to the Parent Company. BNT's investment was eliminated in 1984 but not their equity losses. The equity losses are eliminated here to reflect the transfer of BNT to the Parent Company.

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	Common BNRR	No Par	1 000	1 000	None	1 000	1 000 687	None	1
2	BN (Manitoba) Ltd.	\$100.00	10 000	48 000	48 000			4 800	2
3									3
4	Preferred								4
5	(See Note 1 on page 15)								5
6									6
7									7
8									8
9									9
10	TOTAL	\$100.00	11 000	49 000	48 000	1 000	1 000 687	4 800	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	49 048	11
12	Capital Stock Sold ¹								12
13	Capital Stock Reacquired								13
14	Capital Stock Canceled								14
15									15
16	Balance at close of year	None	None	1 000	951 639	None	None	49 048	16

¹By footnote on page 15 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 effect 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.

Line No.	Cross Check	Description (a)	Current year (b)	Prior year (c)	Line No.
SOURCES OF WORKING CAPITAL					
1	*	Working capital provided by operations: Income (loss) from continuing operations (sch 210 line 52)	488 510	551 323	1
2		Add expenses not requiring outlay of working capital: (subtract) credits not generating working capital: Loss (gain) on sale or disposal of tangible property	(24 055)	(11 299)	2
3		Depreciation and amortization expenses	232 078	222 901	3
4		Net increase (decrease) in deferred income taxes	192 025	298 690	4
5		Net decrease (increase) in parent's share of subsidiary's undistributed income for the year	17 593	2 878	5
6		Net increase (decrease) in noncurrent portion of estimated liabilities			6
7		Other (specify):			7
8		Non-cash non-current items	(8 673)	(5 132)	8
9					9
10					10
11					11
12		TOTAL WORKING CAPITAL FROM CONTINUING OPERATIONS	397 478	1 059 361	12
13		Add funds generated by reason of discontinued operations, extraordinary items, and changes in accounting principles			13
14		TOTAL WORKING CAPITAL FROM OPERATIONS	397 478	1 059 361	14
15		Working capital from sources other than operating: Proceeds from issuance of long-term liabilities	101 933	40 425	15
16		Proceeds from sale/disposition of carrier operating property	57 075	58 060	16
17		Proceeds from sale/disposition of other tangible property			17
18		Proceeds from sale/repayment of investments and advances	328 291	1 014 363	18
19		Net decrease in sinking and other special funds			19
20		Proceeds from issue of capital stock			20
21		Other (specify):			21
22		Contribution to capital		(57)	22
23					23
24					24
25					25
26		TOTAL WORKING CAPITAL FROM SOURCES OTHER THAN OPERATING	487 299	1 112 791	26
27		TOTAL SOURCES OF WORKING CAPITAL	1 384 777	2 172 152	27

Note to Schedule 230, Page 14: BNOW merged with BNRR on October 1, 1985.

240. STATEMENT OF CHANGES IN FINANCIAL POSITION-Continued
(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	100 287	81 689	28
29		Cash dividends declared	328 272	315 349	29
30		Purchase price of carrier operating property	638 951	619 087	30
31		Purchase price of other tangible property	10 347	3 444	31
32		Purchase price of long-term investment and advances	130 658	747 058	32
33		Net increase in sinking or other special funds	5 526	7 652	33
34		Purchase price of acquiring treasury stock			34
35		Other (specify):			35
36		Property dividends	7 795	747	36
37		Other changes in Non-current Assets		(747)	37
38		Miscellaneous Items	38 389	(11 400)	38
39					39
40					40
41					41
42					42
43					43
44		TOTAL APPLICATION OF WORKING CAPITAL	1 260 225	1 762 879	44
45		Net increase (decrease) in working capital	124 552	409 273	45

NOTES AND REMARKS

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, 19, 20, and 21, to two decimal places.

Line No.	Item (a)	Source No.	Amount (b)	Line
	CURRENT OPERATING ASSETS			
1	Interline and Other Balances (705)	Schedule 200, line 5, column b	1 848	1
2	Customers (706)	Schedule 200, line 6, column b	206 781	2
3	Other (707)	Note A	19 327	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	227 956	4
	OPERATING REVENUE			
5	Railway Operating Revenue	Schedule 210, line 13, column b	4 040 540	5
6	Rent Income	Note B	73 326	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	4 113 866	7
8	Average Daily Operating Revenues	Line 7 ÷ 360 days	11 427.41	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 ÷ line 8	19.95	9
10	Revenue Delay Days Plus Buffer	Lines 9 + 15 days	34.95	10
	CURRENT OPERATING LIABILITIES			
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	1 900	11
12	Audited Accounts and Wages Payable (753)	Note A	65 865	12
13	Accounts Payable—Other (754)	Note A	11 140	13
14	Other Taxes Accrued (761.5)	Note A	93 717	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	172 622	15
	OPERATING EXPENSES			
16	Railway Operating Expenses	Schedule 210, line 14, column b	3 261 664	16
17	Depreciation	Schedule 410, lines 135, 136, 137, 213, 232, 317, column h	231 929	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	3 103 061	18
19	Average Daily Expenditures	Line 18 ÷ 360 days	8 619.61	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 ÷ line 19	20.03	20
21	Days of Working Capital Required	Line 10 - line 20 (Note C)	14.92	21
22	Cash Working Capital Required	Line 21 × line 19	128 605	22
23	Cash and Temporary Cash Balance	Schedule 200, line 1 + line 2, column b	550 022	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	128 605	24
	MATERIALS AND SUPPLIES			
25	Total Material and Supplies (712)	Note A	162 624	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	1	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	162 623	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	291 228	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 b, lines 120, 121, 122, 126, 127, 128, 132, 133, 134, 208, 210, 212, 227, 229, 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.

NOTES AND REMARKS

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 INVESTMENT AND ADVANCES AFFILIATED COMPANIES

LINE NO.	ACCOUNT NO.	CLASS NO.	KIND OF INDUSTRY (c)	Name of issuing company and also lien reference if any (include rate for preferred stocks and bonds) (d)	Extent of Control (e)	LINE NO.
1	721	A-1	VII	Belt Railway Of Chicago, The	B 7.69	1
2				Burlington Northern Dock Corporation .	100.00	2
3				Camas Prairie Railroad Company	50.00	3
4				Davenport Rock Island & Northwestern Ry. Co.	B 50.00	4
5				Denver Union Terminal Railway Company	C 33.33	5
6				Galveston Terminal Ry.	100.00	6
7				Houston Belt & Terminal Ry. Company	12.50	7
8				Iowa Transfer Railway Company	A 25.00	8
9				Kansas City Terminal Railway Company	D 16.66	9
10				Keokuk Union Depot Company	B 40.00	10
11				Lake Superior Terminal & Transfer Ry. Co., The	F 66.67	11
12				Longview Switching Company	50.00	12
13				Minnesota Transfer Railway Company, The	E 33.33	13
14				Paducah & Illinois Railroad Company	A 33.33	14
15				Portland Terminal Railroad Company	40.00	15
16				St. Paul Union Depot Company, The	I 40.20	16
17				Terminal Railroad Assn. of St. Louis	G 12.50	17
18				Trailer Train Company	9.76	18
19				Western Fruit Express Company	100.00	19
20				Witchita Union Terminal Ry. Company	H 33.33	20
21				Winona Bridge Ry. Company	B 66.67	21
22						22
23					-----	23
24				TOTAL CLASS A-1		24
25					-----	25
26						26
27						27
28	721	A-3	VI	Burlington Northern R. R. Properties Inc.	100.00	28
29			VI	Clarkland Inc.	100.00	29
30			VI	Clarkland Royalty Inc.	H 100.00	30
31			VI	906 Olive Corporation	100.00	31
32			VI	Meridian Aggregate	100.00	32
33					-----	33
34				TOTAL CLASS A-3		34
35					-----	35
36				TOTAL CLASS A		36
37					-----	37
38	721	D-3	X	Unsecured Note to Company Officer		38
39	721	D-1	VI	Clarkland Royalty Inc.		39
40			VII	Trailer Train Company		40
41					-----	41
42				TOTAL CLASS D		42
43					-----	43
44						44
45						45
46						46
47						47

310 INVESTMENT AND ADVANCES AFFILIATED COMPANIES

LINE NO.	OPENING BALANCE (f)	ADDITIONS (g)	DEDUCTIONS (IF OTHER THAN SALE EXPLAIN) (h)	CLOSING BALANCE (i)	DISPOSED OF PROFIT (LOSS) (j)	ADJUSTMENTS ACCOUNT 721.5 (k)	DIVIDENDS OR INTEREST CREDITED TO INCOME (L)	LINE NO.
1	\$ 240	\$	\$	\$ 240			\$	1
2	1			1				2
3	50			50				3
4	1748			1748				4
5	10			10				5
6	15	502		517				6
7	0			0				7
8	16			16				8
9	100			100				9
10	8			8				10
11	340			340				11
12	2			2				12
13	274			274				13
14	3			3				14
15	1880			1880				15
16	0			0				16
17	0			0				17
18	4811			4811				18
19	6900			6900			14000	19
20	24			24				20
21	0			0				21
22								22
23								23
24	\$ 16422	\$ 502	\$	\$ 16924			\$ 14000	24
25								25
26								26
27								27
28	33160	\$ 1176 (4)		34336				28
29	5739	7795 (1)		13534			\$ 7795	29
30	73			73				30
31	1176		1176 (4)	0				31
32	0	7795 (2)	7795 (3)	0				32
33								33
34	\$ 40148	\$ 16766	\$ 8971	\$ 47943			\$ 7795	34
35								35
36	\$ 56570	\$ 17268	\$ 8971	\$ 64867			\$ 21795	36
37								37
38	200			200			\$	38
39	184		50	134				39
40	1629	6		1635			128	40
41								41
42	\$ 2013	\$ 6	\$ 50	\$ 1969			\$ 128	42
43								43
44								44
45								45
46								46
47								47

310 INVESTMENT AND ADVANCES AFFILIATED COMPANIES

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-1	V11	Belt Railway Of Chicago, The	J	1
2			V11	Burlington Northern Dock Corporation		2
3			V11	Camas Prairie Railroad Company		3
4			V11	Davenport Rock Island & Northwestern Ry. Co.	J	4
5			V11	Denver Union Terminal Railway Company		5
6			V11	Galveston Terminal Ry.		6
7			V11	Houston Belt & Terminal Ry. Company		7
8			V11	Kansas City Terminal Railway Company	J	8
9			V11	Lake Superior Terminal & Transfer Ry. Co., The		9
10			V11	Longview Switching Company		10
11			V11	Paducah & Illinois Railroad Company		11
12			V11	Port Terminal R.R. Assoc.		12
13			V11	Terminal Railroad Assn. of St. Louis		13
14			V11	Wichita Union Terminal Ry. Company		14
15			V11	Wichita Terminal Association		15
16						16
17				Total Class E-1		17
18						18
19	721	E-3		Burlington Northern Inc.		19
20				Burlington Northern R.R. Properties Inc.		20
21				Clarkland Inc.		21
22					-----	22
23				Total Class E-3		23
24					-----	24
25				Total Class E		25
26					-----	26
27				Grand Total Account 721		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

310 INVESTMENT AND ADVANCES AFFILIATED COMPANIES

LINE NO.	OPENING BALANCE (f)	ADDITIONS (g)	DEDUCTIONS (IF OTHER THAN SALE EXPLAIN) (h)	CLOSING BALANCE (i)	DISPOSED OF PROFIT (LOSS) (j)	ADJUSTMENTS ACCOUNT 721.5 (k)	DIVIDENDS OR INTEREST CREDITED TO INCOME (L)	LINE NO.
1	\$ 1867	\$ 98		1965			\$ 112	1
2	4039	2426	1273	5192				2
3	567		91	476			30	3
4	4287	342	699	3930				4
5	628		39	589				5
6	155		25	130				6
7	2516	995	785	2726				7
8	8203	10	872	7341		2483		8
9	286			286			11	9
10	63			63				10
11	1310		21	1289			59	11
12	76	45	61	60				12
13	527	2142		2669				13
14	416			416				14
15	2			2				15
16								16
17	\$ 24942	\$ 6058	\$ 3866	\$ 27134		\$ 2483	\$ 212	17
18								18
19	194900	\$ 105100	\$ 300000 (5)	0			\$ 11220	19
20	5631	2226	5026	2831				20
21	10378		10378 (1)	0				21
22								22
23	\$ 210909	\$ 107326	\$ 315404	\$ 2831			\$ 11220	23
24								24
25	\$ 235851	\$ 113384	\$ 319270	29965		\$ 2483	\$ 11432	25
26								26
27	\$ 294434	\$ 130658	\$ 328291	\$ 96801 *		\$ 2483	\$ 33355	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

* EXCLUDES \$1687 EQUITY IN EARNINGS OF SUBSIDIARY COMPANIES

** EXCLUDES \$ 8713 EQUITY IN EARNINGS OF SUBSIDIARY COMPANIES

(1) CLARKLAND INC. INVESTMENTS ADVANCES OF \$ 7795 TRANSFERRED TO CLARKLAND STOCK AND PAID \$ 2583 CASH.

(2) RECEIVED STOCK OF MERIDIAN AGGREGATE FROM CLARKLAND INC. IN DIVIDENDS.

(3) DIVIDEND MERIDIAN AGGREGATE STOCK TO BURLINGTON NORTHERN INC. (PARENT COMPANY)

(4) 906 OLIVE MERGED WITH BURLINGTON NORTHERN PROPERTIES INC. JANUARY 1, 1985

(5) \$300,000 REPRESENTS INVESTMENTS TRANSFERRED TO BURLINGTON NORTHERN INC. (HOLDING COMPANY) BY DIVIDEND.

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	Balance at beginning of year	Adjustment for investments equity method	Equity in undistributed earnings (losses) during year	Amortization during year	Adjustment for investments disposed of or written down during year	Balance at close of year	Line No.
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	
Carriers: (List specifics for each company)								
1	Burlington Northern Dock Corp. Common Stock	(1)					(1)	1
2	Davenport, Rock Island & N.W. Ry. Co. Common Stk	87					87	2
3	Denver Union Terminal Ry.	(38)					(38)	3
4	Galveston Terminal Ry. Co.	(367)		17		(36)	(386)	4
5	Iowa Transfer Ry. Co.	19					19	5
6	Keokuk Union Depot Co.	32					32	6
7	Minnesota Transfer Ry. Co., The	985					985	7
8	Paducah & Illinois RR Co.	(86)					(86)	8
9	Portland Terminal RR Co.	(12)		44			32	9
10	Pueblo Union Depot & RR Co.	32				(32)	0	10
11	Western Fruit Express Co.	15 206		(13 523)			1 683	11
12	Winona Bridge Ry. Co.	269					269	12
13	Adj. for Great Midwest	40				(40)	0	13
Noncarrier: (List specifics for each company)								
14	rounding difference	3				(2)	1	14
15	Total carriers	16 169		(13 462)		(110)	2 597	15
16								16
17	Clarkland Inc. Common Stk	825		(7 396)			(6 571)	17
18	Clarkland Royalty, Inc.	32		(7)			25	18
19	906 Olive Corporation	435				(435)	0	19
20	Burlington Northern Railroad Properties Inc."	1 819		3 382		435	5 636	20
21								21
22	Total Noncarriers	3 111		(4 021)		0	(910)	22
23								23
24								24
25								25
26								26
27	Grand Total	19 280		(17 483)		(110)	1 687	27

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NOTES AND REMARKS

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 BN Inc. 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 BN Inc. Consolidated Mortgage.
- Footnote C - BNRR owns 100 shares subject to the CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BN Inc. 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 BN Inc. 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 BN Inc. Consolidated Mortgage. 913 shares are pledged under GN General Gold Bond Mortgage, and BN Inc. Consolidated Mortgage. 913 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BN Inc. Consolidated Mortgage.
- Footnote F - BNRR owns a total of 3,356 shares. 1,678 shares are pledged under GN General Gold Bond Mortgage and BN Inc. Consolidated Mortgage. 1,678 shares are pledged under BN Inc. 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 BN Inc. 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 BN Inc. Consolidated Mortgage. 598.5 shares are pledged under BN Inc. Consolidated Mortgage. 1,036 shares are pledged under GN General Gold Bond Mortgage and BN Inc. Consolidated Mortgage. 1,036 shares are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BN Inc. Consolidated Mortgage.
- Footnote J - BNRR owns 243 shares of which 121.5 shares are pledged under the BN Inc. Consolidated Mortgage.
- Footnote K - BNRR owns a total of 30-1/4 shares of the Houston Belt & Terminal Railway Company. These shares are pledged under the BN Inc. Consolidated Mortgage subject to a 1907 Stock Trust Agreement under which the shares are held by Manufacturers Hanover Trust Company.

Footnotes to Schedule 310 (Continued)

Footnote L - Investment advances are pledged under CB&Q First and Refunding Mortgage, GN General Gold Bond Mortgage, and BN Inc. Consolidated Mortgage as follows:

The Belt Railway Company of Chicago	\$ 435
Davenport, Rock Island & North Western Ry. Co.	1,292
Kansas City Terminal Railway Company	1,257

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 in 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 details in the corresponding portion of Schedule 330A may be omitted. However, line 44, Grand Total should be completed. The balances, by primary accounts, should, insofar as known, be stated in column (b), and all changes made during the year should be analyzed in columns (c) to (f), inclusive. Column (h) is the aggregate of columns (b) to (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, full explanation should be made in a footnote.
2. In column (c) are to be shown disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, and for the extension of old lines, as provided for in Instruction 2-1, "Items to be charged," of the Uniform System of Accounts for Railroad Companies for such items.
3. In column (d) is to be shown the cost of a railway or portion thereof, acquired as an operating entity or system by purchase, merger, consolidation, reorganization, receivership sale or transfer, or otherwise.
4. In columns (c) and (e) should be included all entries covering expenditures for additions and betterments, as defined, whether 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 sub 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 terms 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.

NOTES AND REMARKS

Instruction
Reference

Schedule 330

1. Line 7 Column (b) balance at beginning of year has been restated to exclude \$61 BN Manitoba Ltd. account 43 - Road and Equipment Property - Other and Line 9 Column (b) balance at beginning of year has been restated to exclude \$24 BN Manitoba Ltd. account 43 - Road and Equipment Property - Other.

Line 29 Column (b) balance at beginning of year has been restated to include \$85 BN Manitoba Ltd. account 43 - Road and Equipment Property - Other.

Line 29 Column (e) expenditures for additions and betterments during the year includes \$932 for estimated labor BNRR Co., not assignable to specific property accounts.

7. There was not an individual charge of \$100,000 or more made to account 2 in 1985.

338. 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 maintenance, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)	Line No
1		(2) Land for transportation purposes	134,412			1
2		(3) Grading	543,976			2
3		(4) Other right-of-way expenditures	5,161			3
4		(5) Tunnels and subways	45,592			4
5		(6) Bridges, trestles, and culverts	361,945			5
6		(7) Elevated structures	-			6
7		(8) Ties	973,049			7
8		(9) Rail and other track material	2,492,903			8
9		(11) Ballast	591,671			9
10		(13) Fences, snowsheds, and signs	16,996			10
11		(16) Station and office buildings	138,582			11
12		(17) Roadway buildings	27,728			12
13		(18) Water stations	3,753			13
14		(19) Fuel stations	21,861			14
15		(20) Shops and enginehouses	141,921			15
16		(22) Storage warehouses	-			16
17		(23) Wharves and docks	2,055			17
18		(24) Coal and ore wharves	21,460			18
19		(25) TOFC COFC terminals	29,143			19
20		(26) Communication systems	109,495			20
21		(27) Signals and interlockers	260,712			21
22		(29) Power plants	999			22
23		(31) Power-transmission systems	6,654			23
24		(35) Miscellaneous structures	3,083			24
25		(37) Roadway machines	103,302			25
26		(39) Public improvements - Construction	76,258			26
27		(40) Ship machinery	59,122			27
28		(45) Power-plant machinery	4,366			28
29		Other property and equipment	85			29
30		TOTAL EXPENDITURES FOR ROAD	6,176,284			30
31		(46) Computer systems and word processing equipment				31
32		(52) Locomotives	437,410			32
33		(53) Freight-train cars	1,223,887			33
34		(54) Passenger-train cars	-			34
35		(55) Highway revenue equipment	3,587			35
36		(56) Floating equipment	-			36
37		(57) Work equipment	108,865			37
38		(58) Miscellaneous equipment	57,022			38
39		TOTAL EXPENDITURES FOR EQUIPMENT	1,830,771			39
40		(76) Interest during construction	-			40
41		TOTAL	8,007,055			41
42		(80) Other elements of investment	-			42
43		(90) Construction in progress	92,899			43
44		GRAND TOTAL	8,099,954			44

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

Line No.	Cross Check	Expenditures for additions and betterments during the year (c)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1		523	1,614	(1,091)	133,321	1
2		12,531	11,567	964	544,940	2
3		(13)	76	(89)	5,072	3
4		64	1,443	(1,379)	44,213	4
5		25,374	6,916	18,458	380,403	5
6		-	-	-	-	6
7		128,382	78,243	50,139	1,023,188	7
8		210,931	102,046	108,885	2,601,788	8
9		63,295	40,772	22,523	614,194	9
10		333	379	(46)	16,950	10
11		16,273	4,951	11,322	149,904	11
12		1,050	555	495	28,223	12
13		41	165	(124)	3,629	13
14		899	747	152	22,013	14
15		7,271	4,640	2,631	144,552	15
16		-	-	-	-	16
17		2	52	(50)	2,005	17
18		1	623	(622)	20,838	18
19		21,500	32	21,468	50,611	19
20		15,279	1,524	13,755	123,250	20
21		32,190	1,612	30,578	291,290	21
22		77	188	(111)	888	22
23		137	96	41	6,695	23
24		92	2	90	3,173	24
25		30,937	8,849	22,088	125,390	25
26		9,241	1,112	8,129	84,387	26
27		2,612	1,942	670	59,792	27
28		(17)	48	(65)	4,301	28
29		932	-	932	1,017	29
30		579,937	270,194	309,743	6,486,027	30
31						31
32		58,381	28,253	30,128	467,538	32
33		4,278	75,767	(71,489)	1,152,398	33
34		-	-	-	-	34
35		816	27	789	4,376	35
36		-	-	-	-	36
37		11,373	2,930	8,443	117,308	37
38		23,828	3,934	19,894	76,916	38
39		98,676	110,911	(12,235)	1,818,536	39
40		-	-	-	-	40
41		1,786,13	381,105	797,508	8,304,513	41
42		-	-	-	-	42
43		(39,662)	-	(39,662)	53,237	43
44		638,951	381,105	257,846	8,357,800	44

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 781			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		(46) Computer systems and word processing equipment				31
32		(52) Locomotives				32
33		(53) Freight-train cars				33
34		(54) Passenger-train cars				34
35		(55) Highway revenue equipment				35
36		(56) Floating equipment				36
37		(57) Work equipment				37
38		(58) Miscellaneous equipment				38
39	*	TOTAL EXPENDITURES FOR EQUIPMENT				39
40		(76) Interest during construction				40
41		TOTAL				41
42		(80) Other elements of investment				42
43		(90) Construction in progress				43
44		GRAND TOTAL	14 061			44

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 5%				4
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		7 710	414	7 296	21 357	44

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 (e) and (f) show the depreciation base used to compute the depreciation charges for the month of December, in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 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. 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	543976	547817	1.26				
2	(4) Other, right-of-way expenditures	5161	5122	2.00				
3	(5) Tunnels and subways	45592	44572	.83				
4	(6) Bridges, trestles, and culverts	361945	381206	1.38	ACCOUNT 732			
5	(7) Elevated structures				DOES NOT EXCEED			5%
6	(8) Ties	973043	1028715	2.94	OF ACCOUNT 731			
7	(9) Rail and other track material	2491404	2612182	3.13				
8	(11) Ballast	591710	616873	2.27				
9	(13) Fences, snow sheds, and signs	16996	16998	2.00				
10	(16) Station and office buildings	138582	148063	1.92				
11	(17) Roadway buildings	27728	28400	2.63				
12	(18) Water stations	3752	3635	2.86				
13	(19) Fuel stations	21861	21840	3.63				
14	(20) Shops and enginehouses	141921	146624	2.09				
15	(22) Storage warehouses							
16	(23) Wharves and docks	2055	2005					
17	(24) Coal and ore wharves	21460	21428	1.39				
18	(25) TOFC COFC terminals	29143	48559	3.71				
19	(26) Communication systems	109495	123145	2.81				
20	(27) Signals and interlockers	260712	289571	2.26				
21	(29) Power plants	999	889	2.50				
22	(31) Power-transmission systems	6654	6696	3.06				
23	(35) Miscellaneous structures	3083	3155	3.03				
24	(37) Roadway machines	103302	123399	3.84				
25	(39) Public improvements—Construction	76258	80347	1.87				
26	(44) Shop machinery	59122	59859	3.06				
27	(45) Power-plant machinery	4366	4349	3.84				
28	All other road accounts	85	85	1.00				
29	Amortization (other than defense projects)							
30	TOTAL ROAD	6040405	6365534	2.15				
31	EQUIPMENT							
	(46) Computer systems and word processing equipment							
32	(52) Locomotives	435674	467033	(1)				
33	(53) Freight-train cars	1222596	1155083	(2)				
34	(54) Passenger-train cars							
35	(55) Highway revenue equipment	3587	4376	9.78				
36	(56) Floating equipment							
37	(57) Work equipment	108688	114871	3.92				
38	(58) Miscellaneous equipment	57022	73725	(3)				
39	TOTAL EQUIPMENT	1827567	1815088	3.61				
40	GRAND TOTAL	7867972	8180622					

(1) (2) (3) See Notes on Page 31A

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 39.

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	145547	3821		11481		137887	1
2		(4) Other, right-of-way expenditures	1235	102		76		1261	2
3		(5) Tunnels and subways	13895	390		1444		12841	3
4		(6) Bridges, trestles, and culverts	178402	5156		7011		176547	4
5		(7) Elevated structures							5
6		(8) Ties	281487	29083		88315		222255	6
7		(9) Rail and other track material	764402	90217		80795		773824	7
8		(11) Ballast	94911	13765		40836		67840	8
9		(13) Fences, snow sheds, and signs	14397	337		382		14352	9
10		(16) Station and office buildings	44484	3599		4613		43470	10
11		(17) Roadway buildings	4863	748		557		5054	11
12		(18) Water stations	3288	106		164		3230	12
13		(19) Fuel stations	5210	793		745		5258	13
14		(20) Shops and enginehouses	38548	3040		4653		36935	14
15		(22) Storage warehouses							15
16		(23) Wharves and docks	2016			52		1964	16
17		(24) Coal and ore wharves	12777	297		613		12461	17
18		(25) TOFC/COFC terminals	4417	1323		32		5708	18
19		(26) Communication systems	39394	3245		1555		41084	19
20		(27) Signals and interlockers	80193	6199		1584		84808	20
21		(29) Power plants	(27)	24		194		(197)	21
22		(31) Power-transmission systems	4373	204		96		4481	22
23		(35) Miscellaneous structures	1177	93		5		1265	23
24		(37) Roadway machines	35154	4619		8760		31013	24
25		(39) Public improvements—Construction	20560	1120		1053		20627	25
26		(44) Shop machinery*	19768	1849		1958		19659	26
27		(45) Power-plant machinery*	2409	169		49		2529	27
28		All other road accounts	23	1		(338)		362	28
29		Amortization (Adjustments):							29
30		TOTAL ROAD	1812903	170300		256685		1726518	30
EQUIPMENT									
31		(46) Computer systems and word processing equipment							31
32	*	(52) Locomotives	255219	16934		26353		245800	32
33	*	(53) Freight-train cars	349474	34621		67472		316623	33
34	*	(54) Passenger-train cars							34
35	*	(55) Highway revenue equipment	779	375		26		1128	35
36	*	(56) Floating equipment							36
37	*	(57) Work equipment	30045	4413		2551		31907	37
38	*	(58) Miscellaneous equipment	17585	7603		3295		21893	38
39	*	Amortization Adjustments							39
40		TOTAL EQUIPMENT	653102	63946		99697		617351	40
41		GRAND TOTAL	2466005	234246		356382		2343869	41

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

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

NOTES AND REMARKS

Notes Relating to Schedule 332 Depreciation Base and Rates, Page 30

- (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. Revised January 1, 1984.
- (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. Revised January 1, 1984.
- (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. Revised January 1, 1984.

Notes Relating to Schedule 335-Accumulated Depreciation, Page 31

<u>CREDITS TO RESERVE</u>	<u>ROAD</u>	<u>EQUIPMENT</u>
Debits for Depreciation on Property of respondent	\$170,300	\$63,946
Depreciation on Improvements Leased from Others (733)	181	272
Depreciation on Shop Machinery *	(1,849)	1,849
Depreciation on Capital Lease-Computers **	(1,004)	1,004
Credits for Capitalized Machinery and Equipment Depreciation Note 1	<u>(1,637)</u>	<u>(1,608)</u>
Total Accumulated Depreciation Expense Schedule 410, Lines 136, 137, 138, 213, 232, 317	\$165,991	\$65,463

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

** Depreciation on computer and DPE classified as equipment under 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.

Col. E, Line 28 represents payroll estimated variance.

Road Initials: BNRR Year 19 85

NOTES AND REMARKS

Depreciation Rates for Locomotives and Freight Train Cars

<u>Acct. No.</u>	<u>Name</u>	<u>Rate (Percent)</u>
52	Locomotives	
	Multi-Purpose	2.44
	Diesel Road	4.10
	Diesel Switch	2.18
	Spare Parts	3.40
53	Freight Train Cars	
	Box Cars - 40' (s.h., new and rebuilt)	14.60
	Box Cars - 50' and larger	3.65
	Equipped Box Cars	2.80
	Gondola Cars	3.80
	Equipped Gondola Cars	3.43
	Covered Hopper Cars	2.17
	Open-top Hopper Cars - Gen. Service	3.25
	Open-top Hopper Cars - Spec. Service	2.00
	Refrigerator Cars - Non-mechanical	3.50
	Refrigerator Cars - Mechanical	2.52
	Flat Cars - TOFC/COFC	3.85
	Flat Cars - Gen. Service	3.20
	Flat Cars - Other	2.44
	All Other Freight Cars (excl. Cabooses)	2.58
	Cabooses	2.87
	Miscellaneous	7.15
	Spare Parts	2.92
55	Highway Revenue Equipment	9.78
57	Work Equipment	3.92
58	Miscellaneous Equipment	
	Automobiles	23.33
	Trucks	12.00
	Airplanes	7.75
	Other Equipment	9.09
	Miscellaneous Equipment	7.75

Effective January 1, 1984

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							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		(46) Computer systems and word processing equipment							31
32		(52) Locomotives							32
33		(53) Freight-train cars							33
34		(54) Passenger-train cars							34
35		(55) Highway revenue equipment							35
36		(56) Floating equipment							36
37		(57) Work equipment							37
38		(58) Miscellaneous equipment							38
39		Amortization Adjustments							39
40		TOTAL EQUIPMENT							40
41		GRAND TOTAL	NONE					NONE	41

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

308. 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 40 of these columns show the composite percentage of 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 AND EQUIPMENT LEASED (732)			4
5	(7) Elevated structures				5
6	(8) Ties	FROM OTHERS IS LESS THAN 5% OF TOTAL OWNED.			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	(46) Computer systems and word processing equipment				31
32	(52) Locomotives				32
33	(53) Freight-train cars				33
34	(54) Passenger-train cars				34
35	(55) Highway revenue equipment				35
36	(56) Floating equipment				36
37	(57) Work equipment				37
38	(58) Miscellaneous equipment				38
39	Amortization Adjustments				39
40	TOTAL EQUIPMENT				40
41	GRAND TOTAL				41

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

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. Details 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. However, line 39, Grand Total, should be completed.

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 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							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	1 146	181		209		1 118	29
		EQUIPMENT							
30		(46) Computer systems and word processing equipment							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 EQUIPMENT	117	271		94		294	38
39		GRAND TOTAL	1 263	452		303		1 412	39

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

Road Initials: **BNRR**

Year 19 **85**

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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 38 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 accounts 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				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	(46) Computer systems and word processing equipment				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			N/A	37
38	TOTAL EQUIPMENT				38
39	GRAND TOTAL				39

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. Details 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. However, line 39, Grand Total, should be completed.

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							1
2		(4) Other, right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles, and culverts	Total road leased to 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		TOTAL ROAD							29
		EQUIPMENT							
30		(46) Computer systems and word processing equipment							30
31		(52) Locomotives							31
32		(53) Freight-train cars							32
33		(54) Passenger-train cars	Total equipment leased to 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		TOTAL EQUIPMENT							38
39		GRAND TOTAL	NONE					NONE	39

Depreciation on Equipment Leased to Others is charged to Operating Expenses.

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 in column (d) and (e). 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. Report miles in whole numbers.

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 24, 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 used (See Ins. 4) (whole number)	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	24 045	8 379 157	2 365 954	1
2						2
3		Add Leased from Others:				3
4	O	ATSF-Pittsburg, KS - Land & Track		55	30	4
5	O	CNW-Leavenworth, KS - Switch & Track		-	-	5
6	O	DMIR-Chisholm, MN - Turnout Track		2	1	6
7	O	Iron Corp.-Duluth, MN - Switch Track		**		7
8	O	LacQuiParle Reg. Rail Auth. Hanley Falls to Madison, MN - Track	36	**		8
9	O	Shippers Consortium, Inc. - Council Bluffs, NE to Bayard, IA - Track	100			9
10	O	SP-Klamath Falls, OR - Switch Track & Track		5	*	10
11	O	State of SD-MN St. Line to Mobridge, SD-Track	203	**		11
12	O	ST,SW- Rio to Hampton, TX - 2nd Track		**		12
13	O	UP-Garrison to Butte, MT - Track	52	1 354	*	13
14	O	US Govt - Shelton to Rangor & Bremerton, WA - Track	48	**		14
15	O	Oklahoma City, OK - Land		10		15
16		TOTAL	439	1 426	31	16
17						17
18		Deduct - Leased to Others:				18
19	O	CNW - Leavenworth, KS - Land		15		19
20	O	CNW - Minneapolis, MN - Track		48	14	20
21	O	DMIR - Hibbing, MN - Turnout		4	1	21
22	O	MKT - Rosedale, KS - Driveway		2		22
23	O	SOT - So. Omaha, NE - Yard Tracks		30	9	23
24		TOTAL		99	24	24
25						25
26						26
27						27
28						28
29						29
30						30
31		TOTAL	24 484	8 380 484	2 365 961	31

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 44 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 37 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	133 335			29	1
2		(3) Grading	545 638			313	2
3		(4) Other, right-of-way expenditures	5 348				3
4		(5) Tunnels and subways	44 213				4
5		(6) Bridges, trestles, and culverts	381 055			67	5
6		(7) Elevated structures	-				6
7		(8) Ties	1 023 499			244	7
8		(9) Rail and other track material	2 605 351			523	8
9		(11) Ballast	614 544			68	9
10		(13) Fences, snow sheds, and signs	16 370			2	10
11		(16) Station and office buildings	156 373			25	11
12		(17) Roadway buildings	29 431			12	12
13		(18) Water stations	3 632			21	13
14		(19) Fuel stations	22 015			2	14
15		(20) Shops and enginehouses	144 552			10	15
16		(22) Storage warehouses	-				16
17		(23) Wharves and docks	2 005				17
18		(24) Coal and ore wharves	20 929				18
19		(25) TOFC/COFC terminals	50 620				19
20		(26) Communication systems	123 491			2	20
21		(27) Signals and interlockers	291 691			(2)	21
22		(29) Power plants	888				22
23		(31) Power-transmission systems	6 695				23
24		(35) Miscellaneous structures	3 173				24
25		(37) Roadway machines	125 390			(2)	25
26		(39) Public improvements—Construction	84 443			5	26
27		(44) Shop machinery	59 792				27
28		(45) Power-plant machinery	4 301				28
29		Leased property capitalized rentals (explain)					29
30		Other (specify and explain) (2)	1 017				30
31		Total expenditures for road	5 500 391			1 319	31
32		(46) Computer systems and word processing equipment					32
33		(52) Locomotives	472 427				33
34		(53) Freight-train cars	1 152 550				34
35		(54) Passenger-train cars	-				35
36		(55) Highway revenue equipment	4 376				36
37		(56) Floating equipment	-				37
38		(57) Work equipment	117 308				38
39		(58) Miscellaneous equipment	78 867				39
40		Total expenditures for equipment	1 825 528				40
41		(76) Interest during construction	-			8	41
42		(80) Other elements of investment	-				42
43		(90) Construction work in progress	53 238				43
44		GRAND TOTAL	8 379 157			1 327	44

(2) \$85 BN Manitoba Ltd., Acct. 43. Road and Equipment Property - Other and \$935 estimated labor for BNRR Co., not assignable to specific property accts.

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
Lines 135 thru 137, column (f)	=	Line 31, column (b)
Lines 117 thru 122, and 129 thru 134, column (f)	=	Line 31, column (c)
		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, 208, 211, 212, column (f)	=	Lines 5, 38, column (f)
Lines 226, 227, column (f)	=	Lines 24, 39, column (f)
Lines 311, 312, 315, 316, column (f)	=	Lines 32, 35, 36, 37, 40, 41, column (f)
		And
		Schedule 414
		Minus line 24, columns (b) thru (d) plus line 24, columns (e) thru (g)
		Schedule 415
Line 213, column (f)	=	Lines 5, 38, columns (c) and (d)
Line 232, column (f)	=	Lines 24, 39, columns (c) and (d)
Line 317, column (f)	=	Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)
Lines 202, 203, 216, column (f) (equal to or greater than, but variance cannot exceed line 216, column (f))	=	Lines 5, 38, column (b)
Lines 221, 222, 235, column (f) (equal to or greater than, but variance cannot exceed line 235, column (f))	=	Lines 24, 39, column (b)
Lines 302 thru 307 and 320, column (f) (equal to or greater than, but variance cannot exceed line 320, column (f))	=	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)

ROAD INITIALS: BNRR YEAR: 1985

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 41

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	4,098	94	1,085	4,880	10,157	110	10,267
2	BRIDGES AND BUILDINGS	1,112	461	167	1,320	3,060	34	3,094
3	SIGNAL	3,468	182	250	929	4,829	39	4,868
4	COMMUNICATION	2,492	124	177	684	3,477	43	3,520
5	OTHER	5,725	777	798	2,694	9,994	159	10,153
REPAIR AND MAINTENANCE:								
6	ROADWAY - RUNNING	17,605	543-	5,396	346	22,804	33	22,837
7	ROADWAY - SWITCHING	1,426	61	40	8	1,535	16	1,551
8	TUNNELS AND SUBWAYS - RUNNING	134	17	516	10	677	2	679
9	TUNNELS AND SUBWAYS - SWITCHING	5	7			12		12
10	BRIDGES AND CULVERTS - RUNNING	10,297	4,156	3,740	1,171	19,364	13	19,377
11	BRIDGES AND CULVERTS - SWITCHING	240	98	13-	7	332	1	333
12	TIES - RUNNING	6,150	1,244	111	252	7,757	9	7,766
13	TIES - SWITCHING	850	406	90	6	1,352	7	1,359
14	RAIL AND OTHER TRACK MATERIAL - RUNNING	57,483	12,877	7,007	1,088	79,255	100	79,355
15	RAIL AND OTHER TRACK MATERIAL - SWITCHING	8,214	1,303	220-	35	9,332	63	9,395
16	BALLAST - RUNNING	10,069	108-	1,929	418	12,308	18	12,326
17	BALLAST - SWITCHING	848	162	1	11	1,022	11	1,033
18	ROAD PROPERTY DAMAGED - RUNNING	2,077	1,251	1,488-	46	1,886	3	1,889
19	ROAD PROPERTY DAMAGED - SWITCHING	750	156	42	3	951	10	961
20	ROAD PROPERTY DAMAGED - OTHER	189	27-	215	10-	367	1	368
21	SIGNALS AND INTERLOCKERS - RUNNING	20,104	10,297	107	862	31,370	327	31,697
22	SIGNALS AND INTERLOCKERS - SWITCHING	1,245	439	188	1	1,873	6	1,879
23	COMMUNICATION SYSTEMS	12,010	4,267	455	615	17,347	83	17,430
24	POWER SYSTEMS	1,240	433	39	2	1,714	43	1,757
25	HIGHWAY GRADE CROSSING - RUNNING	5,837	1,688	650	119	8,294	22	8,316
26	HIGHWAY GRADE CROSSING - SWITCHING	280	48	436-	1-	109-	3	106-
27	STATION AND OFFICE BUILDINGS	2,632	1,007	2,068	79	5,786	103	5,889
28	SHOP BUILDINGS - LOCOMOTIVES	4,398	538	236	17	5,189	10	5,199
29	SHOP BUILDINGS - FREIGHT CARS	1,021	283	255	13	1,572		1,572
30	SHOP BUILDINGS - OTHER EQUIPMENT	201	156	339	6-	690		690

LINE NO.	NAME OF ACCOUNT	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
	(A)							
	WAY AND STRUCTURES - CONTINUED:							
	REPAIR AND MAINTENANCE - CONTINUED:							
101	LOCOMOTIVE SERVICING FACILITIES	272	226	265	2	765	12	777
102	MISCELLANEOUS BUILDINGS AND STRUCTURES	4,026	1,398	763	75	6,264	138	6,402
103	COAL TERMINALS							
104	ORE TERMINALS	1,150	1,621	130-	4	2,653		2,653
105	OTHER MARINE TERMINALS							
106	TOFC-COC TERMINALS	281	809	2,360	8	3,458		3,458
107	MOTOR VEHICLE LOADING AND DISTRIBUTION	28	12	53		93		93
108	FACILITIES FOR OTHER SPEC SVC OPERATIONS	26	51	37		114		114
109	ROADWAY MACHINES	9,045	22,559	1,941	844	34,389	36	34,425
110	SHARP TOOLS AND SUPPLIES	118	10,329	971	13	11,431	3	11,434
111	SNOW REMOVAL	6,689	69	386	38	7,182	150	7,332
112	FRINGE BENEFITS - RUNNING				39,469	39,469	161	39,630
113	FRINGE BENEFITS - SWITCHING				4,232	4,232	33	4,265
114	FRINGE BENEFITS - OTHER				28,549	28,549	215	28,764
115	CASUALTIES AND INSURANCE - RUNNING				9,964	9,964	14	9,978
116	CASUALTIES AND INSURANCE - SWITCHING				740	740		740
117	CASUALTIES AND INSURANCE - OTHER				3,140	3,140	2	3,142
118	LEASE RENTALS DEBIT - RUNNING			504		504		504
119	LEASE RENTALS DEBIT - SWITCHING			5		5		5
120	LEASE RENTALS DEBIT - OTHER			18,356		18,356		18,356
121	LEASE RENTALS CREDIT - RUNNING			9-		9-		9-
122	LEASE RENTALS CREDIT - SWITCHING			36-		36-		36-
123	LEASE RENTALS CREDIT - OTHER			4,052		4,052		4,052
124	JOINT FACILITY RENT DEBIT - RUNNING			680		680		680
125	JOINT FACILITY RENT DEBIT - SWITCHING			110		110		110
126	JOINT FACILITY RENT DEBIT - OTHER			5,764-		5,764-		5,764-
127	JOINT FACILITY RENT CREDIT - RUNNING			1,043-		1,043-		1,043-
128	JOINT FACILITY RENT CREDIT - SWITCHING			31-		31-		31-
129	JOINT FACILITY RENT CREDIT - OTHER			62		62		62
130	OTHER RENTS DEBIT - RUNNING			7		7		7
131	OTHER RENTS DEBIT - SWITCHING			1,014		1,014		1,014
132	OTHER RENTS DEBIT - OTHER			3		3		3
133	OTHER RENTS CREDIT - RUNNING			54-		54-		54-
134	OTHER RENTS CREDIT - SWITCHING			149,878		149,878	275	150,153
135	OTHER RENTS CREDIT - OTHER			16,113		16,113	106	16,219
136	DEPRECIATION - RUNNING			13,781		13,781		13,781
137	DEPRECIATION - SWITCHING			4,712		4,712	6	4,718
138	DEPRECIATION - OTHER			1,083		1,083		1,083
139	JOINT FACILITY DEBIT - RUNNING			9,414-		9,414-		9,414-
140	JOINT FACILITY DEBIT - SWITCHING			2,206-		2,206-		2,206-
141	JOINT FACILITY DEBIT - OTHER			3-		3-		3-
142	JOINT FACILITY CREDIT - RUNNING			538		538		538
143	JOINT FACILITY CREDIT - SWITCHING			115		115		115
144	JOINT FACILITY CREDIT - OTHER			38		38		38
145	DISMANTLING RETIRED ROAD PROPERTY - RUNNING	269	7	253	9	538		538
146	DISMANTLING RETIRED ROAD PROPERTY - SWITCHING	115				115		115
147	DISMANTLING RETIRED ROAD PROPERTY - OTHER	38	7	927	1	973	6	979
148	OTHER - RUNNING	5,282-	710	203	967	3,402-	1	3,401-
149	OTHER - SWITCHING	333		6	56	397		397
150	OTHER - OTHER	173-	638	2,458	809	3,732	1	3,733
151	TOTAL WAY AND STRUCTURES	199,145	80,290	60,046	271,312	610,793	2,428	613,221

ROAD INITIALS: BNRR YEAR: 1985

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 43

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	5,409	183	611	683	6,886	251	7,137
202	REPAIR AND MAINTENANCE	60,468	121,476	3,774	467	186,185	2,496	188,681
203	MACHINERY REPAIR	1,922	1,239	110		3,271	5	3,276
204	EQUIPMENT DAMAGED	491	600	2		1,093	1	1,094
205	FRINGE BENEFITS				23,126	23,126	337	23,463
206	OTHER CASUALTIES AND INSURANCE				925-	925-	60	865-
207	LEASE RENTALS - DEBIT			66,121		66,121	75	66,196
208	LEASE RENTALS - CREDIT			13-		13-		13-
209	JOINT FACILITY RENTS - DEBIT			143		143		143
210	JOINT FACILITY RENTS - CREDIT			357-		357-		357-
211	OTHER RENTS - DEBIT			2,387		2,387		2,387
212	OTHER RENTS - CREDIT			2,553-		2,553-		2,553-
213	DEPRECIATION				17,618	17,618	13	17,631
214	JOINT FACILITY - DEBIT			762		762		762
215	JOINT FACILITY - CREDIT			561-		561-		561-
216	REPAIRS BILLED TO OTHERS - CREDIT			1,431-		1,431-		1,431-
217	DISMANTLING RETIRED PROPERTY	9				9		9
218	OTHER	148-	600	112	380	944	3	947
219	TOTAL LOCOMOTIVES	68,151	124,098	69,107	41,349	302,705	3,241	305,946
FREIGHT CARS:								
220	ADMINISTRATION	4,581	276	279	605	5,741		5,741
221	REPAIR AND MAINTENANCE	45,940	71,899	23,133	975	141,947		141,947
222	MACHINERY REPAIR	1,141	1,001	228		2,370		2,370
223	EQUIPMENT DAMAGED	2,750	3,604	10,759		17,113		17,113
224	FRINGE BENEFITS				19,077	19,077		19,077
225	OTHER CASUALTIES AND INSURANCE				8,040	8,040		8,040
226	LEASE RENTALS - DEBIT			21,442		21,442		21,442
227	LEASE RENTALS - CREDIT			1,979-		1,979-		1,979-
228	JOINT FACILITY RENTS - DEBIT							
229	JOINT FACILITY RENTS - CREDIT			57-		57-		57-
230	OTHER RENTS - DEBIT			202,651		202,651		202,651
231	OTHER RENTS - CREDIT			72,665-		72,665-		72,665-
232	DEPRECIATION				35,772	35,772		35,772
233	JOINT FACILITY - DEBIT			663		663		663
234	JOINT FACILITY - CREDIT			576-		576-		576-
235	REPAIRS BILLED TO OTHERS - CREDIT			64,211-		64,211-		64,211-
236	DISMANTLING RETIRED PROPERTY	488	95	1		584		584
237	OTHER	15	985	543	828	1,971		1,971
238	TOTAL FREIGHT CARS	54,915	77,460	120,211	65,297	317,883		317,883

ROAD INITIALS: BHRR YEAR: 1985

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 44

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	468	124	131	317	1,040	394	1,434
REPAIR AND MAINTENANCE:								
302	TRUCKS, TRACTORS & CONTAINERS - REVENUE SVC	740	1,090	5,191	7	7,028		7,028
304	PASSENGER AND OTHER REVENUE EQUIPMENT	349	24	136	59-	450	2,363	2,813
305	COMPUTERS AND DATA PROCESSING SYSTEMS	28	3	4,133	2	4,166	13	4,179
306	MACHINERY	306	573	135		1,014	9	1,023
307	WORK AND NON-REVENUE EQUIPMENT	940-	2,692	10,466	102	12,320	24	12,344
308	EQUIPMENT DAMAGED	324	215	4,463	1	5,003		5,003
309	FRINGE BENEFITS				1,408	1,408	385	1,793
310	OTHER CASUALTIES AND INSURANCE				1,172	1,172	7	1,179
311	LEASE RENTALS - DEBIT			39,299		39,299	744	40,043
312	LEASE RENTALS - CREDIT			54-		54-		54-
313	JOINT FACILITY RENTS - DEBIT			90		90		90
314	JOINT FACILITY RENTS - CREDIT			1-		1-		1-
315	OTHER RENTS - DEBIT			25,977		25,977		25,977
316	OTHER RENTS - CREDIT			8,314-		8,314-		8,314-
317	DEPRECIATION				12,073	12,073	81	12,154
318	JOINT FACILITY - DEBIT			1,763		1,763		1,763
319	JOINT FACILITY - CREDIT			915-		915-		915-
320	REPAIRS BILLED TO OTHERS - CREDIT			2,887-		2,887-		2,887-
321	DISMANTLING RETIRED PROPERTY	7				7		7
322	OTHER	149	549	77	178-	597	2	599
323	TOTAL OTHER EQUIPMENT	1,431	5,270	79,690	14,845	101,236	4,022	105,258
324	TOTAL EQUIPMENT	124,497	206,828	269,008	121,491	721,824	7,263	729,087

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BURLINGTON NORTHERN

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ROAD INITIALS: BHRR YEAR: 1985

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

PAGE 45

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	7,363	746	1,663	2,607	12,601	73	12,674
402	ENGINE CREWS	111,652	7	2,211	7,253	121,143	2,115	123,253
403	TRAIN CREWS	267,003	1,456	5,255	13,870	287,584	3,460	291,044
404	DISPATCHING TRAINS	14,439	2	746	389	15,576	129	15,705
405	OPERATING SIGNALS AND INTERLOCKERS	3,089	105	3,191	4	6,389	317	6,706
406	OPERATING DRAWBRIDGES	1,526		72		1,598		1,598
407	HIGHWAY CROSSING PROTECTION	756		506	10-	1,252		1,252
408	TRAIN INSPECTION AND LUBRICATION	14,371	630	275	44-	15,232	598	15,830
409	LOCOMOTIVE FUEL	444	382,742	19	2	383,207	33	383,240
410	ELECTRIC PWR PURCH/PRODUCED FOR MOTIVE POWER							
411	SERVICING LOCOMOTIVES	30,052	15,718	861	12-	46,619	585	47,204
412	FREIGHT LOST OR DAMAGED - SOLELY RELATED				4,075	4,075		4,075
413	CLEARING WRECKS	1,803	235	3,605	307	5,950	3	5,953
414	FRINGE BENEFITS				147,491	147,491	2,346	149,837
415	OTHER CASUALTIES AND INSURANCE				28,104	28,104	85	28,189
416	JOINT FACILITY - DEBIT			16,842		16,842		16,842
417	JOINT FACILITY - CREDIT			5,303-		5,303-		5,303-
418	OTHER	458-	642	2,723	5,849	8,756	1	8,757
419	TOTAL TRAIN OPERATIONS	452,040	402,283	32,686	210,107	1,097,116	9,745	1,106,861
YARD OPERATIONS:								
420	ADMINISTRATION	5,834	417	162	357	6,770	30	6,800
421	SWITCH CREWS	100,280	1-	169	27	100,475	528	101,003
422	CONTROLLING OPERATIONS	11,791	133	989	335	13,248	167	13,415
423	YARD TERMINAL CLERICAL	41,807	1,421	2,742	97	46,067		46,067
424	OPERATING SWITCHES SIGNALS RETARDERS & HUMPS	2,213	443	161	3	2,820	62	2,882
425	LOCOMOTIVE FUEL	74	28,992			29,066	37	29,103
426	ELECTRIC PWR PURCH/PRODUCED FOR MOTIVE POWER		10			10		10
427	SERVICING LOCOMOTIVES	2,109	1,165	34		3,308	45	3,353
428	FREIGHT LOST OR DAMAGED - SOLELY RELATED				642	642		642
429	CLEARING WRECKS	1,068	18	1,337	3	2,426		2,426
430	FRINGE BENEFITS				50,094	50,094	246	50,340
431	OTHER CASUALTIES AND INSURANCE				6,057	6,057	1	6,058
432	JOINT FACILITY - DEBIT			14,733		14,733		14,733
433	JOINT FACILITY - CREDIT			7,273-		7,273-		7,273-
434	OTHER	341-	15	470	83-	61	830	891
435	TOTAL YARD OPERATIONS	164,835	32,613	13,524	57,532	268,504	1,946	270,450

ROAD INITIALS: BNRR YEAR: 1985

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

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LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
TRANSPORTATION - CONTINUED:								
TRAIN AND YARD OPERATIONS COMMON:								
501	CLEANING CAR INTERIORS	446	1	529	1	977	1,104	2,081
502	ADJUSTING AND TRANSFERRING LOADS	187	41	1,248		1,476		1,476
503	CAR LOADING DEVICES AND GRAIN DOORS		237	18		255		255
504	FREIGHT LOST OR DAMAGED - ALL OTHER				9,053	9,053		9,053
505	FRINGE BENEFITS				159	159	350	509
506	TOTAL TRAIN AND YARD OPERATIONS COMMON	633	279	1,795	9,213	11,920	1,454	13,374
SPECIALIZED SERVICE OPERATIONS:								
507	ADMINISTRATION	7,030	267	1,088	600	8,985		8,985
508	PICK-UP AND DELIVERY, AND MARINE LINE HAUL	263	88	2,138	196	2,685		2,685
509	LOADING AND UNLOADING LOCAL MARINE	4,852	643	17,953	5	23,453		23,453
510	PROTECTIVE SERVICES	1,307	66	846	15	2,234		2,234
511	FREIGHT LOST OR DAMAGED - SOLELY RELATED				16	16		16
512	FRINGE BENEFITS				4,169	4,169		4,169
513	CASUALTIES AND INSURANCE				6-	6-		6-
514	JOINT FACILITY - DEBIT							
515	JOINT FACILITY - CREDIT							
516	OTHER	50-	24	1,100	326	1,400		1,400
517	TOTAL SPECIALIZED SERVICE OPERATIONS	13,402	1,088	23,125	5,321	42,936		42,936
ADMINISTRATIVE SUPPORT OPERATIONS:								
518	ADMINISTRATION	10,082	118	996	1,601	12,797	65	12,862
519	EMPLOYEES PERFORM CLERICAL & ACCTG FUNCTIONS	51,936	1,543	6,736	298	60,513	877	61,390
520	COMMUNICATION SYSTEM OPERATION	2,487	79	9,630	5-	12,191	22	12,213
521	LOSS AND DAMAGE CLAIMS PROCESSING	1,493		57	11	1,561		1,561
522	FRINGE BENEFITS				21,497	21,497	283	21,780
523	CASUALTIES AND INSURANCE				570	570		570
524	JOINT FACILITY - DEBIT			705		705		705
525	JOINT FACILITY - CREDIT			1,006-		1,006-		1,006-
526	OTHER	14	12	29	64	119	54	173
527	TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	66,012	1,752	17,147	24,036	108,947	1,301	110,248
528	TOTAL TRANSPORTATION	696,922	438,015	88,277	306,209	1,529,423	14,446	1,543,869

ROAD INITIALS: BNRR YEAR: 1985

410. RAILWAY OPERATING EXPENSES (IN THOUSANDS)

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LINE NO.	NAME OF ACCOUNT (A)	FREIGHT SALARIES AND WAGES (B)	FREIGHT MATERIAL SUPPLIES (C)	FREIGHT PURCHASED SERVICES (D)	FREIGHT GENERAL (E)	FREIGHT TOTAL EXPENSE (F)	PASSENGER (G)	TOTAL (H)
GENERAL AND ADMINISTRATIVE:								
601	OFFICERS - GENERAL AND ADMINISTRATIVE	37,156	3,637	8,072	15,153	62,818	782	63,600
602	ACCOUNTING, AUDITING, AND FINANCE	24,992	1,386	4,620	309	31,307	274	31,581
603	MANAGEMENT SERVICES AND DATA PROCESSING	10,915	1,184	2,931	872	15,902	253	16,155
604	MARKETING	10,924	94	4,577	2,098	17,693		17,693
605	SALES	15,774	373	2,741	4,547	23,435		23,435
606	INDUSTRIAL DEVELOPMENT	2,371		71	593	3,035		3,035
607	PERSONNEL AND LABOR RELATIONS	7,396	105	3,319	2,661	13,481	102	13,583
608	LEGAL AND SECRETARIAL	8,479	182	12,896	2,167	23,724	338	24,062
609	PUBLIC RELATIONS AND ADVERTISING	883	27	1,105	355	2,370		2,370
610	RESEARCH AND DEVELOPMENT	185	114	1,660	328	2,287		2,287
611	FRINGE BENEFITS				45,971	45,971	424	46,395
612	CASUALTIES AND INSURANCE				1,805	1,805		1,805
613	WRITEDOWN OF UNCOLLECTIBLE ACCOUNTS				1,433	1,433	5	1,438
614	PROPERTY TAXES				45,106	45,106	286	45,392
615	OTHER TAXES EXCEPT ON CORP INCOME OR PAYROLL				32,660	32,660	358	33,018
616	JOINT FACILITY - DEBIT			3,059		3,059		3,059
617	JOINT FACILITY - CREDIT			41-		41-		41-
618	OTHER	1,089	13-	1,919	43,636	46,631	4	46,635
619	TOTAL GENERAL AND ADMINISTRATIVE	120,164	7,089	47,729	197,694	372,676	2,826	375,502
620	TOTAL CARRIER OPERATING EXPENSES	1,140,728	732,222	465,060	896,706	3,234,716	26,963	3,261,679

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, 135, 136, and 137.
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 117 through 122, plus lines 129 through 134.
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 352B 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 1-29.
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	130		1
2		3	Grading	3 821			2
3		4	Other right-of-way expenditures	108			3
4		5	Tunnels and subways	390			4
5		6	Bridges, trestles and culverts	5 165			5
6		7	Elevated structures	-			6
7		8	Ties	29 083	130		7
8		9	Rail and other track material	90 217	261		8
9		11	Ballast	13 765	130		9
10		13	Fences, snowsheds and signs	337			10
11		16	Station and office buildings	2 719	15 796		11
12		17	Roadway buildings	779	12	N/A	12
13		18	Water stations	106			13
14		19	Fuel stations	794			14
15		20	Shops and enginehouses	3 040	10		15
16		22	Storage warehouses	-	1		16
17		23	Wharves and docks	-			17
18		24	Coal and ore wharves	297			18
19		25	TOFC/COFC terminals	1 323			19
20		26	Communications systems	3 245	1 550		20
21		27	Signals and interlockers	6 208			21
22		29	Power plants	24			22
23		31	Power transmission systems	204			23
24		35	Miscellaneous structures	93	107		24
25		37	Roadway machines	4 619	392		25
26		39	Public improvements; construction	1 121			26
27		45	Power plant machines	169			27
28		76	Interest during construction	N/A			28
29		80	Other elements of investment	N/A			29
30		-	Other lease/rentals	1	1 333		30
31		-	TOTAL	167 628	19 852		31

The total depreciation expense will be greater than total accumulated depreciation by \$1637 as detailed in Note 1, bottom of Page 31A.

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		19	68	-	115	150	1
2		Box-Plain 50 Foot and Longer		1,959	8,057	2,992	5,393	19,344	2
3		Box-Equipped		2,981	10,072	13	3,963	10,563	3
4		Gondola-Plain		795	2,376	1,194	1,266	3,269	4
5		Gondola-Equipped		42	266	-	241	676	5
6		Hopper-Covered		3,365	16,166	17,153	4,231	14,268	6
7		Hopper-Open Top-General Service		905	3,331	(1)	546	1,696	7
8		Hopper-Open Top-Special Service		1	240	9	41	240	8
9		Refrigerator-Mechanical		1,184	2,699	7	343	643	9
10		Refrigerator-Non-Mechanical		1,330	4,282	2,401	1,814	4,999	10
11		Flat TOPCOPC		15	63	30,997	1,726	4,459	11
12		Flat Multi-Level		-	-	7,403	468	943	12
13		Flat-General Service		86	230	150	278	390	13
14		Flat-Other		907	4,062	3,657	1,129	3,068	14
15		Tank-Under 22,000 Gallons		1	5	26,296	2	6	15
16		Tank-22,000 Gallons and Over		1	5	20,046	2	6	16
17		All Other Freight Cars		3	292	147	119	280	17
18		Auto Racks			6,857	-	-	3,511	18
19		TOTAL FREIGHT TRAIN CARS		13,594	59,071	112,464	21,677	68,511	19
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers			249	-		166	20
21		Other Trailers			8,065	17,664		8,147	21
22		Refrigerated Containers							22
23		Other Containers							23
24		TOTAL TRAILERS AND CONTAINERS			8,314	17,664		8,313	24
25		GRAND TOTAL (LINES 19 AND 24)		13,594	67,385	130,128	21,677	76,824	25

NOTES AND REMARKS

Schedule 415

The total depreciation expense will be greater than total accumulated depreciation by \$1,608 as detailed in Note 1, bottom of Page 31A.

Depreciation base does not include the following:

Amortized Equipment	\$2,933
Non-depreciable	3,961

415 Schedule includes \$4,041 in Column (h), Line 36 and the 330 Schedule includes this amount in Column (h), Line 11.

415 Schedule includes \$59,792 in Column (g), Line 39 and the 330 Schedule includes this amount in Column (h), Line 27.

415 Schedule includes \$1,161 in Column (j), Line 36 and the 335 Schedule includes this amount in Column (g), Line 10.

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, purchased services and general).
3. Report in column (b) net repair expense excluding the cost to repair damaged equipment.

Schedule 415, column (b), will balance to Schedule 410, column (f), as follows:

(a) Locomotives, line 5 plus line 38 compared to the sum of Schedule 410, lines 202, 203 plus 216 (excluding wreck repairs). *Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 204.*

(b) Freight Cars, line 24 plus line 39 compared to the sum of Schedule 410, lines 221, 222 plus 235 (excluding wreck repairs). *Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223.*

(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), plus Work and Other Non-Revenue Equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307, inclusive, plus line 320 (excluding wreck repairs). *Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 308.*

Note: Lines 216, 235 and 320 of Schedule 410 are credit amounts.

The allocation of freight car repair expense reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201.
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, which 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 21.

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 applicable to equipment used in freight service included in line 38, column (c), of Schedule 335.
6. 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.
7. 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 therefore are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. 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, 36-21-00, 36-22-00 and 36-23-00.

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 account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h), of Schedule 415.
8. 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), on Schedule 415.

415. SUPPORTING SCHEDULE—EQUIPMENT
 (Dollars in Thousands)

Line No.	Cross Check	Types of equipment (a)	Repairs (not expense) (b)	Depreciation		Amortization Adjustment net during year (e)	Line No.
				Owned (c)	Capitalized lease (d)		
1		LOCOMOTIVES					
		Diesel Locomotive-Yard	7 390	799			1
2		Diesel Locomotive-Road	177 364	13339	2925		2
3		Other Locomotive-Yard					3
4		Other Locomotive-Road					4
5	*	TOTAL	184 754	14138	2925		5
6		FREIGHT TRAIN CARS					
		Box-Plain 40 Feet	16	512	100		6
7		Box-Plain 50 Feet and Longer	2 371	2901	2		7
8		Box-Equipped	5 519	2943	250		8
9		Gondola-Plain	2 790	2335			9
10		Gondola-Equipped	3 879	1713			10
11		Hopper-Covered	16 473	9001	82		11
12		Hopper-Open Top-General Service	24 036	4718	86		12
13		Hopper-Open Top-Special Service	1 275	695	102		13
14		Refrigerator-Mechanical	6 514	1029			14
15		Refrigerator-Nonmechanical	7 408	2283	276		15
16		Flat TOFC/COFC	31	24			16
17		Flat Multi-level	233				17
18		Flat-General Service		389			18
19		Flat-Other	3 654	1981			19
20		All Other Freight Cars	1 119	597	301		20
21		Caboose	2 418	1076			21
22		Auto Racks		842	286		22
23		Miscellaneous Accessories		102			23
24	*	TOTAL FREIGHT TRAIN CARS	77 736	33141	1485		24
		OTHER EQUIPMENT-REVENUE FREIGHT HIGHWAY EQUIPMENT					
25		Refrigerated Trailers					25
26		Other Trailers	3 453				26
27		Refrigerated Containers					27
28		Other Containers	534				28
29		Buggies					29
30		Chassis	154	15			30
31		Other Highway Equipment (Freight)		360			31
32	*	TOTAL HIGHWAY EQUIPMENT	4 141	375			32
		FLOATING EQUIPMENT-REVENUE SERVICE					
33		Marine Line-Haul					33
34		Local Marine					34
35	*	TOTAL FLOATING EQUIPMENT					35
		OTHER EQUIPMENT					
36	*	Passenger and Other Revenue Equipment (Freight Portion)	450		1004		36
37	*	Computer systems and word processing equip.	4 166				37
38	*	Machinery-Locomotives	3 271	462	93		38
39	*	Machinery-Freight Cars	2 370	1091	55		39
40	*	Machinery-Other Equipment	1 014	148			40
41	*	Work and Other Non-revenue Equipment	12 320	12111	43		41
42		TOTAL OTHER EQUIPMENT	23 591	13812	1195		42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	290 222	61466	5605		43

*The data to be reported on line 36 in column (b) is the amount reported in Schedule 410, column (f), line 203, reduced by the allocable portion of line 216.

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

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

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.
			Owred (g)	Capitalized lease (h)	Owred (i)	Capitalized lease (j)	
1			34342		10097		1
2		65 941	381450	49100	210530	25173	2
3							3
4							4
5		65 941	415792	49100	220627	25173	5
6		4	2402	1429	(319)	929	6
7		593	67632	21	(4915)	14	7
8		1 382	101665	2985	26896	2047	8
9		699	60136		24711		9
10		977	48516		16866		10
11		4 124	407947	1632	102156	1589	11
12		6 018	141773	1269	59065	828	12
13		319	33874	1523	5023	991	13
14		1 631	39083	3780	22623		14
15		1 855	64503		6441	2039	15
16		8	591		(331)		16
17		58					17
18			10993		326		18
19		915	80136		31441		19
20		280	22602		4240		20
21		605	36093		7456		21
22			12546	3744	3134	2902	22
23			3609		471		23
24		19 462	1134101	16383	305284	11339	24
25							25
26		9 300	4218		1078		26
27							27
28							28
29					50		29
30		201	158				30
31							31
32		9 501	4376		1128		32
33							33
34							34
35							35
36				4041		1161	36
37		13 797					37
38		1					38
39		1	59792				39
40		12					40
41		15 935	191540	350	53583	217	41
42		29 746	251332	4391	53583	1378	42
43		124 650	1805601	69874	580622	37890	43

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

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

416. SUPPORTING SCHEDULE - TRACK
(Dollars In Thousands)

Line No.	(1) density category (Class)	(2) Account No.	Owned and used			Improv. to leased property			Capitalized leases			TOTAL (12) Category total base	(13) Category accum. depr.	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) Annual accrual \$000	(11) Accum. depr. %			
1	I	3	118 857	32 062	1.26							118 857	32 062	1
2		8	237 983	51 680	2.94							237 983	51 680	2
3		9	1 260 202	380 470	5.81							1 260 202	380 470	3
4		11	142 821	15 774	2.27							142 821	15 774	4
5	Sub-Total		1 759 863	479 986								1 759 863	479 986	5
6	II	3	254 826	68 740	1.26	698						255 524	68 740	6
7		8	510 167	110 800	2.94	311						510 478	110 800	7
8		9	1 067 652	322 346	1.07	3 563						1 071 215	322 346	8
9		11	306 203	33 820	2.27	350						306 553	33 820	9
10	Sub-Total		2 138 848	535 706		4 922						2 143 770	535 706	10
11	III	3	33 779	N/A	N/A		N/A	N/A		N/A	N/A	33 779	-	11
12		8	-	N/A	N/A		N/A	N/A		N/A	N/A	-	-	12
13		9	38 826	N/A	N/A		N/A	N/A		N/A	N/A	38 826	-	13
14		11	-	N/A	N/A		N/A	N/A		N/A	N/A	-	-	14
15	Sub-Total		72 605	N/A	N/A		N/A	N/A		N/A	N/A	72 605	-	15
16	IV	3	127 139	34 296	1.26							127 139	34 296	16
17		8	254 353	55 280	2.94							254 353	55 280	17
18		9	213 104	64 329	2.01							213 104	64 329	18
19		11	152 771	16 874	2.27							152 771	16 874	19
20	Sub-Total		747 367	170 779								747 367	170 779	20
21	V	3	10 339	2 789	1.26					V	3	10 339	2 789	21
22		8	20 746	4 495	2.94							20 746	4 495	22
23		9	22 004	6 679	2.01						9	22 004	6 679	23
24		11	12 423	1 372	2.27						11	12 423	1 372	24
25	Sub-Total		65 512	15 335								65 512	15 335	25
26	BASE GRAND TOTAL		4 784 195	N/A	N/A	4 922	N/A	N/A		N/A	N/A	4 789 117	N/A	26
27	ACCUMULATED DEPRECIATION GRAND TOTAL		N/A	-	N/A	N/A	-	N/A	N/A	-	N/A	N/A	1 201 806	27

Columns (3) + (6) + (9) = Column 12

Columns (4) + (7) + (10) = Column 13

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 and Schedule 330A

Schedule 416A

Instruction:

This schedule will show the investment in capitalized leases in road and equipment by primary account.

Column

- (a) = primary account number and title for which capital lease amounts are included therein.
- (b) = the total investment in that primary account.
- (c) = the investment in capital leases at the end of the year.
- (d) = the current year amortization.
- (e) = the accumulated amortization relating to the leased properties.

NOTES AND REMARKS

416A. SUPPORTING SCHEDULE-CAPITAL LEASES
(Dollars in thousands)

[illegible]

416B. SUPPORTING SCHEDULE — ROAD
(Dollars in Thousands)

Line No.	Property leased from others					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				6
7		8	NOT AVAILABLE			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, I.C.L. 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	8 791			74		120			8 985	1
2	*	Pick up and delivery, marine line haul	2 485			6			N/A	194	2 685	2
3	*	Loading and unloading and local marine	14 557			2 475		6 338	N/A	79	23 453	3
4	*	Protective services, total debit and credits							2 234		2 234	4
5	*	Freight lost or damaged—solely related	16								16	5
6	*	Fringe benefits	3 623			370		32	75	69	4 169	6
7	*	Casualty and insurance	22			108		1	(177)	40	(6)	7
8	*	Joint facility — Debit										8
9	*	Joint facility — Credit	()	()	()	()	()	()	()	()	()	9
10	*	Other	1 003			1		449		(53)	1 400	10
11	*	TOTAL	30 497			3 038		6 940	2 132	329	42 936	11

G.P.O. Jkt. 483-592

Railroad Annual Report R-1

Road Initials: BNRR

Year 19 85

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	89 802	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax and Surtax	117 315	2
3		Excess Profits	0	3
4	*	Total - Income Taxes	117 315	4
5		Railroad Retirement	238 591	5
6		Hospital Insurance	17 709	6
7		Supplemental Annuities	16 768	7
8		Unemployment Insurance	23 435	8
9		All Other United States Taxes	66	9
10		Total - U.S. Government Taxes	413 884	10
11		Total - Railway Taxes	503 686	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.	1 533 252	172 374	-	1 705 626	1
2	Accelerated amortization of facilities, Sec. 168 I.R.C.	19 772	-	-	19 772	2
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	-	-	-	-	3
4	Amortization of rights of way, Sec. 185 I.R.C.	(28 303)	4 151	-	(24 152)	4
5	Other (Specify)	21 054	71 741	(742)	92 053	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	Investment tax credit*	-	(61 542)	-	(61 542)	18
19	TOTALS	1 545 775	186 724	(742)	1 731 757	19

490. 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 \$ 61,542
 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:				
Net provision for losses and writedowns of invest- ments and other assets not deductible in current year	1,316	(5)		1,311
Revenues taxable in different periods than accounted for per book	25,695	19,765		45,460
Expenses deductible in different periods than used for book accounting	(122,991)	28,073		(94,918)
Taxable sale and lease- back transactions, net of financial statement amortization	(7,628)	812		(6,816)
Deferred state income taxes net of federal tax benefit	74,602	14,842		89,444
Sale of tax benefits	15,737	(2,073)		13,664
Miscellaneous	52,530	10,327		62,857
Amount of tax effect of Frisco purchase	(18,207)		(742)	(18,949)
Total Other	21,054	71,741	(742)	92,053

440. 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 the 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 1984			2
3		for sinking fund requirements under GN			3
4		General Mortgage Bonds Series N, O, and			4
5		Q as bonds theretofore acquired from			5
6		funds derived from income were used for			6
7		the requirement, payable July 1, 1985.		725	7
8					8
9	620	Appropriations for Sinking and Other Funds			9
10		Appropriation from 1985 income for			10
11		sinking fund requirements payable			11
12		July 1, 1986 GN General Mortgage Bonds			12
13		Series N, O, and Q.	725		13
14					14
15					15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25		Note:			25
26		Accts. 519 & 551 do not exceed 10% of			26
27		net income.			27
28					28
29					29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

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	17 870	Joint & Several	4
5	C&O ICG Soo Line				5
6					6
7	Illinois Term RR Co.	F.D. 22292 Principal, Interest			7
8	B&O CRI&P N&W	and Sinking Fund on First Mtge.			8
9	BNRR Conrail	4-5/8% Sinking Fund Bonds, Series		Joint & Several	9
10	C&EI C&NW ICG	A, due 12-1-1987	4 531		10
11					11
12	Term. RR Assn. of St. Louis				12
13	B&O ICG PB&W	F.D. 14554 Sinking Fund and			13
14	BNRR L&N	Interest on Refdg. & Impr. Mtge			14
15	C&EI MKT StL&SW	Bonds, Series C, due 7-1-2019	973	Several	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

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.

Finance Docket number, title, Line, 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
				2
				3
				4
				5
				6
				7
				8
				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.

N O N E

NOTES AND REMARKS

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, the total amount of interest to be paid. 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
- 766.5. Capitalized lease 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.

(8) The major use of this schedule is to determine the cost of capital for road property and equipment for rate making purposes. Complete the following summary to reconcile the categories within Schedule 510.

	Debt		Interest		
	Within one year (d)	After one year (e)	Accrued during Year (f)	Amount capitalized in column (i) (i)	Paid during year (j)
(9) Directly related to road property Items (1) and (2) above	6 904	605 371	45 047	(841)	44 028
(10) Directly related to equipment obligations Item (4) above	72 670	512 353	63 392		63 580
(11) Account 769 affiliated companies obligations		50 767	5 799		3 056
(12) Other not related to Item (1), (2) and (4)*	1	24 632	1 233		1 247
(13) TOTAL	79 575	1 193 123	115 471	(841)	111 911

*If certain debts not related to (1), (2) or (4) is directly related to road property or equipment, include it with directly related and not other.

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.						4.
5.						5.
6.	Series C	Morgan Guaranty Trust Co.				6.
7.		of N.Y.-New York, NY	60 000	3,000	40 842	7.
8.	Series D	Morgan Guaranty Trust Co.				8.
9.		of N.Y.-New York, NY	60 000		47,863	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	40,250	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	250	14 487	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 67-A				50.

510. DEBTHOLDINGS - CONTINUED

(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	LINE NO.
1.						1.
2.						2.
3.						3.
4.						4.
5.						5.
6.						6.
7.	5-01-71	5-01-96	8-1/2	3 783	3 744	7.
8.						8.
9.	1-15-74	1-15-99	8.60	4 170	4 251	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	4 162	4 174	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	444	447	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
(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		39 239	2.
3.	Total 1(a)		1 205 170	6 500	535 379	3.
4.						4.
5.						5.
6.						6.
7.						7.
8.	3(b) Unsecured Bonds (Debentures):					8.
9.	SLSF Income Debentures Series A					9.
10.		Chase Manhattan N.Y., NY	33 129		24 491	10.
11.	Total 3(b)		33 129		24 491	11.
12.	5 Miscellaneous Obligations					12.
13.	FNB & T Co.	Lincoln, Nebraska				13.
14.		68501	1 000	60	445	14.
15.	Connecticut Bk. & Trust	Hartford, Connecticut				15.
16.		06115	2 330	194	388	16.
17.	Lakeview Trust & Savings Bank					17.
18.		Chicago, IL 60657	3 673			18.
19.	Lakeview Trust & Savings Bank					19.
20.		Chicago, IL 60657	1 475	99	541	20.
21.	Robert & Maureen	Washington Trust Bank				21.
22.	O'Brien	Spokane, WA 99210	142	1	141	22.
23.	SLSF Boatmens Nat'l Bank & Trust					23.
24.		St. Louis, MO	6 000	150	3 900	24.
25.	Total 5 Miscellaneous Obligations		14 620	504	5 415	25.
26.						26.
27.	Total 764-765 Funded Debt Unmatured		1 252 919	7 004	565 285	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.
49.						49.
50.		Continued on 67-C				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	LINE NO.
1.						1.
2.	1-01-47	1-01-97	4	1 594	1 630	2.
3.				37 740	37 833	3.
4.						4.
5.						5.
6.						6.
7.						7.
8.						8.
9.						9.
10.	1-01-56	1-20-2006	5	1 213	1 230	10.
11.				1 213	1 230	11.
12.						12.
13.						13.
14.	7-01-71	6-30-92	7.50	40	40	14.
15.						15.
16.	4-01-76	7-15-88	9.125	58	66	16.
17.						17.
18.	6-01-76	1-01-85	8.5	-	9	18.
19.						19.
20.	4-01-77	1-15-92	8-1/4	59	58	20.
21.						21.
22.	12-5-84	11-01-88	12	20	17	22.
23.						23.
24.	6-01-68	8-01-92	6-3/4	279	283	24.
25.				456	473	25.
26.						26.
27.				39 409	39 536	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.
49.						49.
50.						50.

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.	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			4.
5.	1970 - 2nd Series	Continental Illinois				5.
6.		Natl. Bk. Chicago, IL	9 900			6.
7.	1971	Citibank				7.
8.		New York, NY	8 610	574		8.
9.	1971 - 2nd Series	Citibank				9.
10.		New York, NY	7 125	475		10.
11.	1971 - 3rd Series	Citibank				11.
12.		New York, NY	50 000	3 400		12.
13.	1972	Citibank				13.
14.		New York, NY	6 900	460	460	14.
15.	1972 - 2nd Series	First Trust of St. Paul				15.
16.		St. Paul, MN	12 750	850	850	16.
17.	1973	Citibank				17.
18.		New York, NY	13 500	900	1 800	18.
19.	1973 - 2nd Series	Citibank				19.
20.		New York, NY	14 250	950	1 900	20.
21.	1973 - 3rd Series	First Trust of St. Paul				21.
22.		St. Paul, MN	13 500	900	1 800	22.
23.	1974	Citibank				23.
24.		New York, NY	11 700	780	2 340	24.
25.	1974 - 2nd Series	Citibank				25.
26.		New York, NY	14 700	980	2 940	26.
27.	1974 - 3rd Series	First Trust of St. Paul				27.
28.		St. Paul, MN	15 600	1 040	4 160	28.
29.	1975	Citibank				29.
30.		New York, NY	15 000	1 000	4 000	30.
31.	1975 - 2nd Series	Citibank				31.
32.		New York, NY	15 000	1 000	4 000	32.
33.	1975 - 3rd Series	First Trust of St. Paul				33.
34.		St. Paul, MN	15 000	1 000	4 000	34.
35.	1976	Citibank				35.
36.		New York, NY	15 000	1 000	5 000	36.
37.	1976 - 2nd Series	Citibank				37.
38.		New York, NY	7 500	500	2 500	38.
39.	1976 - 3rd Series	First Trust of St. Paul				39.
40.		St. Paul, MN	12 750	850	4 250	40.
41.	1976 - 4th Series	Citibank				41.
42.		New York, NY	30 000	2 000	10 000	42.
43.	1977	First Trust of St. Paul				43.
44.		St. Paul, MN	8 010	534	3 204	44.
45.	1977 - 2nd Series	First Trust of St. Paul				45.
46.		St. Paul, MN	17 760	1 184	7 104	46.
47.						47.
48.						48.
49.						49.
50.		Continued on 67-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.						2.
3.						3.
4.	8-01-70	8-01-85	9.30	72	124	4.
5.						5.
6.	12-15-70	12-15-85	8-1/2	54	56	6.
7.						7.
8.	3-01-71	3-01-86	7-1/4	49	62	8.
9.						9.
10.	6-01-71	6-01-86	7-3/4	52	55	10.
11.						11.
12.	12-01-71	12-01-86	7-3/8	423	393	12.
13.						13.
14.	6-01-72	6-01-87	7-1/4	81	83	14.
15.						15.
16.	12-14-72	12-14-87	7	176	178	16.
17.						17.
18.	4-01-73	4-01-88	7-1/4	212	228	18.
19.						19.
20.	6-01-73	6-01-88	7-1/4	235	241	20.
21.						21.
22.	9-01-73	9-01-88	8-1/8	268	292	22.
23.						23.
24.	4-15-74	4-15-89	8-1/2	285	298	24.
25.						25.
26.	9-01-74	9-01-89	9-3/4	446	478	26.
27.						27.
28.	1-01-75	1-01-90	8-7/8	462	508	28.
29.						29.
30.	2-01-75	2-01-90	8-1/4	419	454	30.
31.						31.
32.	6-01-75	6-01-90	8-1/2	461	467	32.
33.						33.
34.	7-01-75	7-01-90	8-3/4	481	525	34.
35.						35.
36.	1-15-76	1-15-91	8-1/2	513	552	36.
37.						37.
38.	5-13-76	5-13-91	8	255	260	38.
39.						39.
40.	8-01-76	8-01-91	8-1/4	462	491	40.
41.						41.
42.	12-01-76	12-01-96	7.75 #	1 072	1 085	42.
43.						43.
44.	4-01-77	4-01-92	7-3/4	300	310	44.
45.						45.
46.	11-01-77	11-01-92	8	741	758	46.
47.						47.
48.						48.
49.						49.
50.						50.

Weighted average interest rates.

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.	1978	First Trust of St. Paul				1.
2.		St. Paul, MN	13 350	890	6 230	2.
3.	1978 - 2nd Series	First Trust of St. Paul				3.
4.		St. Paul, MN	14 625	975	6 825	4.
5.	1979	First Trust of St. Paul				5.
6.		St. Paul, MN	23.550	1 570	12 560	6.
7.	1980	First Trust of St. Paul				7.
8.		St. Paul, MN	42 600	2 840	25 560	8.
9.	1981	First Trust of St. Paul				9.
10.		St. Paul, MN	52 500	3 500	35 000	10.
11.	1983	First Trust of St. Paul				11.
12.		St. Paul, MN	13 200	880	10 560	12.
13.	1983 - 2nd Series	Mercantile Safe Dep. & Tr. Co.				13.
14.		Baltimore, MD	50 000	3 330	40 010	14.
15.						15.
16.	Mercantile Safe Dep. & Tr. Co.					16.
17.		Baltimore, MD	50 000	3,330	46 670	17.
18.						18.
19.	G.N. Equipment Trust Certificates					19.
20.						20.
21.						21.
22.						22.
23.	1970	Citibank				23.
24.		New York, NY	7 320			24.
25.	C&S Equipment Trust Certificates					25.
26.	1971	Colorado Nat'l.Bk.of Denver				26.
27.		Denver, CO	6 075	405		27.
28.	1972	Colorado Nat'l.Bk.of Denver				28.
29.		Denver, CO	10 770	718	718	29.
30.	1974	Colorado Nat'l.Bk.of Denve				30.
31.		Denver, CO	15 300	1 020	3 060	31.
32.						32.
33.						33.
34.						34.
35.	Total Equipment Obligations 4(a)		633 845	39 835	247 501	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 67-G				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	LINE NO.
1.						1.
2.	11-15-76	3-01-92	8.74	520	545	2.
3.						3.
4.	4-01-77	12-01-92	8-5/8	1 835	1 856	4.
5.						5.
6.	1-01-78	9-01-93	8-3/4	568	591	6.
7.						7.
8.	12-01-78	5-01-94	9-1/2	326	332	8.
9.						9.
10.	1-01-80	4-01-95	11-3/4	863	885	10.
11.						11.
12.	7-01-80	10-15-95	12	1 128	1 158	12.
13.						13.
14.				27 583	29 320	14.
15.						15.
16.						16.
17.						17.
18.				58 710	58 812	18.
19.						19.
20.				98 119	98 348	20.
21.						21.
22.						22.
23.	4-17-69	1-01-85	7-1/8	0	0	23.
24.						24.
25.	3-10-69	4-14-89	8	104	109	25.
26.						26.
27.	12-15-65	11-03-85	4	3	4	27.
28.						28.
29.						29.
30.						30.
31.	5-01-75	9-08-90	8-1/2	207	212	31.
32.						32.
33.	5-01-75	9-08-90	8-1/2	504	513	33.
34.						34.
35.	9-25-76	3-25-91	8-1/4	268	279	35.
36.						36.
37.	9-01-76	4-01-85	8-1/4	7	14	37.
38.						38.
39.	6-01-77	1-05-87	7-1/2	50	63	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
(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. & Trust Co., Baltimore, MD	10 985	381	8 507	1.
2.						2.
3.	7644 60 Locomotives	Mercantile Safe Dep. & Trust Co., Baltimore, MD	24 664	840	19 247	3.
4.						4.
5.	7194 181 Box Cars	U.S. Railway Lsg. Co. Des Plaines, IL 60018	3 866	283	1 991	5.
6.						6.
7.	13293 Main-of-Way Eqpt	Liberty Nat'l Lsg. Co. Louisville, KY 40232	1 615	225	717	7.
8.						8.
9.	13540 50 Auto Racks	Railroad Car Enterprises Hyattsville, MD 20783	1 232	171	547	9.
10.						10.
11.	SLSF					11.
12.	73707 (Cert 1&2) Work Eqpt.	Wells Fargo Lsg. San Francisco, CA 94144	250	27	116	12.
13.						13.
14.	73707 (Cert 6) Work Eqpt.	Wells Fargo Lsg. San Francisco, CA 94144	178	18	88	14.
15.						15.
16.	73707 (Cert 9) Work Eqpt.	Wells Fargo Lsg. San Francisco, CA 94144	94	12	0	16.
17.						17.
18.	73707 (Cert 13) Work Eqpt.	Wells Fargo Lsg. San Francisco, CA 94144	117	15	0	18.
19.						19.
20.	73707 (Cert 15) Work Eqpt.	Wells Fargo Lsg. San Francisco, CA 94144	98	13	0	20.
21.						21.
22.	73707 (Cert 16-20 incl)	Wells Fargo Lsg. San Francisco, CA 94144	111	14	44	22.
23.						23.
24.	72827 (Gr #2) Work Eqpt.	Ford Motor Credit Corporation	316	0		24.
25.						25.
26.	4181 10 Locomotives	First Penn Bnkg. & Trust Philadelphia, PA	2 172	337	945	26.
27.						27.
28.	15138 So.Dak.Track Pur & Reh.	Mercantile-Safe Dep.& Tst Baltimore, MD	43 080		59 820	28.
29.						29.
30.	16070 IA. Track Pur.	Omaha Bk.for Cooperatives Omaha, NE	1 200	194	5 827	30.
31.						31.
32.						32.
33.	19144 IBM Computer & Memory Upgrade	Mercantile-Safe Deposit & Trust Co., Baltimore, MD	4 041		4 041	33.
34.						34.
35.						35.
36.	Total MiscI. Obligations (Capitalized Leases)		122 996	5 008	112 172	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 67-0				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.						2.
3.	2-10-70	2-01-85	9-5/8	7	20	3.
4.						4.
5.						5.
6.	11-15-74	5-01-90	11	183	188	6.
7.						7.
8.						8.
9.						9.
10.						10.
11.	12-01-69	7-15-85	9-3/8	1	18	11.
12.						12.
13.	1-25-70	2-01-85	9-1/2	3	18	13.
14.						14.
15.	7-01-70	7-01-85	9-3/4	14	28	15.
16.						16.
17.	3-01-71	7-01-86	7-3/4	69	92	17.
18.						18.
19.	10-01-71	10-01-86	8-1/4	104	119	19.
20.						20.
21.						21.
22.						22.
23.	12-01-72	3-01-88	7.625	133	147	23.
24.						24.
25.	4-01-74	5-01-89	8.65	314	326	25.
26.						26.
27.	1-01-75	4-01-90	10	462	484	27.
28.						28.
29.	9-15-75	4-01-91	10-1/4	148	154	29.
30.						30.
31.	1-15-76	4-01-91	9-7/8	251	261	31.
32.						32.
33.	6-01-76	11-01-91	9.25	248	254	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.						50.

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.	Boatmen's National Bank of St. Louis	St. Louis, MO	12 882	859	4 723	1.
2.	Metropolitan Life Ins. Co. of New York	New York, NY	42 811	2 766	16 597	2.
3.	Mercantile Trust Co.	St. Louis, MO	11 576	772	5 402	3.
4.	Boatmen's National Bank of St. Louis	St. Louis, MO	5 666	378	2 833	4.
5.	Manufacturers Bank & Trust Co.	St. Louis, MO	10 756	717	6 454	5.
6.	Manufacturers Bank & Trust Co.	St. Louis, MO	13 410	848	7 632	6.
7.	Total Conditional or Deferred Payment Contracts 4(c)		444 155	27 728	217 398	7.
8.	Total Equipment Obligations 4(a) and Conditional or Deferred Payments Contracts 4(c)		1 078 000	67 563	464 899	8.
9.	Total Bonds, Misc. Obligations, Equip. Obligations & Conditional or Deferred Payment Contracts		2 330 919	74 567	1 030 184	9.
10.	(5) Misc. Obligations (Capitalized Leases)					10.
11.	19128 10 Hopper Cars	North American Car Corp. Chicago, IL	337			11.
12.	57439 305 Frt. Cars	United States Lsg. Int'l. San Francisco, CA	3 142	299	858	12.
13.	56414 99 Cov. Hoppers	Mfr. Hanover Trust Co. New York, NY	1 803	0	0	13.
14.	5531-1 10 Locomotives	Gould Lsg. Service Rolling Meadows, IL	3 458	390	1 928	14.
15.	5531-2 20 Locomotives	1st Nat'l. State Bk. of New Jersey Newark, NJ	7 838	963	4 765	15.
16.	5516 400 Frt. Cars	Chase Manhattan Serv. Corp. New York, NY	6 201	448	2 532	16.
17.	7190 177 Auto-Racks	Bur. Nor. Trust Company St. Paul, MN	3 685	0		17.
18.	#8028 150 Auto-Racks	Trust Co. for USL, Int'l. Oak Brook, IL	2 513	378	199	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.
49.						49.
50.		Continued on 67-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.						2.
3.						3.
4.	4-01-70	10-01-87	9-5/8	291	318	4.
5.						5.
6.						6.
7.						7.
8.						8.
9.						9.
10.	8-15-76	10-07-91	8.75 #	228	236	10.
11.						11.
12.						12.
13.						13.
14.	2-01-78	2-01-93	8-3/4	1 512	1 570	14.
15.						15.
16.	1-01-79	1-01-88	10-1/2	4 152	5 468	16.
17.						17.
18.	12-01-79	12-01-94	11-1/2	1 654	1 669	18.
19.						19.
20.	1-02-81	10-01-96	9.83	194	196	20.
21.						21.
22.						22.
23.	12-01-82	12-30-89	11.75	8 765	8 777	23.
24.						24.
25.	1-15-84	7-01-89	12-1/4	3 610	3 610	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.
49.						49.
50.						50.

Weighted average interest rates.

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.	SP&S					1.
2.	Wells Fargo Bank of Sacramento					2.
3.		San Francisco, CA	9 705			3.
4.	FW&D					4.
5.	Texas American Bank					5.
6.		Fort Worth, TX	4 896	326	1 142	6.
7.	SLSF					7.
8.						8.
9.						9.
10.	Boatmen's National Bank of St. Louis					10.
11.		St. Louis, MO	5 651			11.
12.	Boatmen's National Bank of St. Louis					12.
13.		St. Louis, MO	5 670			13.
14.	Boatmen's National Bank of St. Louis					14.
15.		St. Louis, MO	4 319			15.
16.	Boatmen's National Bank of St. Louis					16.
17.		St. Louis, MO	8 899	593		17.
18.	Boatmen's National Bank of St. Louis					18.
19.		St. Louis, MO	10 816	721		19.
20.						20.
21.						21.
22.	Boatmen's National Bank of St. Louis					22.
23.		St. Louis, MO	8 283	552	1 105	23.
24.	Boatmen's National Bank of St. Louis					24.
25.		St. Louis, MO	12 551	837	2 510	25.
26.	Boatmen's National Bank of St. Louis					26.
27.		St. Louis, MO	13 191	879	3 517	27.
28.	Boatmen's National Bank of St. Louis					28.
29.		St. Louis, MO	3 458	231	1 153	29.
30.	Boatmen's National Bank of St. Louis					30.
31.		St. Louis, MO	6 092	406	2 031	31.
32.	Mercantile Trust Co.					32.
33.		St. Louis, MO	5 878	392	1 959	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.						50.

Continued on Page 67-K

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.	5-01-78	5-01-93	8-5/8	640	652	2.
3.						3.
4.	12-01-78	12-01-93	9-1/4	804	812	4.
5.						5.
6.	8-01-79	8-01-94	9-1/4	1 392	1 452	6.
7.						7.
8.	2-01-80	2-01-95	11.32 #	3 241	3 375	8.
9.						9.
10.	1-01-81	1-01-96	14.19 #	5 462	5 710	10.
11.						11.
12.	4-01-83	4-01-98	10-1/2	1 224	1 247	12.
13.						13.
14.	5-15-83	5-15-98	11.02 #	4 905	4 948	14.
15.						15.
16.						16.
17.	1-15-85	1-15-2000	11.36 #	5 317	2 714	17.
18.						18.
19.						19.
20.						20.
21.						21.
22.						22.
23.						23.
24.	2-01-70	2-01-85	8-1/2	3	21	24.
25.						25.
26.						26.
27.	8-01-71	8-01-86	8	51	65	27.
28.						28.
29.	4-01-72	4-01-87	7	113	126	29.
30.						30.
31.	11-01-74	11-01-89	9-1/4	456	472	31.
32.						32.
33.						33.
34.						34.
35.				31 127	29 492	35.
36.						36.
37.						37.
38.						38.
39.						39.
40.						40.
41.						41.
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43.						43.
44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.						50.

Weighted average interest rates.

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.	4(c)Cond. or Deferred Payments Contract:					1.
2.	B.N. R.R.					2.
3.	Chase Manhattan Bank, NA	New York, NY	16 500	1 100	1 100	3.
4.						4.
5.						5.
6.						6.
7.						7.
8.						8.
9.	Mercantile Safe Deposit & Trust Co.	Baltimore, MD	6 002	400	2 001	9.
10.						10.
11.						11.
12.						12.
13.	Mercantile Safe Deposit & Trust Co.	Baltimore, MD	29 905	1 994	13 955	13.
14.	Citibank	New York, NY				14.
15.		10015	66 547	9 000	30 547	15.
16.	Mercantile-Safe Deposit & Trust Co.	Baltimore, MD	22 200	1 444	11 556	16.
17.	Monumental Life Ins. Co. and Volunteer	Baltimore, MD	2 331	113	1 821	17.
18.	State Life Ins. Co.	Baltimore, MD				18.
19.						19.
20.	Mercantile Safe Deposit & Trust Co.	Baltimore, MD	74 694	2 400	69 894	20.
21.	Mercantile Safe Deposit & Trust Co.	Baltimore, MD	29 466		29 466	21.
22.						22.
23.						23.
24.						24.
25.						25.
26.						26.
27.						27.
28.						28.
29.						29.
30.						30.
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42.						42.
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44.						44.
45.						45.
46.						46.
47.						47.
48.						48.
49.						49.
50.		Continued on 67-1				50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	LINE NO.
1.						1.
2.	9-01-77	1-05-96	7-3/4	696	709	2.
3.						3.
4.	12-30-76	1-05-96	8	1 623	1 654	4.
5.						5.
6.	11-05-76	5-08-92	8	194	194	6.
7.						7.
8.	2-06-81	1-01-89	14	139	153	8.
9.						9.
10.	2-01-81	6-30-89	14	109	114	10.
11.						11.
12.						12.
13.	6-09-75	7-01-90	8-1/2	13	13	13.
14.						14.
15.	6-09-75	12-01-90	8-1/2	10	10	15.
16.						16.
17.	6-09-75	8-01-86	9-1/4	2	2	17.
18.						18.
19.	6-09-75	8-17-86	9-1/4	3	3	19.
20.						20.
21.	6-09-75	8-17-86	9-1/4	2	2	21.
22.						22.
23.	6-09-75	9-17-89	9-1/4	6	6	23.
24.						24.
25.	7-17-74	3-31-85	8-1/2	0	0	25.
26.						26.
27.	2-01-74	2-22-89	6-3/4	93	100	27.
28.						28.
29.	5-26-82	2-01-05	10 #	6 224	5 087	29.
30.						30.
31.	9-29-82	6-01-02	9-1/2 #	764	785	31.
32.						32.
33.						33.
34.	5-15-84	8-1-88	13-1/8	532	481	34.
35.						35.
36.				11 553	10 507	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.

Weighted average interest rates.

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, Misl. Obligations, Equipment					1.
2.	Obligations, Conditional or Deferred Payment					2.
3.	Contracts & Capitalized Leases		2 453 915	79 575	1 142 356	3.
4.						4.
5.	Account 769 Accounts Payable					5.
6.	Affiliated Companies					6.
7.						7.
8.	Burlington Northern Inc.					8.
9.		Seattle, WA	50 000		50 000	9.
10.	Winona Bridge Railway Company					10.
11.		St. Paul, MN	67		67	11.
12.	Western Fruit Express Co.					12.
13.		St. Paul, MN	14 000			13.
14.	Western Fruit Express Co.					14.
15.		St. Paul, MN	700		700	15.
16.						16.
17.	Total Account 769		64 767		50 767	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.
49.						49.
50.	Grand Totals		2 518 682	79 575	1 193 123	50.

510. DEBTHOLDINGS - CONTINUED
(Dollars in Thousands)

LINE NO.	DATE OF ISSUE (f)	DATE OF MATURITY (g)	RATE (h)	INTEREST ACCRUED DURING YEAR (i)	PAID DURING YEAR (j)	LINE NO.
1.						1.
2.						2.
3.				109 672	108 855	3.
4.						4.
5.						5.
6.						6.
7.						7.
8.						8.
9.	3-15-85	1-15-90	11.85	4 723	1 980	9.
10.						10.
11.	Various	Various				11.
12.						12.
13.	Various	10-85	10 #	1 076	1 076	13.
14.						14.
15.	12-85	Various				15.
16.						16.
17.				5 799	3 056	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.
49.						49.
50.				115 471	111 911	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		7
8	See pages 68-A thru 68-F	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 68-G thru 68-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 20 miles of former GN Ry. Branch Line, on approximately 14 miles of former C&S Ry. Branch Line, on approximately 169 miles of former NP Ry. Main Line, and on approximately 906 miles of former NP Ry. Branch Line. It has a second lien on railroad transportation properties covered by a first lien of the GN General Gold Bond Mortgage. It has a third lien on railroad transportation properties covered by a first lien of the CB&Q First and Refunding Mortgage and a second lien of the GN General Gold Bond Mortgage. It has a third lien on railroad transportation properties covered by a first lien of the NP Prior Lien Mortgage and a second lien of the NP General Lien Mortgage. CB&Q First and Refunding Mortgage Series 2010 bonds in a total principal amount of \$70,000,000 and GN General Gold Bond Mortgage bonds in a total principal amount of \$350,135,000 are pledged under the BN 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 Inc. Consolidated Mortgage. Under provisions of Section 4.07 of the BN Inc. Consolidated Mortgage, no further bonds will be issued under the existing Northern Pacific, Great Northern, and CB&Q Mortgages except Great Northern bonds for the purpose of pledge under the Consolidated Mortgage.
- 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.
- 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.

Notes To Schedule 510, Debt Holdings

- 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 a first lien on nearly all of the railroad transportation properties of the former Colorado and Southern Railway Company including approximately 4,990 miles of Main Line and 1,781 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 \$250,000 annually for retirement of Series 1990 bonds. 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 and a first lien on the properties of the former Fort Worth and Denver Railway Company including approximately 4,087 miles of Main Line and 2,817 miles of Branch Line. It is a second lien on the railroad transportation properties covered by a first lien of the CB&Q First and Refunding Mortgage.

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 provisions.

Notes to Schedule 510, Debt Holdings:

- 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 Inc. Consolidated Mortgage at the time the BN Inc. Consolidated Series E bonds were issued.
- 30 The Series T GN General Gold bonds were pledged as security under the BN Inc. Consolidated Mortgage at the time the BN Inc. Consolidated Series C bonds were issued.
- 32 The Series U GN General Gold bonds were pledged as security under the BN Inc. Consolidated Mortgage at the time the BN Inc. Consolidated Series D bonds were issued.
- 34 The Series V GN General Gold bonds were pledged as security under the BN Inc. Consolidated Mortgage at the time the BN Inc. Consolidated Series E bonds were issued.
- 36 The Series W GN General Gold bonds were pledged as security under the BN Inc. Consolidated Mortgage at the time the BN Inc. Consolidated Series F bonds were issued.
- 38 The Series X GN General Gold bonds were pledged as security under the BN Inc. Consolidated Mortgage at the time the BN Inc. Consolidated Series G bonds were issued.
- 40 The NP Prior Lien Mortgage is a first lien on properties of the former NP Railway Company including approximately 2,401 miles of Main Line, approximately 1,378 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 property 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.

Notes to Schedule 5i0, Debt Holdings

Page 67-A

Line

No.

1 The SLSF First Mortgage is a first lien on the properties of the former St. Louis-San Francisco Railway Company including approximately 3,073 miles of Main Line and approximately 686 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% of the principal amount to 1/1/89, 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.

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.

23 The SLSF Purchase Money 6-3/4% Mortgage Notes dated June 1, 1968 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 101.50% of the principal amount during the year ending July 31, 1986 and at declining percentages to August 1, 1991 and at par thereafter. Sinking Fund payments of \$150,000 annually are due August 1, of each calendar year.

Notes to Schedule 510, Debt Holdings

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 BNRR Equipment Trust of 1971-3rd Series, the BNRR Equipment Trust of 1983, Series 2, and the BNRR Equipment Trust of 1985, Series 1, are 15-year Philadelphia Plan securities calling for equal annual payments of principal and semi-annual payments of interest.

The BNRR 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.

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.

Notes to Schedule 510, Debt Holdings

The BNRR Equipment Trust of 1985, Series 1, 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 January 15 in each of the years 1986 through 1999, inclusive, and in the principal amount of \$3,380,000 on January 15, 2000. Interest is payable semi-annually on January 15 and July 15 in each year.

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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	LINE NO.
1	BN Consol. Mtge. Series C		1
2	Cede & Company	Trust Company Nominee	2
3	New York, NY 10274		3
4	State Compensation Insurance	State of California	4
5	Fund of California		5
6	San Francisco, CA 94102		6
7	BN Consol. Mtge. Series D		7
8	Cede & Company	Trust Company Nominee	8
9	New York, NY 10274		9
10	Kray & Co.	Other Holding Organization	10
11	Chicago, IL 60605		11
12	BN Consol. Mtge. Series F		12
13	Nationwide Life Insurance Company	Insurance Company	13
14	Columbus, OH 43216		14
15	Safeco Life Insurance Co.	Insurance Company	15
16	Seattle, WA 98185		16
17	Provident Mutual Life Ins. Company	Insurance Company	17
18	Philadelphia, PA 19101		18
19	Central Life Assurance Co.	Insurance Company	19
20	Des Moines, IA 50306		20
21	Mutual Life Insurance Co. of New York	Insurance Company	21
22	New York, NY 10019		22
23	The Franklin Life Insurance Co.	Insurance Company	23
24	Springfield, IL 62705		24
25	Sher & Co.	Other Holding Organization	25
26	Minneapolis, MN 55440		26
27	BN Consol. Mtge. Series G		27
28	Cede & Co.	Trust Company Nominee	28
29	New York, NY 10274		29
30	GN Gen. Gold Bond Mtge. Series N		30
31	Cede & Co.	Trust Company Nominee	31
32	New York, NY 10274		32
33	The Union Central Life Insurance Co.	Insurance Company	33
34	Cincinnati, OH 45201		34
35	GN Gen. Gold Bond Mtge. Series O		35
36	Cede & Co.	Trust Company Nominee	36
37	New York, NY 10274		37
38	GN Gen. Gold Bond Mtge. Series Q		38
39	Cede & Co.	Trust Company Nominee	39
40	New York, NY 10274		40
41	NP Prior Lien		41
42	Cede & Co.	Trust Company Nominee	42
43	New York, NY 10274		43
44	MacCabees Mutual Life Ins. Co.	Insurance Company	44
45	Acct MacCabees Life & Annuity		45
46	Southfield, MI 48037		46
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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	NP General Lien		1
2	Cede & Co.	Trust Company Nominee	2
3	New York, NY 10274		3
4	SLSF First Mtge. Series A		4
5	Cede & Co.	Trust Company Nominee	5
6	New York, NY 10274		6
7	SLSF Puchase Money Mtge. due 8-1-92		7
8	New England Mutual Life Ins. Co.	Insurance Company	8
9	Boston, MA 02117		9
10	Lutheran Brotherhood	Insurance Company	10
11	Minneapolis, MN 55402		11
12	Provident Mutual Life Ins. Co.	Insurance Company	12
13	of Philadelphia		13
14	Philadelphia, PA 19101		14
15	The Penn Mutual Life Ins. Co.	Insurance Company	15
16	Philadelphia, PA 19172		16
17	CBSQ First & Refunding Mtge., 3%		17
18	Cudd & Co., % Chase Bank	Trust Company Nominee	18
19	P.O. Box 1508, Church Str. Sta.		19
20	New York, NY 10007		20
21	BN Equipment Trust 1971, Series 1		21
22	Pacific & Co.	Trust Company Nominee	22
23	P.O. Box 11870		23
24	Newark, NJ 07101		24
25	Smith Barney Harris Upham & Co., Inc.	Broker	25
26	120 Broadway		26
27	New York, NY 10005		27
28	BN Equipment Trust 1971, Series 2		28
29	Sabat Co.	Trust Company Nominee	29
30	New York, NY 10018		30
31	Egger & Co.	Bank Nominee	31
32	c/o Chase Manhattan Bank N.A.		32
33	P.O. Box 1507, Church Str Sta.		33
34	New York, NY 10008		34
35	BN Equipment Trust 1972, Series 1		35
36	Legal & Co.	Bank Nominee	36
37	Newark, NY 07101		37
38	BN Equipment Trust 1972, Series 2		38
39	City of Spokane Employees Retirement	City of Spokane, WA	39
40	System, 4th Flr, Municipal Bldg		40
41	Spokane, WA 99201		41
42	EMSEG & CO.	Bank Nominee	42
43	c/o Norwest Bank Mpls, N.A.		43
44	Capital Management Trust Group		44
45	Minneapolis, MN 55479		45
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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	BN Equipment Trust 1972, Series 2, cont'd		1
2	Gerlach & Co.	Bank Nominee	2
3	c/o Citibank, N.A.		3
4	20 Exchange Place		4
5	New York, NY 10005		5
6	Prudential-Bach Securities Inc.	Broker	6
7	100 Gold Street		7
8	New York, NY 10038		8
9	Gardner Franco-American Credit Union	Other Holding Organization	9
10	Gardner, MA 01440		10
11	BN Equipment Trust 1973, Series 1		11
12	Pacific & Co.	Trust Company Nominee	12
13	P.O. Box 7877		13
14	San Francisco, CA 94120		14
15	City of Aurora Colorado	City of Aurora Colorado	15
16	1470 So. Havana		16
17	Aurora, CO 80012		17
18	BN Equipment Trust 1973, Series 2		18
19	BSB & Co.	Bank	19
20	c/o Brockton Savings Bank		20
21	One North Main Street		21
22	Brockton, MA 02403		22
23	Smith Barney Harris Upham & Co. Inc.	Broker	23
24	333 West 34th Street		24
25	New York, NY 10001		25
26	Lucas & Co	Trust Co. Nominee	26
27	St. Louis, MO 63166		27
28	Kirchback Co.	Bank & Trust Company Nominee	28
29	Richfield, MN 55423		29
30	BN Equipment Trust 1973, Series 3		30
31	Pacific & Co.	Trust Co. Nominee	31
32	San Francisco, CA 94120		32
33	Barnett & Co.	Trust Co. Nominee	33
34	New York, NY 10008		34
35	Fargo Gems & Co.	Trust Co. Nominee	35
36	Fargo, ND 58108		36
37	Janney Montgomery Scott Inc.	Other Holding Organization	37
38	5 Penn Center Plaza		38
39	Philadelphia, PA 19103		39
40	BN Equipment Trust 1974, Series 1		40
41	McAuley & Co.	Trust Co. Nominee	41
42	St. Louis, MO 63166		42
43	Cuskeep & Co.	Trust Co. Nominee	43
44	Securities Dept., Box 2176		44
45	Boston, MA 02211		45
46	Pacific & Co., Box 7625		46
47	San Francisco, CA 94120	Trust Co. Nominee	47

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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1			1
2	BN Equipment Trust 1974, Series 2		2
3	Pacific & Co.	Trust Co. Nominee	3
4	Box 7877		4
5	San Francisco, CA 94120		5
6	BN Equipment Trust 1974, Series 3		6
7	Egger & Co.	Bank Nominee	7
8	New York, NY 10081		8
9	Cede & Co.	Trust Co. Nominee	9
10	New York, NY 10004		10
11	Gale & Co.	Bank & Trust Co. Nominee	11
12	Chicago, IL 60690		12
13	R. J. Thomas & Company	Bank Nominee	13
14	Dallas, TX 75221		14
15	BN Equipment Trust 1975, Series 1		15
16	Pacific & Co.	Trust Co. Nominee	16
17	San Francisco, CA 94134		17
18	Auto Owners Life Ins. Co.	Insurance Company	18
19	Box 50660		19
20	Lansing, MI 48909		20
21	BN Equipment Trust 1975, Series 2		21
22	Polly & Co.	Trust Co. Nominee	22
23	New York, NY 10005		23
24	R. J. Thomas & Co.	Bank Nominee	24
25	Dallas, TX 75221		25
26	Kidder Peabody & Co. Inc.	Broker	26
27	10 Hanover Square		27
28	New York, NY 10005		28
29	How & Co.	Trust Co. Nominee	29
30	c/o Northern Trust Co.		30
31	Attn: Trust Department		31
32	50 S. LaSalle		32
33	Chicago, IL 60675		33
34	BN Equipment Trust 1975, Series 3		34
35	Pacific & Co.	Trust Co. Nominee	35
36	San Francisco, CA 94120		36
37	Pacific & Co., Box 93677	Trust Co. Nominee	37
38	Chicago, IL 60673-0001		38
39	BN Equipment Trust 1976, Series 1		39
40	Corp. of the President of the Church	Other Holding Organization	40
41	of Jesus Christ of Latter Day Saints		41
42	Salt Lake City, UT 84150		42
43	Security Benefit Life Ins. Co.	Insurance Company	43
44	Kansas City, MO 64180		44
45	Cede & Co.	Trust Co. Nominee	45
46	New York, NY 10005		46
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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	BN Equipment Trust 1976, Series 2		1
2	R. J. Thomas & Co.	Bank Nominee	2
3	Dallas, TX 75221		3
4	State Treasury of the State of MI	State of Michigan	4
5	Cust of Legislative Retirement Sys Fund		5
6	c/o Michigan Dept of Treas., Box 15128		6
7	Lansing, MI 48901		7
8	How & Co.	Trust Co. Nominee	8
9	c/o The Northern Trust Co.		9
10	Box 92303		10
11	Chicago, IL 60675		11
12	Beneficial Life Insurance Co.	Insurance Company	12
13	Salt Lake City, UT 84136		13
14	BN Equipment Trust 1976, Series 3		14
15	Compass & Co.	Bank Nominee	15
16	Houston, TX 77001		16
17	Calhoun & Co., c/o Manufacturers Natl	Bank Nominee	17
18	Bank of Detroit, Trust Department		18
19	P.O. Box 1319		19
20	Detroit, MI 48231		20
21	BN Equipment Trust 1976, Series 4		21
22	Carn & Co.	Bank Nominee	22
23	Washington, DC 20013		23
24	Cede & Co.	Trust Co. Nominee	24
25	Box 20, Bowling Green Station		25
26	New York, NY 10004		26
27	BN Equipment Trust 1977, Series 1		27
28	Cust & Co.	Bank & Trust Co. Nominee	28
29	Chicago, IL 60693		29
30	The Board of Water & Light of the		30
31	City of Lansing, MI, Water & Light	City of Lansing, Michigan	31
32	Pension Fund		32
33	P.O. Box 13007		33
34	Lansing, MI 48901		34
35	Calhoun & Co.	Bank Nominee	35
36	c/o Manufacturers Natl		36
37	Bank of Detroit, Trust Department		37
38	P. O. Box 1319		38
39	Detroit, MI 48231		39
40	Union Bankers Insurance Co.	Insurance Company	40
41	P. O. Box 5433		41
42	Dallas, TX 75222		42
43	The Union Central Life Insurance Co.	Insurance Company	43
44	P.O. Box 179		44
45	Cincinnati, OH 45201		45
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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	BN Equipment Trust 1977, Series 2		1
2	State Compensation Ins.	State of California	2
3	Fund of California		3
4	San Francisco, CA 94102		4
5	BN Equipment Trust 1978, Series 1		5
6	Gerlach & Co.	Bank Nominee	6
7	c/o Citibank, N.A.		7
8	New York, NY 10005		8
9	Jaquith & Co.	Bank Nominee	9
10	New York, NY 10008		10
11	Bent & Co.	Other Holding Organization	11
12	Hartford, CT 06101		12
13	Zande & Co.	Trust Co. Nominee	13
14	New York, NY 10008		14
15	Hare & Co.	Bank Nominee	15
16	c/o The Bank of New York		16
17	P. O. Box 11203		17
18	New York, NY 10249		18
19	BN Equipment Trust 1978, Series 2		19
20	Polly & Co.	Trust Co. Nominee	20
21	New York, NY 10005		21
22	Cust & Co.	Bank & Trust Co. Nominee	22
23	Chicago, IL 60693		23
24	Security Benefit Life Ins. Co.	Insurance Company	24
25	Topeka, KS 66636		25
26	Barnett & Co.	Bank Nominee	26
27	New York, NY 10008		27
28	Hare & Co., c/o Bank of New York	Bank Nominee	28
29	P. O. Box 11203		29
30	New York, NY 10249		30
31	Trobar, c/o Barnet Bank Trust Co,	Trust Co. Nominee	31
32	N. A., Dept. 72, P.O. Box 40200		32
33	Jacksonville, FL 32231		33
34	BN Equipment Trust 1979, Series 1		34
35	The Centennial Life Insurance Co.	Insurance Company	35
36	Overland Park, MO 66201		36
37	Kray & Co.	Other Holding Organization	37
38	Chicago, IL 60603		38
39	Cede & Co.	Trust Co. Nominee	39
40	Box No. 20, Bowling Green Station		40
41	New York, NY 10004		41
42	Sigler & Co., c/o Manufacturers	Trust Co. Nominee	42
43	Hanover Tr Co., Trust Collections		43
44	P.O. Box 1765, Church Str Sta.		44
45	New York, NY 10008		45
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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	BN Equipment Trust 1980, Series 1		1
2	Hare & Co.	Bank Nominee	2
3	New York, NY 10249		3
4	Caf & Co.	Trust Co. Nominee	4
5	Chicago, IL 60690		5
6	Cede & Co.	Trust Co. Nominee	6
7	New York, NY 10004		7
8	Sigler & Co., c/o Manufacturers		8
9	Hanover Tr Co, Trust Collection	Trust Co. Nominee	9
10	P.O. Box 1765, Church Str Sta.		10
11	New York, NY 10008		11
12	BN Equipment Trust 1981, Series 1		12
13	Permanent University Fund	Other Holding Organization	13
14	of the University of Texas		14
15	Austin, TX 78712		15
16	Cede & Co.	Trust Co. Nominee	16
17	Box No. 20, Bowling Green Sta.		17
18	New York, NY 10004		18
19	Kray & Co.	Other Holding Organization	19
20	120 S. LaSalle Street		20
21	Chicago, IL 60603		21
22	Gerlach & Co.	Bank Nominee	22
23	New York, NY 10005		23
24	BN Equipment Trust 1983, Series 1		24
25	Bill & Co.	Bank Nominee	25
26	Kansas City, MO 64121		26
27	Beneficial Life Insurance Co.	Insurance Company	27
28	Beneficial Life Tower, 36 South State Str		28
29	P.O. Box 2654		29
30	Salt Lake City, UT 84136		30
31	Bob & Co.	Other Holding Organization	31
32	P.O. Box 2016		32
33	Boston, MA 02106		33
34	Bull & Co.	Bank & Trust Co. Nominee	34
35	Charlotte, NC 28275		35
36	Kray & Co.	Other Holding Organization	36
37	Chicago, IL 60603		37
38	BN Equipment Trust of 1983, Series 1		38
39	Cede & Co.	Trust Co. Nominee	39
40	New York, NY 10005		40
41	Fidelity Union Life Insurance Co.	Insurance Company	41
42	Dallas, TX 10249		42
43	Permanent University Fund of the	University of Texas	43
44	University of Texas		44
45	Austin, TX 78712		45
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BURLINGTON NORTHERN

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3 OF 3

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	BN Equipment Trust 1985, Series 1		1
2	Cede & Co.	Trust Co., Nominee	2
3	P.O. Box No. 20, Bowling Green Sta.		3
4	New York, NY 10004		4
5	North American Life & Casualty Co.	Insurance Company	5
6	1750 Hennepin Avenue		6
7	Minneapolis, MN 55403		7
8	C&S Equipment Trust 1971		8
9	Ce-lach & Co., c/o Citibank, N.A.	Bank Nominee	9
10	New York, NY 10043		10
11	Dean Witter Reynolds, Inc.	Broker	11
12	5 World Trade Center		12
13	New York, NY 10048		13
14	Smith Barney Harris Upham & Co., Inc.	Broker	14
15	Dividend Department, 2nd Floor		15
16	333 West 34th Street		16
17	New York, NY 10001		17
18	C&S Equipment Trust 1972, Series 1		18
19	Sigler & Co.	Trust Co. Nominee	19
20	New York, NY 10008		20
21	Roosevelt Natl Life Ins. Co.		21
22	c/o Springfield Marine Bank	Insurance Company	22
23	East Old State Capital Plaza		23
24	Springfield, IL 62701		24
25	Rushmore Mutual Life Ins. Co.	Insurance Company	25
26	P. O. Box 1320		26
27	Rapid City, SD 57709		27
28	Salkeld & Co., c/o Bankers Trust Co.	Bank Nominee	28
29	P. O. Box 704, Church Str. Sta.		29
30	New York, NY 10008		30
31	C&S Equipment Trust 1974		31
32	Polly & Co.	Trust Co. Nominee	32
33	New York, NY 10005		33
34	Transport Life Insurance Company	Insurance Company	34
35	Fort Worth, TX 76102		35
36	Hillman Co.	Bank Nominee	36
37	c/o Almalgated Bank of NY		37
38	11 Union Square		38
39	New York, NY 10003		39
40			40
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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	BN Conditional Sale Agreement dtd. 4/1/70		1
2	Lincoln National Life Insurance Co.	Insurance Company	2
3	Fort Wayne, IN 46801		3
4	Philadelphia Savings Fund Society	Other Holding Organization	4
5	Philadelphia, PA 19107		5
6	State Farm Life Insurance Co.	Insurance Company	6
7	Bloomington, IL 61701		7
8	State of California		8
9	Teachers Retirement System	State of California	9
10	Sacramento, CA 95809		10
11	State Treasurer of the State of	State of Michigan	11
12	Michigan, Cust of State Employees		12
13	Retirement System Funds		13
14	Attn: Mr. William A. Amerman,		14
15	Deputy State Treasurer		15
16	State Treasurer's Office, Box 15128		16
17	Lansing, MI 48903		17
18	State of California	State of California	18
19	Public Employees Retirement System		19
20	Sacramento, CA 95809		20
21	Bird & Co.	Trust Co. Nominee	21
22	New York, NY 10008		22
23	State Treasurer of the State of	State of Michigan	23
24	Michigan Cust of Michigan Public		24
25	School Employees Ret. Sys. Funds		25
26	Lansing, MI 48903		26
27	BN Conditional Sale Agreement dtd. 8/15/76		27
28	Michemp Co.	State of Michigan	28
29	Lansing, MI 48901		29
30	Michtea Co.	State of Michigan	30
31	Lansing, MI 48901		31
32	BN Conditional Sale Agreement 2/1/78		32
33	Atwell & Co.	Trust Co. Nominee	33
34	c/o United States Trust Co. of NY		34
35	P. O. Box 456, Wall Street Station		35
36	New York, NY 10005		36
37	Minnret & Co.	Other Holding Organization	37
38	Minnesota State Board of Investment		38
39	Attn: Robert Borman, Sr. Portfolio Mgr.		39
40	Room 105, M.E.A. Bldg, 55 Sheburne Ave		40
41	St. Paul, MN 55155		41
42	Garden St. Co., 140 Garden Street	Other Holding Organization	42
43	Hartford, CT 06115		43
44	EMPL & Co.		44
45	Employers Mutual Liability Insurance Co.	Insurance Company	45
46	of Wisconsin, 2000 Westwood Dr.		46
47	Wausau, WI 54401		47

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	BN Cond. Sale Agreement dtd. 2/1/78 (cont'd)		1
2	Hansec Ins. Co.	Insurance Company	2
3	Boston, MA 02110		3
4	Provident Mutual Life Ins. Co.	Insurance Company	4
5	of Philadelphia		5
6	Philadelphia, PA 19101		6
7	United Benefit Life Ins. Co.	Insurance Company	7
8	Omaha, NE 68131		8
9	BN Conditional Sale Agreement dtd. 1/1/79		9
10	Citibank, N.A.	Bank	10
11	New York, NY 10043		11
12	The Chase Manhattan Bank, N.A.	Bank	12
13	New York, NY 10081		13
14	Harris Bank	Bank & Trust Co.	14
15	Chicago, IL 60690		15
16	Norwest Bank	Bank	16
17	Minneapolis, MN 55479		17
18	The Northrn Trust Co.	Trust Company	18
19	Chicago, IL 60675		19
20	First Bank of Minneapolis	Bank	20
21	Minneapolis, MN 55403		21
22	BN Conditional Sale Agreement dtd. 12/1/79		22
23	Knights of Columbus	Other Holding Organization	23
24	New Haven, CT 06507		24
25	Michte Co.	State of Michigan	25
26	Lansing, MI 48901		26
27	Michemp Co.	State of Michigan	27
28	Lansing, MI 48901		28
29	United Benefit Life Ins. Co.	Insurance Company	29
30	Omaha, NE 68131		30
31	New England Mutual Life Ins. Co.	Insurance Company	31
32	Attn: Securities Dept, 501 Boylston Street		32
33	Boston, MA 02117		33
34	BN Conditional Sale Agreement dtd. 1/2/81		34
35	Monumental Life Ins. Co.	Insurance Company	35
36	Baltimore, MD 21202		36
37	Volunteer State Life Ins. Co.	Insurance Company	37
38	Chattanooga, TN 37401		38
39	BN Conditional Sale Agreement dtd. 12/1/82		39
40	New York Life Insurance Company	Insurance Company	40
41	New York, NY 10010		41
42	Aetna Life Insurance Co.	Insurance Company	42
43	Hartford, CT 06156		43
44	Union Mutual Life Ins. Co.	Insurance Company	44
45	Portland, ME 04122		45
46	Minnesota Mutual Life Ins. Co.	Insurance Company	46
47	St. Paul, MN 55101		47

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LINE NO.	NAME AND ADDRESS OF HOLDER	TYPE OF HOLDER	LINE NO.
1	BN Conditional Sale Agreement dtd. 12/1/82		1
2	Great West Life & Annuity Ins. Co.	Insurance Company	2
3	Attn: Priv Placement Invest, 100 Osborne		3
4	Street, Winnipeg, Manitoba, R3C 3A5		4
5	Boehm & Co.	Insurance Company	5
6	Zurich Ins. Co.		6
7	Attn: Mr. Stuart Olin, Asst U.S. Mgr.		7
8	231 No. Maringale Road		8
9	Schaumburg, IL 60196		9
10	Sun Life Assurance Co. of	Insurance Company	10
11	of Canada (U.S.)		11
12	Wellesley Hills, MA 02181		12
13	Transamerica Life Insurance and		13
14	Annuity Company	Insurance Company	14
15	Los Angeles, CA 90060		15
16	BN Conditional Sale Agreement dtd. 1/15/84		16
17	Mutual Trust Life Ins. Co.	Insurance Company	17
18	Oak Brook, IL 60521		18
19	Aid Assoc. for Lutherans	Other Holding Organization	19
20	Appleton, WI 54919		20
21	Nationwide Life Ins. Co.	Insurance Company	21
22	Columbus, OH 43216		22
23	Sun Life Assurance Co. of Canada	Insurance Company	23
24	Attn: Investment Dept, Priv Placements		24
25	One Sun Life Executive Park		25
26	Wellesley Hills, MA 02181		26
27	Maril & Co.	Trust Co. Nominee	27
28	c/o Trust Dept, BIN 53800		28
29	Milwaukee, WI 53288		29
30	Union Mutual Life Ins. Co.	Insurance Company	30
31	Portland, MA 04112		31
32	The Variable Annuity Life Ins. Co.	Insurance Company	32
33	Houston, TX 77253		33
34	SLSF Conditional Sale Agreement dtd. 3/1/71		34
35	Atwell & Co.	Trust Co. Nominee	35
36	c/o U. S. Trust Co. of NY		36
37	P.O. Box 456, Wall Street Sta.		37
38	New York, NY 10005		38
39	Public Employees Retirement Assoc.	State of Colorado	39
40	of Colorado - School Division		40
41	Denver, CO 80203		41
42			42
43			43
44			44
45			45
46			46
47			47

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	SLSF Conditional Sale Agreement dtd. 3/1/71 (con 'd)		1
2	Waller & Co.	Trust Co.. Nominee	2
3	Minneapolis, MN 55485		3
4	Sabat Co.	Bank Nominee	4
5	New York, NY 10166		5
6	SLSF Conditional Sale Agreement 10/1/71		6
7	John Hancock Mutual Life Ins. Co.	Insurance Company	7
8	Boston, MA 02117		8
9	EMPL & Co.	Trust Co. Nominee	9
10	Milwaukee, WI 53202		10
11	Sher Co.	Trust Co. Nominee	11
12	New York, NY 10005		12
13	SLSF Conditional Sale Agreement dtd. 12/1/72		13
14	Atwell & Co., c/o U.S. Trust New York	Trust Co. Nominee	14
15	P.O. Box 456, Wall St. Sta.		15
16	New York, NY 10005		16
17	Michemp & Co.	State of Michigan	17
18	Lansing, MI 48903		18
19	Michtea & Co.	State of Michigan	19
20	Lansing, MI 48903		20
21	Sabat & Co.	Bank Nominee	21
22	c/o Savings Bank Trust co.		22
23	P.O. Box 2282, Church Str. Sta.		23
24	New York, NY 10008		24
25	SLSF Conditional Sale Agreement dtd. 4/1/74		25
26	Aid Assoc. for Lutherans	Other Holding Organization	26
27	Appleton, WI 54919		27
28	Life Insurance of Georgia	Insurance Company	28
29	Atlanta, GA 30308		29
30	The Philadelphia Savings Fund Society	Other Holding Organization	30
31	Philadelphia, PA 19107		31
32	Union Mutual Life Insurance Co.	Insurance Company	32
33	Portland, ME 04112		33
34	Century Life Insurance Co.	Insurance Company	34
35	Waverly, IA 50677		35
36	SLSF Conditional Sale Agreement dtd. 1/1/75		36
37	Aetna Life Insurance Company	Insurance Company	37
38	Hartford, CT 06156		38
39	Michtea & Co.	State of Michigan	39
40	Lansing, MI 48901		40
41	Michemp & Co.	State of Michigan	41
42	Lansing, MI 48901		42
43	Indianapolis Life Insurance Co.	Insurance Company	43
44	Indianapolis, IN 46206		44
45			45
46			46
47			47

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	SLSF Conditional Sale Agreement dtd. 1/1/75 (con 'd)		1
2	State Treas. State of Michigan	State of Michigan	2
3	Cust of Employees Retirement System		3
4	of the School Dist City of Detroit		4
5	c/o Michigan Dept. of Treasury		5
6	P.O. Box 15128		6
7	Lansing, MI 48901		7
8	Lincoln National Pension Ins. Co.	Insurance Company	8
9	Attn: Bank Accts. Treas. Dept.		9
10	1300 South Clinton Street		10
11	Fort Wayne, IN 46801		11
12	SLSF Conditional Sale Agreement dtd. 9/15/75		12
13	New England Mutual Life Ins. Co.	Insurance Company	13
14	Boston, MA 02117		14
15	Mutual Service Life Ins. Co.	Insurance Company	15
16	St. Paul, MN 55104		16
17	SLSF Conditional Sale Agreement dtd. 1/15/76		17
18	Lincoln National Life Insurance Co.	Insurance Company	18
19	Ft. Wayne, IN 46801		19
20	Atwell & Co.	Trust Co. Nominee	20
21	c/o U. S. Trust Co. of NY		21
22	P.O. Box 456, Wall Street Sta.		22
23	New York, NY 10005		23
24	Michtea Co.	State of Michigan	24
25	Lansing, MI 48901		25
26	Equitable Life Insurance Co. of Iowa	Insurance Company	26
27	Des Moines, IA 50306		27
28	Guarantee Mutual Life Co.	Insurance Company	28
29	Omaha, NE 68114		29
30	Mutual Security Life Ins. Co.	Insurance Company	30
31	Fort Wayne, IN 46005		31
32	Indianapolis Life Insurance Company	Insurance Company	32
33	Indianapolis, IN 46206		33
34	SLSF Conditional Sale Agreement dtd. 6/1/76		34
35	United Farm Bureau Family Life	Insurance Company	35
36	Insurance Company		36
37	Indianapolis, IN 46204		37
38	Indianapolis Life Insurance Company	Insurance Company	38
39	Indianapolis, IN 46206		39
40	Southern Life and Health Insurance Co.	Insurance Company	40
41	Birmingham, AL 35201		41
42	Equitable Life Insurance Co. of Iowa	Insurance Company	42
43	Des Moines, IA 50306		43
44	Shenandoah Life Insurance Co.	Insurance Company	44
45	Roanoke, VA 24029		45
46			46
47			47

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	SLSF Conditional Sale Agreement dtd. 11/15/76		1
2	Aetna Life Insurance Co.	Insurance Company	2
3	Hartford, CT 06156		3
4	The Lincoln National Life Ins. Co.	Insurance Company	4
5	Fort Wayne, IN 46801		5
6	Business Men's Assurance Co.	Insurance Company	6
7	of America		7
8	Kansas City, MO 64141		8
9	Cust & Co.	Bank & Trust Company Nominee	9
10	Bloomington, IL 61701		10
11	Liberty Life Insurance Co.	Insurance Company	11
12	Greenville, SC 29602		12
13	SLSF Conditional Sale Agreement dtd. 4/1/77		13
14	Metropolitan Life Insurance Co.	Insurance Company	14
15	New York, NY 10010		15
16	SLSF Conditional Sale Agreement dtd. 1/1/78		16
17	State Mutual Life Assurance Co.	Insurance Company	17
18	of America		18
19	Worcester, MA 01605		19
20	Aid Assoc. for Lutherans	Other Holding Organization	20
21	Appleton, WI 54919		21
22	Cust & Co., c/o County Life Ins. Co.	Other Holding Organization	22
23	Attn: Randy B. Wills		23
24	1701 Torvanda Avenue, Box 2646		24
25	Bloomington, IL 61701		25
26	Cust & Co., c/o Century Life Ins. Co.	Other Holding Organization	26
27	Attn: Cashier's Dept., Heritage Way		27
28	Waverly, IA 50677		28
29	Hanseco Insurance Co.	Insurance Company	29
30	Boston, MA		30
31	United Farm Bureau Family Life	Insurance Company	31
32	Insurance Co.		32
33	Indianapolis, IN 46204		33
34	SLSF Conditional Sale Agreement dtd. 12/1/78		34
35	Indianapolis Life Insurance Company	Insurance Company	35
36	Indianapolis, IN 46206		36
37	Lutheran Brotherhood	Insurance Company	37
38	Minneapolis, MN 55402		38
39	Nationwide Life Insurance Co.	Insurance Company	39
40	Columbus, OH 43216		40
41	American Mutual Life Insurance Company	Insurance Company	41
42	Des Moines, IA 50307		42
43			43
44			44
45			45
46			46
47			47

- 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	SLSF Conditional Sale Agreement dtd. 1/1/80		1
2	Horace Mann Life Insurance Co.	Insurance Company	2
3	c/o Cigna Capital Advisers		3
4	Hartford, CT 06152		4
5	The Midland Mutual Life Insurance Co.	Insurance Company	5
6	Columbus, OH 43215		6
7	The Minnesota Mutual Life Ins. Co.	Insurance Company	7
8	St. Paul, MN 55101		8
9	Mutual Security Life Insurance Co.	Insurance Company	9
10	Fort Wayne, IN 46805		10
11	Mutual Trust Life Insurance Company	Insurance Company	11
12	Oak Brook, IL 60521		12
13	Pan-American Life Insurance Co.	Insurance Company	13
14	New Orleans, LA 70130		14
15	Pilot Life Insurance Company	Insurance Company	15
16	Greensboro, NC 27420		16
17	Standard Life Insurance Co.	Insurance Company	17
18	Portland, OR 97207		18
19	SLSF Conditional Sale Agreement dtd. 7/1/80		19
20	American States Life Insurance Company	Insurance Company	20
21	Indianapolis, IN 46207		21
22	IDS Life Insurance Company	Insurance Company	22
23	New York, NY 10005		23
24	National Life Insurance Co.	Insurance Company	24
25	Montpelier, VT 05602		25
26	New England General Life Insurance Co.	Insurance Company	26
27	Boston, MA 02117		27
28	State of Wisconsin Investment Board	State of Wisconsin	28
29	Madison, WI 53707		29
30	The Union Central Life Insurance Co.	Insurance Company	30
31	Cincinnati, OH 45201		31
32	FWD Conditional Sale Agreement dtd. 11/15/74		32
33	Bankers Life Co.	Insurance Company	33
34	New York, NY 10049		34
35	Jefferson Standard Life Insurance Co.	Insurance Company	35
36	Greensboro, NC 27420		36
37	Aid Assoc. for Lutherans	Other Holding Organization	37
38	Chicago, IL 60609		38
39	Emseg & Co.	Bank Nominee	39
40	c/o Norwest Bank Minneapolis, N.A.		40
41	Capital Management & Trust Group		41
42	Minneapolis, MN 55479		42
43			43
44			44
45			45
46			46
47			47

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	Burlington Northern Dock Corp	100	Direct	Operating Services	227	227P	1
2	BNRR Properties Inc.	100	Direct	Land	319	319P	2
3	BNRR Properties Inc.	100	Direct	Rent	681	681P	3
4	Clarkland Inc.	100	Direct	Sale of Rock Materials	2 293	None	4
5	Clarkland Inc.	100	Direct	Rent	81	None	5
6	Clarkland Inc.	100	Direct	Dividend (Meridian Trans-			6
7				fer)	7 795	None	7
8	Western Fruit Express	100	Direct	Interest	1 111	None	8
9	Western Fruit Express	100	Direct	Dividend	14 000	None	9
10	Winona Bridge Ry. Company	66.7	Direct	None	None	None	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

Transactions reported on lines 4 and 5 above were accounted for through journal vouchers and did not involve an exchange of cash.

G.P.O. Jkt. 483-592

Railroad Annual Report R-1

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.

700. MILEAGE OPERATED AT THE CLOSE OF YEAR

L I N E	C L A S S	PART OWNED or LEASED	M or B	Miles of Road (d)	Miles of Second Main Track (e)	Miles of all Other Main Track (f)	Miles of Passing Crossovers and Turnouts (g)	Miles of Way Switching Tracks (h)	Miles of Yard Switching Tracks (i)	TOTAL (j)
No	(a)	(b)	(c)							
1	1	100	M	15470	1871	40	2137	1592	4175	25294
2	1J	3/4	M						6	6
3	1J	2/3	M						20	20
4	1J	1/2	M	336	25		35	36	147	579
5	1J	2/5	M						8	8
6	1J	1/3	M	5	5		1	7	26	44
7	1J	1/4	M						23	23
8	1J	1/6	M					1		1
9	1J	1/12	M					1		1
10	Total 1J Main			341	30		36	45	230	682
12	Total 1 & 1J Main			15811	1901	49	2173	1637	4405	25976
14										
15										
16	1	100	B	8342	6		349	859	354	9910
17	1J	1/2	B	121			9	38	17	185
18	1J	2/3	B							0
19	1J	1/3	B					1	4	5
20	1J	1/4	B						36	36
21	1J	1/5	B						1	1
22	Total 1J Branch			121			9	39	58	227
24	Total 1 & 1J Branch			8463	6		358	898	412	10137
26	Total Main & Branch			24274	1907	49	2531	2535	4817	36113
28										
29	2		M							0
30	2		B	4				1	5	10
31	Total Main & Branch			4				1	5	10
33										
34	3		M	254	2		28	25	37	346
35	3		B	184			19	13	6	222
36	Total Main & Branch			438	2		47	38	43	568
38										
39	4		M	288			29	19	3	339
40	4		B	504			9	46	14	573
41	Total Main & Branch			792			38	65	17	912
43										
44	5		M	681	237	2	62	43	135	1160
45	5		B	591	21		25	23	23	683
46	Total Main & Branch			1272	258	2	87	66	158	1843
48										
49										
50										
51										
52										
53										
54										
55	TOTAL MAIN LINE			17034	2140	51	2292	1724	4580	27821
56	TOTAL BRANCH LINE			9746	27	0	411	981	460	11625
57	GRAND TOTAL			26780	2167	51	2703	2705	5040	39446

Miles of electrified
road of track included
in preceding grand
total:

none

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

L I N E N O	C L A S S (a)	NAME of ROAD or TRACK (b)	M or B (c)	Miles of Road (d)	Miles of Second Main Track (e)	Miles of all Other Main Track (f)	Miles of Passing Crossovers and Turnouts (g)	Miles of Way Switching Tracks (h)	Miles of Yard Switching Tracks (i)	TOTAL (j)	L I N E N O
1	1	Spur	M						2	2	1
2	1	Line "D"	M	1	1				1	3	2
3		(1/2 ownership)									3
4											4
5											5
6											6
7											7
8											8
9											9
10											10
11											11
12											12
13											13
14		Total		1	1				3	5	14
15											15

Line 1: Leased to and operated by UPRR Co., which company pays taxes and maintains property in Spokane, Washington.

Line 2: Joint ownership with SOO Line Ry. Co., which company operates and maintains property on Line "D" in Minneapolis, Minnesota.

700. MILEAGE OPERATED AT THE CLOSE OF YEAR

L I N E N O	C C L A S S (a)	C L A S S (b)	PART- OWNED or LEASED (c)	M or B (d)	Miles of Road (e)	Miles of Second Main Track (f)	Miles of Passing Crossovers and Turnouts (g)	Miles of Way Switching Tracks (h)	Miles of Yard Switching Tracks (i)	TOTAL (j)	L I N E N O
1					CANADIAN MILEAGE IS INCLUDED IN LINES 1-61						1
2											2
3		1	100	M	34	10	5	1	31	81	3
4		1	100	B	720		2	4	3	8179	4
5		1J	1/2	B	4					4	5
6											6
7		Total 1 & 1J Branch			764		2	4	3	853	7
8											8
9		Total Main & Branch			110	10	7	5	34	1664	9
10											10
11		2		B	4			1	5	10	11
12		5	100	M	679	2	5	5		7981	12
13		5	100	B	9		3	1	11	24	13
14											14
15		Total Main & Branch			80	2	8	7	16	1135	15
16											16
17		GRAND TOTAL									17
18		CANADIAN MILEAGE			190	12	15	12	50	279	18
19											19
20											20

* See Sch. 702

702. MILES OF ROAD AT CLOSE OF YEAR - BY STATES AND TERRITORIES (SINGLE TRACK)

Line No. Check	State or Territory	LINE OWNED		ROAD OPERATED BY RESPONDENT				LINE OWNED BUT NOT OPERATED BY RESPONDENT		New Line Constructed	
		Main	Branch	Line of Propriet. Company	Line Operated Lease	Line Operated Contract	Line Operated Trackage Rights	Total Mileage Operated	Main	Branch	During Year
(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)
1	-----Alabama	459					32	491			1
2	-----Arkansas	299	80					379			2
3	-----California	66	33					99			3
4	-----Colorado	460	142				125	727			4
5	-----Florida	44						44			5
6	-----Idaho	163	238				1	402			6
7	-----Illinois	869	312				109	1,290			7
8	-----Iowa	450	132		100	42	66	790			8
9	-----Kansas	406	175				18	599			9
10	-----Kentucky						13	13			10
11	-----Minnesota	1,556	550		36		283	2,425			11
12	-----Mississippi	179						179			12
13	-----Missouri	1,449	201				36	1,686			13
14	-----Montana	2,093	914		52	78		3,137			14
15	-----Nebraska	1,409	1,022				2	2,433			15
16	-----New Mexico	83						83			16
17	-----North Dakota	1,107	1,999			103	37	3,246			17
18	-----Oklahoma	759	390				62	1,211			18
19	-----Oregon	440	71				132	643			19
20	-----South Dakota	61	278		203	558	14	1,114			20
21	-----Tennessee	16						16			21
22	-----Texas	649	403			11	250	1,313			22
23	-----Washington	1,455	1,333		48		195	3,031			23
24	-----Wisconsin	270	1				2	273			24
25	-----Wyoming	863	54				49	966			25
26	-----British Columbia	34	74				9	117			6
27	-----Manitoba			4			69	73			27
28	* Canada	34	74	4			78	140			28
29											29
30											30
31	(single										31
32	-----Total Mileage track)	15,639	8,402	4	439	792	1,504	26,780			32

* See last year's report

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	22	40		18	21	43	144		1
2	1	B	19			26	30	1	76		2
3	1J	M		2				5	7		3
4	5	M	11				1		12		4
5	5	B	166	10					176		5
6											6
7											7
8											8
9											9
10											10
11											11
12											12
13	TOTAL INCREASE		218	52		44	52	49	415		13

DECREASES IN MILEAGE

14	1	M	192	26	17	83	74	134	526		14
15	1	B	746			41	91	34	912		15
16	1J	M	2				5		7		16
17	1J	B					1		1		17
18	3	M	1			2	4	7	14		18
19	4	M				5	4	3	12		19
20	5	M	18	9				1	28		20
21	5	B	62			8			70		21
22											22
23											23
24											24
25	TOTAL DECREASE		1 021	35	17	139	179	179	1 570		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 2

Miles of road abandoned 858

Owned by proprietary companies:

Miles of road constructed -

Miles of road abandoned -

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 705A

INCREASE MILES	LINE SEG.	LOCATION	REASON FOR CHANGE
120.72	M	Bowers Jct. to Eugene, OR	BNOW merged into BNRR
85.40	M	Wishram, WA to South Junction, OR	BNOW merged into BNRR
42.63	M	Metolius to Bend, OR	BNOW merged into BNRR
3.73	M5	Beburg to Greton, OR	BNOW merged into BNRR
0.06	M5	Portland to Willbridge, OR	BNOW merged into BNRR
23.99	M5	South Jct. to Metolius, OR	BNOW merged into BNRR
5.61	B	Hillsboro to Forest Grove, OR	BNOW merged into BNRR
0.89	B	Albany Yard to SP Connection, OR	BNOW merged into BNRR
16.92	B	Lebanon to Foster, OR	BNOW merged into BNRR
13.65	B5	Albany to Lebanon, OR	BNOW merged into BNRR
9.19	B5	Banks to Hillsboro, OR	BNOW merged into BNRR
2.23	0375	Huette to Atlas, ID	Class 5B converted to class 1B. Purchased from MILW
0.15	0375	Coeur to d'Alene, ID	Class 5B converted to class 1B. Purchased from MILW
14.52	0394	Warden to Othello, WA	Class 5B converted to class 1B. Purchased from MILW
14.55	0395	Sieler to Moses Lake, WA	Class 5B converted to class 1B. Purchased from MILW
47.69	0396	Palouse, WA to Bovill, ID	Class 5B converted to class 1B. Purchased from MILW
53.06	0397	Easton to Maple Valley, WA	Class 5B converted to class 1B. Purchased from MILW
10.96	0398	Cedar Falls to Snoqualmie, WA	Class 5B converted to class 1B. Purchased from MILW
11.10	0399	Bellingham to Sumas, WA	Class 5B converted to class 1B. Purchased from MILW
4.43	0456	Wheeler to Sieler, WA	Class 5B converted to class 1B. Purchased from MILW
5.32	0614	Hampton to Lynden, WA	Class 5B converted to class 1B. Purchased from MILW
3.72	0384	Idaho St. Line to Arrow, ID	Record Correction
0.02	0385	Pullman Jct., WA to Wash. St. Line	Record Correction
0.01	0386	Columbia River to Mansfield, WA	Record Correction
0.03	0415	Cascade Jct. to Carbonado, WA	Record Correction
1.13	0442	Beaverton, OR	Reconstruct Main Track AFE: F-82-04
0.48	0442	Beaverton, OR	Addition to Class 5 AFE: F-82-04
0.02	0445	Brace to Tieton, WA	Record Correction
0.39	0474	Ore.St.Line to Milton Freewater, OR	Record Correction
0.20		Umapine Branch(part of L.S.0474)	Record Correction
0.01		St Joseph, MO	Track rights changed
0.01		Neilson, MO	Record Correction
9.80		Chicago, IL	Trackage rights changed
0.84		Metropolis, IL to Paducah, KY	Trackage rights changed
0.01		Port to East Cabin, WI	Record Correction
0.07		Aurora to Nifa, IL	Record Correction
0.34		Vermont to Rushville, IL	Record Correction
0.03		Pappio to S. Omaha, NE	Record Correction
1.47		Lincoln to Woodlawn, NE	Record Correction
0.02		Nebraska City to Cooper, NE	Record Correction
0.44		Tobias to Daykin, NE	Record Correction
0.61		Ayr Jct. to Wilcox, NE	Record Correction
0.02		Edgar, NE	New Contract
0.02		Endicott, NE	New Contract
0.19		Napier, MO to Red Cloud, NE	Switch Moved
0.02		Aurora to Portage, IL	Record Correction
0.92		Galesburg to Savanna, IL	New Construction AFE: 82-81
0.01		Barstow to Clinton, IL	Record Correction
1.01		Galesburg to Graham, IL	New Construction AFE: 83-083
1.52		W. Vienna to Metropolis, IL	Record Correction
0.02		Aurora, IL to St.Paul, MN	Record Correction
0.62		Table Rock to Lincoln, NE	Switch Moved
0.36		Drummond to Philipsburg, MT	Record Correction

NOTES AND REMARKS
Schedule 705A

INCREASE MILES	LINE SEG.	LOCATION	REASON FOR CHANGE
0.04	0027	St.Line to Central Ave., MN	Record Correction
0.31	0027	Carlton to Staples, MN	Record Correction
1.54	0025	Terminal Yard to Northtown, MN	Record Correction
4.13	0022	St. Paul to 1st St. N., MN	Record Correction
0.46	0217	Mpls. Jct. to 1st St. N., MN	Record Correction
1.96	0214	University Switch to Northtown, MN	Record Correction
2.52	0032	Crookston to State Line, MN	Record Correction
153.05		Nopeming Jct. to Rainier, MN	BN Docket No. 18568
0.40	0197	MN State Line to Sioux City, IA	Record Correction
0.25	0144	NE State Line to Sioux City, IA	Record Correction
0.35	0038	Jamestown to Bismark, ND	Record Correction
0.05	0289	Addison to Chaffee, ND	Record Correction
0.30	0274	Erie Jct. to Clifford, ND	Record Correction
0.06	0167	Churchs Ferry to Rolla, ND	AFE: 82-1150
0.33	0268	York to Wolford, ND	AFE: 82-995
10.37		State Line to Geneseo, ND	Record Correction
0.09	2010	Huron, SD	Convert side track to main BN 15706
0.09	0197	Garretson to Sioux Falls, SD	Record Correction
0.05	2010	Wolsey, SD	Convert side track to main BN 15706
12.75	2010	Huron to Wolsey, SD	Docket No. BN 15706
0.04	1051	State Oklahoma	Record Correction
1.14	1046	State Texas	Record Correction
1.93	0477	Minnequah, CO	Line change AFE: DC-7067
0.07	0477	Minnequah, CO	Line change AFE: DC-7067
0.61	0477	New Mexico	Record Correction
0.77	0498	Galveston, TX	Purchase of Galveston Terminal
704.83		TOTAL INCREASES TO MILES OF ROAD OPERATED IN 1985	
(486.80)		LESS PROPRIETARY COMPANY MERGED IN 1985 (BNOW) AND PURCHASE OF MILW TRACK PREVIOUSLY CLASS 5	
218.03		TOTAL INCREASES TO MILES OF ROAD OPERATED IN 1985 (Agrees to Schedule 705)	

NOTES AND REMARKS
Schedule 705A

DECREASE MILES	LINE SEG.	LOCATION	REASON FOR CHANGE
120.72	M2	Bowers Jct. to Eugene, OR	BNOW merged into BNRR
85.40	M2	Wishram, WA to South Junction, OR	BNOW merged into BNRR
42.63	M2	Metolius to Bend, OR	BNOW merged into BNRR
3.73	M2.5	Beburg to Gerton, OR	BNOW merged into BNRR
0.06	M2.5	Portland to Willbridge, OR	BNOW merged into BNRR
23.99	M2.5	South Jct. to Metolius, OR	BNOW merged into BNRR
5.61	B2	Hillsboro to Forest Grove, OR	BNOW merged into BNRR
0.89	B2	Albany Yard to SP Connection, OR	BNOW merged into BNRR
16.92	B2	Lebanon to Foster, OR	BNOW merged into BNRR
13.65	B2.5	Albany to Lebanon, OR	BNOW merged into BNRR
9.19	B2.5	Banks to Hillsboro, OR	BNOW merged into BNRR
2.23	0375	Huette to Atlas, ID	Class 5B converted to class 1B. Purchased from MILW
0.15	0375	Coeur to d'Alene, ID	Class 5B converted to class 1B. Purchased from MILW
14.52	0394	Warden to Othello, WA	Class 5B converted to class 1B. Purchased from MILW
14.55	0395	Sieler to Moses Lake, WA	Class 5B converted to class 1B. Purchased from MILW
47.69	0396	Palouse, WA to Bovill, ID	Class 5B converted to class 1B. Purchased from MILW
53.06	0397	Easton to Maple Valley, WA	Class 5B converted to class 1B. Purchased from MILW
10.96	0398	Cedar Falls to Snoqualmie, WA	Class 5B converted to class 1B. Purchased from MILW
11.10	0399	Bellingham to Sumas, WA	Class 5B converted to class 1B. Purchased from MILW
4.43	0456	Wheeler to Sieler, WA	Class 5B converted to class 1B. Purchased from MILW
5.32	0614	Hampton to Lynden, WA	Class 5B converted to class 1B. Purchased from MILW
0.54	0382	Post Falls, ID	Reclassified as side track AFE: 84-0815
1.01	0382	Spokane, WA	Reclassified as side track Date: 05-30-85
0.34	0402	Gate, WA	Track removal AFE: 83-0197 #124
3.43	0403	Seattle to Fremont, WA	Reclassified as side track Date: 12-12-85
0.34	0410	Maple Valley, WA	Track removal AFE: 83-0197 #65
7.00	0411	Palmer Jct. to Veasey, WA	Reclassified as side track Date: 04-18-85
0.40	0411	Orting, WA	Reclassified as side track Date: 04-17-85
1.13	0423	S. Aberdeen Jct., WA	Reclassified as side track Date: 04-18-85
3.67	0438	Vancouver Jct. to Rye, WA	Reclassified as side track Date: 09-26-85
2.19	0428	Larson to Bellingham, WA	Track removal AFE: 78-0066
0.48	0442	Beaverton, OR	Reclassified as side track AFE: F-82-04
0.43	0442	Eugene, OR	Reclassified as side track Date: 06-03-85
0.21	0447	White Swan, WA	Track Removal AFE: 84-0349 #19
0.45	0452	Duroc, OR	Reclassified as side track Date: 10-16-85
0.39	0457	Sweet Home, OR	Track removal AFE: F-83-23
0.05	0474	Walla Walla to WA State Line	Record Correction
0.03	0475	College Place to Baker Landon, WA	Record Correction
4.43	0382	Carters to Green Acres, WA	AB-6, Sub. 268
0.06	0382	Post Falls, ID	AB-6, Sub. 188X AFE: 85-0815
5.00	0383	Resalia to Balder, WA	AB-6, Sub. 219 AFE: 85-1515
36.76	0384	Moscow to Arrow, ID	AB-6, Sub. 202
27.66	0385	Pullman Jct., WA to Genesee, ID	AB-6, Sub. 201
60.75	0386	Columbia River to Mansfield, WA	AB-6, Sub. 243X
20.04	0390	Oroville, WA to Inter. Boundary, BC	AB-6, Sub. 238X
17.09	0393	Inter. Boundary to Keremeos, B.C.	AB-6, Sub. 238X
4.88	0403	Kernmore to Woodinville, WA	AB-6, Sub. 242
11.08	0411	Orting to Cascade Jct., WA	AB-6, Sub. 226
1.40	0414	Orting, WA	Exemption
8.81	0415	Cascade Jct. to Carbonado, WA	AB-6, Sub. 209X
1.00	0416	Wilkeson Spur, WA	AB-6, Sub. 209X
2.71	0428	Larson to Bellingham, WA	Finance No. 30353 AFE: 84-0638
6.67	0440	Astoria to Camp Clatsop, WA	AB-6, Sub. 250X

NOTES AND REMARKS
Schedule 705A

DECREASE MILES	LINE SEG.	LOCATION	REASON FOR CHANGE
2.82	0441	Warrenton to Hammond, OR	AB-6, Sub. 249
0.93	0442	Beaverton, OR	Finance No. 30369 AFE: F-82-04
11.70	0445	Brace to Tieton, WA	AB-6, Sub. 197
0.57	0446	Moxee City, WA	AB-6, Sub. 187X AFE: 84-0637
16.61	0448	Granger to Parker, WA	AB-6, Sub. 200 AFE: 85-1979
10.58	0452	Smeltz to Duroc, OR	AB-6, Sub. 222A AFE: 85-1515
3.50	0452	Duroc to Athena, OR	AB-6, Sub. 222b
1.90	0461	Kooskia to Stites, ID	AB-6, Sub. 256 & AB-236, Sub. 2X
9.00	0462	Revling to Headquarters, ID	AB-6, Sub. 229
14.33	0474	Walla Walla, WA	
		to Milton Freewater, OR	AB-6, Sub. 234 AFE: 85-1924
0.45	0474	Umapine Branch, OR	AB-6, Sub. 234 AFE: 85-1924
4.56	0475	College Place to Baker Langdon, WA	AB-6, Sub. 235 AFE: 85-1924
0.20	1022	Winfield, AL	Convert to yard track AFE: 84-287
0.13	1031	Aliceville, AL	Record Correction AFE: 50790
0.53	1031	Aliceville, AL	Record Correction AFE: 50978
0.41	1032	Aliceville, AL	Trackage Retirement AFE: 84-350
0.01	1011	Kissick, MO	Record Correction AFE: 83-1543
1.75	1025	Skillman, MO	Record Correction
0.51	1049	Madill, OK	Convert to yard track AB-6, Sub. 271X
1.16	1046	State Texas	Recalculation Class 5
11.19	1013	Walport to Pocahontas, AR	AB-6, Sub. 261 AFE: 85-1710
57.26	1004	Medora to Ellsworth, KS	AB-6, Sub. 208 AFE: 85-1711
8.00	1027	Hayti to Caruthersville, MO	AB-6, Sub. 248 AFE: 85-1712
0.80	1049	Madill, OK	AB-6, Sub. 271X
0.43	0030	Boylston to WI State Line	Record Correction
0.38	0028	Foxboro to Superior, WI	AFE: 82-365
0.39		Ashland, WI	Cancel track rights
0.41	0031	Bemidji to Crookston, MN	Record Correction
2.52	0245	Crookston to Noyes, MN	Record Correction
0.13	0219	St. Cloud to Parent, MN	AFE: 83-1360
0.51	0219	St. Cloud to Brook Park, MN	AFE: 83-1360
0.47	0197	Willmar to MN State Line (Sherman)	Record Correction
7.20	0003	St. Croix Tower to St. Paul, MN	Record Correction
0.33	0234	W. Duluth Jct. to MN State Line	Record Correction AFE: 83-1500
0.12	0240	Bemidji to International Falls, MN	AFE: 83-193
0.35	0208	Starbuck to Morris, MN	AFE: 85-1599
0.22	0202	St. Cloud to Clearwater, MN	Record Correction
1.00	0202	St. Cloud to Clearwater, MN	AFE: 85-877
2.50	0259	Kelly Lake to Gunn, MN	AFE: 83-1075
10.33		Aurora, IL to St. Paul, MN	Record Correction
0.34	0026	MN State Line to Jamestown, ND	Record Correction
0.26	0250	MN State Line to Joliet, ND	AFE: 83-1542
1.06	0266	Berea to Valley City, ND	AFE: 84-344
0.94	0280	Jamestown to Minnewauken, ND	Record Correction
0.01	0284	Regan to Wilton, ND	AFE: 84-1153
4.07	0292	Linton to ND State Line	AFE: 85-1871
0.35	0024	Nolan to Warwick, ND	Record Correction
0.22	0023	Mayville to Larimore, ND	Record Correction
0.16	0271	Granville to Sherwood, ND	AFE: 85-499
7.83		Oakes to Ludden Jct., ND	Docket No. BN 1644
0.06	0290	Linton, ND	Record Correction
0.52	0200	Nassau to Huron, SD	Record Correction

NOTES AND REMARKS
Schedule 705A

DECREASE MILES	LINE SEG.	LOCATION	REASON FOR CHANGE
61.71	0233	Ashland to Allouez, WI	AB-6, Sub. 259
15.02	0292	Eureka, SD to ND State Line	AFE: 85-1871
10.44	0023	Hunter to Blanchard, ND	AFE: 85-1150
12.57	0269	Rugby to Antler, ND	AFE: 85-960
17.45	0203	St. Cloud to Willmar, MN	AB-6, Sub. 254
89.28	0240	Brainerd to Bemidji, MN	AB-6, Sub. 232
105.13	0240	Bemidji to International Falls, MN	AB-6, Sub. 232
43.86	0205	Hutch Jct. to Hutchinson, MN	AB-6, Sub. 254
10.61	0244	Tilton Jct. to Warroad, MN	AB-6, Sub. 265X
4.38		Gerber to Browns Spur, MT	AB-6, Sub. 227
22.98		Mission to Wilsall, MT	AB-6, Sub. 262
15.20		Manhattan Jct. to Anceney, MT	AB-6, Sub. 230
45.37		Newlon Jct. to Richey, MT	AB-6, Sub. 233
40.86		Zap to Killdeer, MT	AB-6, Sub. 264
1.80	0477	Pueblo, CO	AFE: DC-7067
4.16	0179	Colorado	RFA: 45-372-85 Abandonment & correction
0.19	0482	Colorado	Record Correction
9.65	0488	Texas	Converted to yard track
15.07	0493	Texas	Converted to yard track
0.03	0485	Quannah, TX	AFE: DC-6956
0.77	0498	Galveston, TX	AFE: 85-1314
0.10		E. St. Louis to E. Alton, IL	Track rights corrected
3.03		E. St. Louis, IL to St. Louis, MO	Track rights cancelled
0.65		N. St. Louis to St. Louis, MO	Track rights changed
2.10		St. Louis to Springfield, MO	Record Correction
53.38		Bridge Jct. IL to Talmage Jct., IA	Track rights cancelled
1.17		Burlington to Washington, IA	Track rights cancelled
0.02		Alpha to Aledo, IL	Record Correction
0.05		Tracy to Swan, IA	Record Correction
0.36		Payne to Lancaster, IA	Record Correction
1.12		St. Louis to Springfield, MO	Record Correction
0.15		Napier, MO to Red Cloud, NE	Record Correction
1,507.90		TOTAL DECREASES TO MILES OF ROAD OPERATED IN 1985	
(486.80)		LESS PROPRIETARY COMPANY MERGED IN 1985 (BNOW) AND PURCHASE OF MILW TRACK PREVIOUSLY CLASS 5	
1,021.10		TOTAL DECREASES TO MILES OF ROAD OPERATED IN 1985 (Agrees to Schedule 705)	
857.87		TOTAL MILES OF MAIN ROAD ABANDONED IN 1985	
(803.07)		TOTAL CHANGE (NET OF INCREASED AND DECREASES)	

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 (f). 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	1985 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 reclassification (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 reversion into property accounts (e)	All other units including reclassification and second hand units purchased or leased from others (f)							
1		Locomotive Units Diesel-freight units	2193	53	3		35	91	907	1286	2193	(11 P) 6308450		1
2		Diesel-passenger units	25							*25	25	60000		2
3		Diesel-multiple purpose units	400					62	338		338	580200		3
4		Diesel-switching units	283					46	237		237	294100		4
5	*	TOTAL (lines 1 to 4) units	2901	53	3		35	199	1482	1311	2793	7242750		5
6	*	Electric-locomotives												6
7	*	Other self-powered units												7
8	*	TOTAL (lines 5, 6 and 7)	2901	53	3		35	199	1482	1311	2793	7242750		8
9	*	Auxiliary units	3						3		3	N/A		9
10	*	TOTAL LOCOMOTIVE UNITS (lines 8 and 9)	2904	53	3		35	199	1485	1311	2796	N/A		10

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

Line No.	Cross Check	Type or design of units (a)	Before Jan. 1, 1965 (b)	Between Jan. 1, 1965 and Dec. 31, 1969 (c)	Between Jan. 1, 1970 and Dec. 31, 1974 (d)	Between Jan. 1, 1975 and Dec. 31, 1979 (e)	Between Jan. 1, 1980 and Dec. 31, 1984 (f)	During Calendar Year					TOTAL (i)	Line No.
								1985 (g)	1986 (h)	1987 (i)	1988 (j)	1989 (k)		
11	*	Diesel	542	223	725	782	465	56					2793	11
12	*	Electric												12
13	*	Other self-powered units												13
14	*	TOTAL (lines 11 to 13)	542	223	725	782	465	56					2793	14
15	*	Auxiliary units	3										3	15
16	*	TOTAL LOCOMOTIVE UNITS (lines 14 and 15)	545	223	725	782	465	56				N/A	2796	16

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710. INVENTORY OF EQUIPMENT—Continued
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	20168		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)										N/A		22
23		TOTAL (lines 17 to 22)	141							*141	141	20168		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)	141							*141	141	20168		29
30		COMPANY SERVICE CARS Business cars (PV)	11						11		11	N/A		30
31		Board outfit cars (MWX)	1244				78	79	1243		1243	N/A		31
32		Derrick and snow removal cars (MWU, MWV, MWW, MWK)	170					4	164	2	166	N/A		32
33		Dump and ballast cars (MWB, MWD)	1368				495	18	1845		1845	N/A		33
34		Other maintenance and service equipment cars	5678	3			271	481	5468	3	5471	N/A		34
35		TOTAL (lines 30 to 34)	8471	3			844	582	8731	5	8736	N/A		35

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

716. 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

UNITS OWNED, INCLUDED IN INVENTORY, ACQUIRED 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)	1 571						36
37		Plain box cars - 50' and longer (B300-B887)	9 151					3	37
38		Equipped box cars (All Code A)	7 222					28	38
39		Plain gondola cars (All Codes G & J-1, J-2, J-3, and J-4)	5 894					2	39
40		Equipped gondola cars (All Code E)	2 358					15	40
41		Covered hopper cars (All Code C - 1 -)	21 187						41
42		Open top hopper cars-general service (All Code H)	10 212						42
43		Open top hopper cars-special service (All Codes K, J-0 and C - 2 -)	1 953					1	43
44		Refrigerator cars-non-mechanical (R100-120, 200-220, 300-320, 400-420, 500-520, 600-620, 700-720 and 800-820)	3 822	118				76	44
45		Refrigerator cars-mechanical (R150-170, 250-270, 350-370, 450-470, 550-570, 650-670, 750-770 and 850-870)	2 326						45
46		Flat cars-TOFC COFC (All Code P)	49						46
47		Flat cars-multi-level (All Code V)							47
48		Flat cars-general service (F101-106, F201-206, F301-306)	1 027					2	48
49		Flat cars-other (F111-166, 211-266, 311-366, 411-466, 501-826)	3 734					2	49
50		Tank cars-under 22,000 gallons (T-0, T-1, T-2, T-3, T-4, T-5)							50
51		Tank cars-22,000 gallons and over (T-6, T-7, T-8, T-9)	210						51
52		All other freight cars (All Codes L & S and F171-176, 271-276, 371-376, 471-476)	515	1 102					52
53		TOTAL (lines 36 to 52)	71 231	1 220				129	53
54		Caboose (All Code N)	N/A	1 071					54
55		TOTAL (lines 53, 54)	71 231	2 291				129	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 returned 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		429	432	710	1 142		62 670		36
37		2 152	4 242	2 760	7 002		498 280		37
38		748	6 099	403	6 502		484 912		38
39		421	5 051	424	5 475		478 044		39
40		126	2 246	1	2 247		212 137		40
41		1 087	19 266	834	20 100		1 931 513		41
42		469	8 097	1 646	9 743		952 073		42
43		246	1 462	246	1 708		147 650		43
44		494	3 265	257	3 343	179	260 175		44
45		112	1 000	1 214	2 214		147 594		45
46		5	33	11	44		2 913		46
47									47
48		200	829		829		50 657		48
49		121	3 607	8	3 615		294 779		49
50									50
51		9	201		201		199 155		51
52		159	1 448	10	431	1 027	114 519	195	52
53		6 778	57 278	8 524	64 596	1 206	5 837 071	195	53
54		84	987		N/A	987	N/A		54
55		6 862	58 265	8 524	64 596	2 193	5 837 071	195	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		34					59
60		Drv van	2 552					185	60
61		Flat bed							61
62		Open top							62
63		Mechanical refrigerator							63
64		Bulk							64
65		Insulated	187					183	65
66		Platform removable sides							66
67		Other trailer or container							67
68		Tractor							68
69		Truck							69
70		TOTAL (lines 59 to 69)	2 739	34				368	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	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	
					Per diem	All other			
		(h)	(i)	(j)	(k)	(l)	(m)	(n)	
56					N/A				56
57			2		N/A	2			57
58			2		N/A	2			58
59			25	9		34	835		59
60		258	429	2 050	2 479		72 967		60
61									61
62									62
63									63
64									64
65		185	185		185		4 981		65
66									66
67									67
68									68
69									69
70		443	639	2 059	2 664	34	78 783		70

NOTES AND REMARKS

7105. 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 respondents 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	Locomotives - 1985 Report					1
2						2
3	Locomotives B-B 3600 H.P. GP-50	53	7195	50041	P	3
4						4
5						5
6	Work Equipment - 1985 Report					6
7						7
8	Jordan Spreader	1		225	P	8
9	Locomotive Cranes	2		1483	P	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	TOTAL	56	N/A	51749	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	56	N/A	51749	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 (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track-mile ² (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (Deviation from timetable speed limit) (whole numbers) (e)	Line No.
1	A	8 564	33.40	N/A	N/A	1
2	B	6 229	10.90	N/A	N/A	2
3	C	3 843	2.40	N/A	N/A	3
4	D	9 216	0.40	N/A	N/A	4
5	E	9 751	XXXXXXXX	XXXXX		5
6	TOTAL	37 603	13.20			6
7	F	4 486	XXXXXXXX	XXXXX		7
8	Potential abandonments	724				8

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 routine inspections, as approved in 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 sawmilling 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 cross-ties laid in replacement							Total (i)	Switch and bridge ties (board feet) (j)	Cross-ties switch and bridge ties Percent of spot maintenance (k)	Line No.
		New ties				Second-hand ties						
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)				
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)					
1	A	1 539 771				2 961			1 542 732	475 997	N/A	1
2	B	940 502				2 606			943 108	1 008 587	N/A	2
3	C	560 884				1 270			562 154	189 238	N/A	3
4	D	384 692				935			385 627	81 771	N/A	4
5	E	273 483				—			273 483	669 461	N/A	5
6	TOTAL	3 699 332				7 772			3 707 104	2 425 054	N/A	6
7	F	613 417				252			613 669	278 394	N/A	7
8	Potential abandonments	11 013				—			11 013	—	N/A	8

9. Average cost per cross-tie \$ 19.94 and switch-tie (MBM) \$ 492.59

722. TIES LAID 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.

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)	Line No.
		Total number of ties applied (b)	Average cost per tie (c)	Total cost of crossties laid in new tracks during year (d)	Number of feet (board measure) laid in tracks (e)	Average cost per M feet (board measure) (f)	Total cost of switch and bridge ties laid in new tracks during year (g)		
1	T	149 997	17.68	2 652	1 185	492.59	584	New	1
2	T	4 182	10.00	42	-	-	-	Secondhand	2
3									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	TOTAL	154 179	27.68	2 694	1 185	492.59	584		20
21	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid <u>23.22</u>								21
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid <u>24.37</u>								22

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	1 024.78	75.64	182.62	69.19	1 207.40	144.83	N/A	1	
2	B	216.79	27.15	120.79	77.36	337.58	104.51	N/A	2	
3	C	11.12	4.65	200.66	42.99	211.78	47.64	N/A	3	
4	D	1.85	6.68	176.72	16.23	178.57	22.91	N/A	4	
5	E	5.03	45.00	115.64	18.58	120.67	63.58	N/A	5	
6	TOTAL	1 259.57	159.12	796.43	224.35	2 056.00	383.47	N/A	6	
7	F	36.20	15.98	49.94	14.31	86.14	30.29	N/A	7	
8	Potential Abandonments	—	—	—	—	—	—	N/A	8	
9	Other	—	—	—	—	—	—	N/A	9	
10	Average cost of new and relay rail laid in replacement (gross tons) \$ 365.71								N/A	10

(1) Track miles of welded rail installed this year	1 028.00
(2) Total system miles of welded rail to date	12 792.00

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

(Dollars in Thousands)

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	132	3 397	1 629	479.45	132	1 853	510	275.38	1
2	2	115	38	20	528.62	115	143	44	310.76	2
3										3
4										4
5	4	132	44	4	87.55	132	113	4	36.27	5
6	4	115	301	24	79.23	131	304	28	90.72	6
7	4	112	427	41	95.30	115	1 342	121	89.98	7
8	4	-	-	-	-	112	2 079	163	78.53	8
9	4	-	-	-	-	90	30	3	87.75	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	TOTAL	N/A	4 207	1 718	408.36	N/A	5 864	873	148.87	33
34	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid								23.22	34
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid								24.37	35
36	Track-miles of welded rail installed on system this year								26.15 : total to date 834.17	36

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)	Remarks (d)	Line No.
	Pounds				
1	52	24			1
2	56	235			2
3	60	41			3
4	65	116			4
5	66	156			5
6	67	3			6
7	68	119			7
8	70	159			8
9	72	376			9
10	75	631			10
11	76	14			11
12	77	250			12
13	80	91			13
14	85	1335			14
15	90	4207			15
16	100	776			16
17	105	4			17
18	110	567			18
19	112	4692			19
20	115	4750			20
21	119	7			21
22	129	449			22
23	130	15			23
24	131	236			24
25	132	7871			25
26	133	38			26
27	136	647			27
28	140	2			28
29	155	2			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	TOTAL	27813			48

724. 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	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	Switch and bridge ties (board feet)	Crosstie	Switch and bridge ties (board feet)						
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	
1	A	1542732	475997	5.78	N/A	1352.23	7.89	2161671	5735.0	67	1
2	B	943108	1008587	4.86	N/A	442.09	3.55	909759	2416.2	39	2
3	C	562154	189238	5.14	N/A	259.42	3.38	362482	1369.4	36	3
4	D	385627	81771	1.63	N/A	201.48	1.09	533219	1065.2	12	4
5	E	273483	669461	1.09	N/A	184.25	0.94	195918	1474.8	15	5
6	TOTAL	3707104	2425054	3.49	N/A	2439.47	3.24	4163049	12060.6	32	6
7	F	613669	278394	4.41	N/A	116.43	1.30	152289	2095.9	47	7
8	Potential abandonments	11013	-	0.59	N/A	-	-	7534	-	-	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

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

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	474 138 651				1
2	Passenger	86 732				2
3	Yard switching	35 963 193				3
4	TOTAL	510 188 576				4
5	COST OF FUEL ¹ \$(000)	\$ 412 343	\$	\$	\$	5
6	Work Train	961 045				6

B. RAIL MOTORCARS

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 \$(000)	\$ 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 train service is a specialized scheduled shuttle type service in equipment (Railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit train for the stated period. 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 locomotives 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. 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 i.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 trains 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 points, (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 movements 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 vehicle (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 the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroads' expense. (Performed at railroads' expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service). Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier etc. when a tariff provision requires the shipper-motor carrier etc. and not the railroad to perform that service. Note: The count should reflect the trailer/containers for which expenses is reported in Schedule 417 Line 2 Column (b).

(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), car 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	Freight train	Passenger train	Line No.
		(a)	(b)	(c)	
1		1. Miles of Road Operated (A)	26 771	38	1
		2. Train Miles - Running (B)	XXXXXX	XXXXXX	
2		2-01 Unit Trains	24 872 941	XXXXXX	2
3		2-02 Way Trains	5 531 133	XXXXXX	3
4		2-03 Through Trains	30 630 352	711 318	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	61 034 426	711 318	5
6		2-05 Motorcars (C)	-	-	6
7		2-06 TOTAL, ALL TRAINS (lines 5, 6)	61 034 426	711 318	7
		3. Locomotive Unit Miles (D)	XXXXXX	XXXXXX	
		Road Service (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	96 151 195	XXXXXX	8
9		3-02 Way Trains	10 675 554	XXXXXX	9
10		3-03 Through Trains	93 791 806	716 878	10
11		3-04 TOTAL (lines 8-10)	200 618 555	716 878	11
12		3-11 Train Switching (F)	4 394 147	XXXXXX	12
13		3-21 Yard Switching (G)	8 775 690	44 028	13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	213 788 392	760 906	14
		4. Freight Car-Miles (thousands) (H)	XXXXXX	XXXXXX	
		4-01 RR Owned and Leased Cars - Loaded	XXXXXX	XXXXXX	
15		4-010 Box-Plain 40-Foot	1 560	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	134 554	XXXXXX	16
17		4-012 Box-Equipped	83 352	XXXXXX	17
18		4-013 Gondola-Plain	83 285	XXXXXX	18
19		4-014 Gondola-Equipped	16 019	XXXXXX	19
20		4-015 Hopper-Covered	225 631	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	206 135	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	28 053	XXXXXX	22
23		4-018 Refrigerator-Mechanical	28 849	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	39 033	XXXXXX	24
25		4-020 Flat-TOFC/COFC	52 344	XXXXXX	25
26		4-021 Flat-Multi-Level	5 298	XXXXXX	26
27		4-022 Flat-General Service	4 233	XXXXXX	27
28		4-023 Flat-All Other	54 962	XXXXXX	28
29		4-024 All Other Car Types-Total	27 261	XXXXXX	29
30		4-025 TOTAL (lines 15-29)	990 569	XXXXXX	30

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-11 RR Owned and Leased Cars-Empty	XXXXXX	XXXXXX	
31		4-110 Box-Plain 40-Foot	1 875	XXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	83 653	XXXXXX	32
33		4-112 Box-Equipped	71 323	XXXXXX	33
34		4-113 Gondola-Plain	74 511	XXXXXX	34
35		4-114 Gondola-Equipped	16 077	XXXXXX	35
36		4-115 Hopper-Covered	209 905	XXXXXX	36
37		4-116 Hopper-Open Top-General Service	210 919	XXXXXX	37
38		4-117 Hopper-Open Top-Special Service	27 967	XXXXXX	38
39		4-118 Refrigerator-Mechanical	25 379	XXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	27 179	XXXXXX	40
41		4-120 Flat-TOFC/COFC	3 088	XXXXXX	41
42		4-121 Flat-Multi-Level	4 767	XXXXXX	42
43		4-123 Flat-General Service	4 365	XXXXXX	43
44		4-123 Flat-All Other	48 960	XXXXXX	44
45		4-124 All Other Car Types	26 430	XXXXXX	45
46		4-125 TOTAL (lines 31-45)	836 398	XXXXXX	46
		4-13 Private Line Cars - Loaded (H)	XXXXXX	XXXXXX	
47		4-130 Box-Plain 40-Foot	1	XXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	20 250	XXXXXX	48
49		4-132 Box-Equipped	133	XXXXXX	49
50		4-133 Gondola-Plain	1 461	XXXXXX	50
51		4-134 Gondola-Equipped	2	XXXXXX	51
52		4-135 Hopper-Covered	65 687	XXXXXX	52
53		4-136 Hopper-Open Top-General Service	65	XXXXXX	53
54		4-137 Hopper-Open Top-Special Service	721	XXXXXX	54
55		4-138 Refrigerator-Mechanical	18	XXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	8 142	XXXXXX	56
57		4-140 Flat-TOFC/COFC	460 625	XXXXXX	57
58		4-141 Flat-Multi-Level	54 461	XXXXXX	58
59		4-142 Flat-General Service	792	XXXXXX	59
60		4-143 Flat-All Other	19 413	XXXXXX	60
61		4-144 Tank Under 22,000 Gallons	28 542	XXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	21 103	XXXXXX	62
63		4-146 All Other Car Types	6 295	XXXXXX	63
64		4-147 TOTAL (lines 47-63)	687 711	XXXXXX	64

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-15 Private Line Cars-Empty (H)	XXXXXX	XXXXXX	
65		4-150 Box-Plain 40-Foot	1	XXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	5 468	XXXXXX	66
67		4-152 Box-Equipped	101	XXXXXX	67
68		4-153 Gondola-Plain	853	XXXXXX	68
69		4-154 Gondola-Equipped	-	XXXXXX	69
70		4-155 Hopper-Covered	70 649	XXXXXX	70
71		4-156 Hopper-Open Top-General Service	64	XXXXXX	71
72		4-157 Hopper-Open Top-Special Service	747	XXXXXX	72
73		4-158 Refrigerator-Mechanical	20	XXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	8 583	XXXXXX	74
75		4-160 Flat-TOFC/COFC	17 811	XXXXXX	75
76		4-161 Flat-Multi-Level	41 375	XXXXXX	76
77		4-162 Flat-General Service	808	XXXXXX	77
78		4-163 Flat-All Other	17 341	XXXXXX	78
79		4-164 Tank-Under 22,000 Gallons	32 983	XXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	26 123	XXXXXX	80
81		4-166 All Other Car Types	4 300	XXXXXX	81
82		4-167 TOTAL (lines 65-81)	227 227	XXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	5 630	XXXXXX	83
84		4-18 No Payment Car-Miles (I) ¹	1 776 525	XXXXXX	84
		4-19 Total Car-Miles by Train Type	XXXXXX	XXXXXX	
85		4-191 Unit Trains	2 422 528	XXXXXX	85
86		4-192 Way Trains	126 172	XXXXXX	86
87		4-193 Through Trains	1 975 360	XXXXXX	87
88		4-194 TOTAL (lines 85-87)	4 524 060	XXXXXX	88
89		4-20 Caboose Miles	61 263	XXXXXX	89
		5. Passenger Car-Miles (thousands) (j)	XXXXXX	XXXXXX	
90		5-01 Coaches	64	4 277	90
91		5-02 Combination, Passenger Cars	-	-	91
92		5-03 Sleeping and Parlor Cars	8	-	92
93		5-04 Dining, Grill and Tavern Cars	8	-	93
94		5-05 Head-End Cars (Other than 5-02)	22	-	94
95		5-06 TOTAL (lines 90-94)	102	4 277	95
96		5-07 Business Cars	9	-	96
97		5-08 Crew Cars (Other than Caboose)	-	-	97

¹Total number of loaded miles _____ and empty miles _____ by roadtrailer reported above.

755. RAILROAD OPERATING STATISTICS - Concluded

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		6. Gross Ton-Miles (thousands) (K)	XXXXXX	XXXXXX	
98		6-01 Road Locomotives	36 030 439	118 120	98
		6-02 Freight Trains, Crs., Cnts., and Caboose	XXXXXX	XXXXXX	
99		6-020 Unit Trains	195 548 953	XXXXXX	99
100		6-021 Way Trains	8 878 379	XXXXXX	100
101		6-022 Through Trains	131 683 601	XXXXXX	101
102		6-03 Passenger-Trains, Crs., and Cnts.	7 106	278 739	102
103		6-04 Non Revenue	3 649 455	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	375 797 933	396 859	104
		7. Tons of Freight (thousands)	XXXXXX	XXXXXX	
105		7-01 Revenue	244 550	XXXXXX	105
106		7-02 Non-Revenue	6 328	XXXXXX	106
107		7-03 TOTAL (lines 105, 106)	250 878	XXXXXX	107
		8. Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	
108		8-01 Revenue-Road Service	184 093 820	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	-	XXXXXX	109
110		8-03 TOTAL (lines 108, 109)	184 093 820	XXXXXX	110
111		8-04 Non-Revenue-Road Service	2 336 773	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	-	XXXXXX	112
113		8-06 TOTAL (lines 111, 112)	2 336 773	XXXXXX	113
114		8-07 TOTAL-REVENUE AND NON-REVENUE (lines 110, 113)	186 430 593	XXXXXX	114
		9. Train Hours (M)	XXXXXX	XXXXXX	
115		9-01 Road Service	2 469 683	XXXXXX	115
116		9-02 Train Switching	221 337	XXXXXX	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	1 462 615	XXXXXX	117
		11. Train-Miles Work Trains (O)	XXXXXX	XXXXXX	
118		11-01 Locomotives	522 307	XXXXXX	118
119		11-02 Motorcars	-	XXXXXX	119
		12. Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	
120		12-01 Unit Trains	2 138 961	XXXXXX	120
121		12-02 Way Trains	1 306 868	XXXXXX	121
122		12-03 Through Trains	3 103 703	XXXXXX	122
123		13. TOFC/COFC-No. of Rev. Trailers and Containers Loaded and Unloaded (Q)	393 275	XXXXXX	123
124		14. Multi-Level Cars-No. of Motor Vehicles Loaded and Unloaded (Q)	-	XXXXXX	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up and Delivered (R)	96 210	XXXXXX	125
		16. Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	
126		16-01 Marine Terminals-Coal	6 544 906	XXXXXX	126
127		16-02 Marine Terminals-Ore	10 097 176	XXXXXX	127
128		16-03 Marine Terminals-Other	-	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	16 642 082	XXXXXX	129
		17. Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	
130		17-01 Serviceable	16 829	XXXXXX	130
131		17-02 Unserviceable	191	XXXXXX	131
132		17-03 Surplus	3 097	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	20 117	XXXXXX	133

VERIFICATION

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

OATH

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

State of MINNESOTA

County of RAMSEY

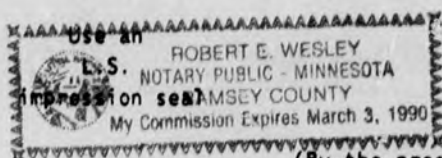
Meredith McManus makes oath and says that she is Vice President, Treasurer & Controller
(Insert here the official title of affiant)
of Burlington Northern Railroad Company

(Insert here the exact legal title or name of the respondent)

that it is her duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that she knows that such books have been kept in good faith during the period covered by this report; that she knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of this Commission; that she believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including January 1, 1985, to and including December 31, 1985.

Meredith McManus
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State
and county above named, this 18th day of March, 1986.
My commission expires MAR 03 1990



Robert E. Wesley
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of TEXAS

County of TARRANT

Darius W. Gaskins, Jr. makes oath and says that he is President and Chief Executive Officer
and Chief Operating Officer

(Insert here the official title of affiant)

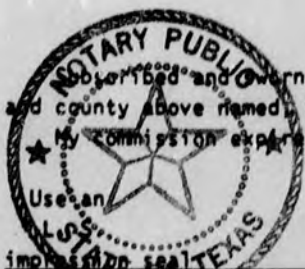
of Burlington Northern Railroad Company

(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including January 1, 1985, to and including December 31, 1985.

Darius W. Gaskins, Jr.
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State
and county above named, this 20th day of March, 1986.
My commission expires 10-27-88



Janet Todd
(Signature of officer authorized to administer oaths)

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R.C. 130500 ✓

NAME OF CARRIER BURLINGTON NORTHERN RAILROAD COMPANY

SUPPLEMENTAL 1985 R-1 DATA

INSTRUCTIONS

1. Line and column references in column (b) are to the 1985 R-1 report.
2. Data entered in column (c) shall be computed under RRB accounting.
3. Data entered in column (d) shall be computed under RRB accounting.
4. This supplemental report should be filed with the Bureau of Accounts by April 30, 1986.



Selected items (a)	1985 R-1 Location (b)	RRB Accounting As of 12/31/85 (Dollars in Thousands) (c)	RRB Accounting As of 1/1/85 (Dollars in Thousands) (d)
<u>Schedule 210</u>			
1. Net railway operating income (loss)	Line 69	\$ <u>353,176</u>	N/A
<u>Schedule 245</u>			
2. Total working capital	Line 28	<u>323,546</u>	\$ <u>331,045</u>
<u>Schedule 352A</u>			
TOTAL	Line 31		
3. Investments in property	col. d	<u>5,522,979</u>	<u>5,330,503</u>
4. Depreciation and Amortization of defense projects	col. e	<u>1,302,042</u>	<u>1,347,393</u>
<u>Schedule 352B</u>			
Interest during construction	Line 41		
5. Respondent	col. b	<u>-</u>	<u>-</u>
6. Lessor railroads	col. c	<u>-</u>	<u>-</u>
7. Inactive (Proprietary Companies)	col. d	<u>-</u>	<u>-</u>
8. Other Leased Properties	col. e	<u>8</u>	<u>8</u>
Other elements of Investment	Line 42		
9. Respondent	col. b	<u>-</u>	<u>-</u>
10. Lessor railroads	col. c	<u>-</u>	<u>-</u>
11. Inactive (Proprietary Companies)	col. d	<u>-</u>	<u>-</u>
12. Other Leased Properties	col. e	<u>-</u>	<u>(1)</u>

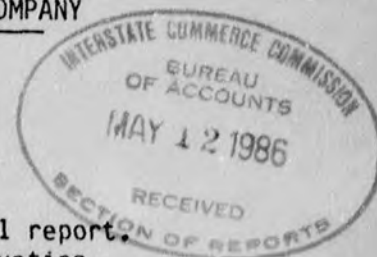
RC 130500

NAME OF CARRIER BURLINGTON NORTHERN RAILROAD COMPANY

SUPPLEMENTAL 1985 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 April 30, 1986.



Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/85 (Dollars in Thousands) (c)
1.	<u>Schedule 335, Accumulated Depreciation-Road and Equipment Owned and Used</u> Total road	Line 30, col. g	\$ <u>662,599</u>
2.	<u>Schedule 342, Accumulated Depreciation-Improvements to Road and Equipment Leased from Others</u> Total road	Line 29, col. g	<u>1,118</u>
3.	<u>Schedule 351, Accumulated Depreciation-Road and Equipment Leased to Others</u> Total road	Line 27, col. g	<u>-0-</u>
4.	<u>Schedule 352B, Investment in Railway Property Used in Transportation Service (By Property Accounts)</u> Ties, Rails, Other Track Material, Ballast, Track Laying and Surfacing	Cols. b thru e, sum of lines 8 thru 12	<u>1,385,390</u>
5.	Total expenditures for road	Line 34, total of cols. b thru e	<u>3,644,205</u>
6.	Total general expenditures	Line 45, total of cols. b thru e	<u>5,522,979</u>

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/85 (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>362,894</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>127</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>44,352</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>81</u>
	Depreciation - Running		
11.	Freight	Line 136, col. f	<u>14,096</u>
12.	Passenger	Line 136, col. g	<u>275</u>
	Depreciation - Switching		
13.	Freight	Line 137, col. f	<u>-</u>
14.	Passenger	Line 137, col. g	<u>-</u>
	Depreciation - Other		
15.	Freight	Line 138, col. f	<u>19,883</u>
16.	Passenger	Line 138, col. g	<u>106</u>
	Other - Running		
17.	Freight	Line 148, col. f	<u>(3,402)</u>
18.	Passenger	Line 148, col. g	<u>1</u>
	Other - Switching		
19.	Freight	Line 149, col. f	<u>397</u>
20.	Passenger	Line 149, col. g	<u>-</u>

Item No.	Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/85 (Dollars in Thousands) (c)
	Other - Other		
21.	Freight	Line 150, col. f	<u>3,732</u>
22.	Passenger	Line 150, col. g	<u>1</u>
	Total Way and Structures		
23.	Freight	Line 151, col. f	<u>810,391</u>
24.	Passenger	Line 151, col. g	<u>2,428</u>
	<u>Schedule 412, Way and Structures</u>		
25.	Total - Retirement	Line 35, col. c	* <u>119,134</u> <u>126,282</u>
	<u>Schedule 415, Supporting Schedule Equipment</u>		
26.	Total - Locomotives	Line 5, col. f	<u>25</u>
27.	Total - Freight Train Cars	Line 24, col. f	<u>146</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>19</u>
34.	Total - All Equipment	Line 43, col. f	<u>190</u>

* per Tom Zawadowski
612-298-2653
WR
3/23/87

ROAD INITIALS BNRR

Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/85 (Dollars in Thousands) (c)
35. OTHER ACCOUNTS (SEE INSTRUCTIONS) Schedule 410 Way and Structures: _____	_____	\$ _____
Administration: _____	_____	_____
Track _____	Col F., Ln 1	<u>17,621</u>
Other _____	Col F., Ln 5	<u>16,101</u>
Repair and Maintenance: _____	_____	_____
Small tools & supplies _____	Col F, Ln 110	<u>15,201</u>
Casualties and Insurance _____	Col F, Ln 115	<u>13,734</u>
Fringe Benefits - Running _____	Col F, Ln 112	<u>52,056</u>
Fringe Benefits - Switching _____	Col F, Ln 113	<u>5,924</u>
_____	_____	_____

ROAD INITIALS BNRR

Selected Items (a)	1982 R-1 Location (b)	RRB Accounting As of 12/31/85 (Dollars in Thousands) (c)
35. OTHER ACCOUNTS (SEE INSTRUCTIONS) Schedule 410 Equipment: _____	_____	\$ _____
Other Equipment: _____	_____	_____
Repairs and Maintenance: _____	_____	_____
Depreciation _____	Col F, Ln 317 _____	15,466 _____
Transportation: _____	_____	_____
Train Operations: _____	_____	_____
Engine Crews _____	Col F, Ln 402 _____	122,651 _____
_____	_____	_____
_____	_____	_____
_____	_____	_____

