

RC-533100

GEORGETOWN R.R. CO. INC.

1979

1

RC 533100

ORIGINAL

annual report

R-3

Class B Rail 1425
Approved by GAT
B-180230 (R0583)
Expires 12-31-81

RECEIVED
MAY 12 1980

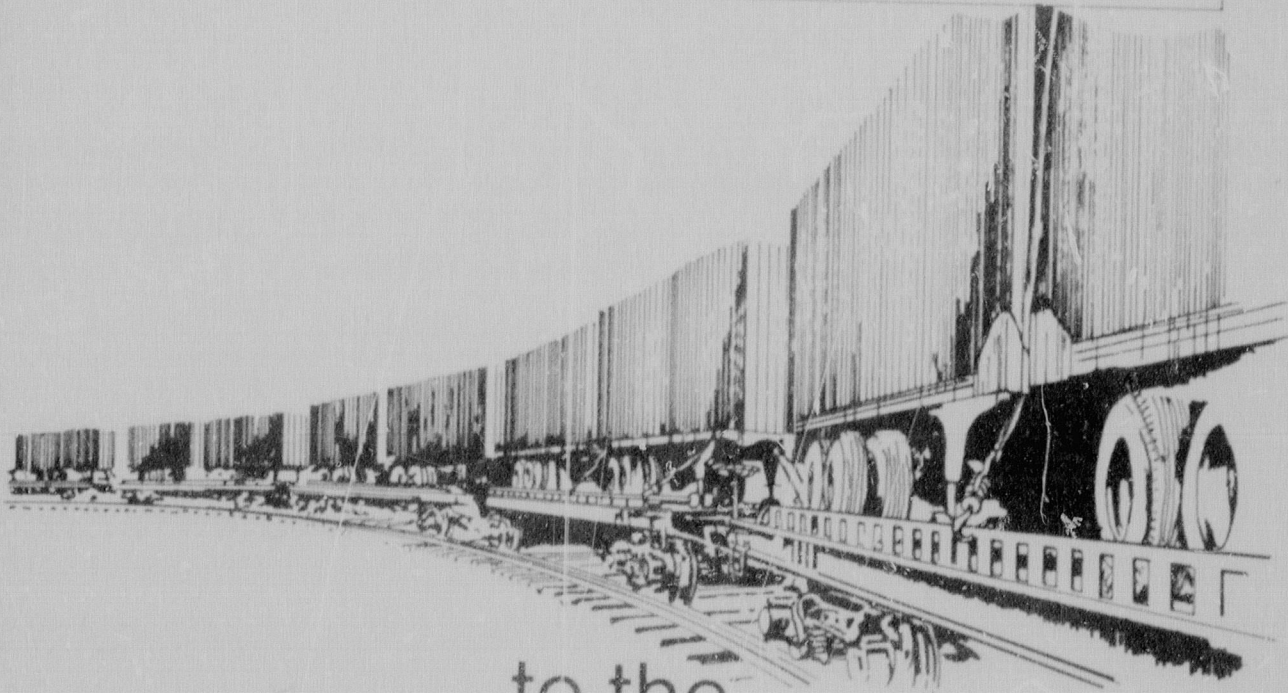
ICC - P.O. 2040

030303

RC002312 GEORGETRR 3 0 3 533100
GRR GEORGETOWN R.R. CO. INC.
310 AUSTIN AVE
GEORGETOWN, TX. 78626

correct name and address if different than shown

by name and address of reporting carrier
(use marking label on original; copy in full on duplicate)



to the
Interstate Commerce Commission
for the year ended December 31, 1979

NOTICE

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

Switching and terminal companies are further classified as:

Class 1, Exclusively switching. This class of companies includes all those performing switching service only, whether for joint account or for revenue.

Class S2, Exclusively terminal. This class of companies includes all companies furnishing terminal trackage or terminal facilities only. Such as union passenger or freight stations, stockyards, etc., for which a charge is made, whether operated for joint account or for revenue. In case a bridge or ferry is part of the facilities operated by a terminal company, it should be included under this heading.

Class S3, Both switching and terminal. Companies which perform both a switching and a terminal service. This class of companies includes all companies whose operations cover both switching and terminal service, as defined above.

Class S4, Bridge and ferry. This class of companies is confined to those whose operations are limited to bridges and ferries exclusively.

Class S5, Mixed. Companies performing primarily a switching or a terminal service, but which also conduct a regular freight or passenger traffic. The revenues of this class of companies include, in addition to switching or terminal revenues, those derived from local passenger service, local freight service, participation in through movement of freight or passenger traffic, other transportation operations, and operations other than transportation.

TABLE OF CONTENTS

	Schedule No.	Page
Identity of Respondent	101	2
Stockholders	107	3
Comparative Statement of Financial Position	200	4
Results of Operations	210	7
Supplemental Information for Switching and Terminal Companies	210A	10
Road and Equipment Property	330	11
Important Changes During the Year	705	13
Inventory Equipment	710	14
Tracks	720	16

101. IDENTITY OF RESPONDENT

1. Give the exact name by which the respondent was known in law at the close of the year.

Georgetown Railroad Company, Inc.

2. State whether or not the respondent made an annual report to the Interstate Commerce Commission for the preceding year, or for any part thereof. If so, in what name was such report made? Yes; Georgetown Railroad Company, Inc.

3. If any change was made in the name of the respondent during the year, state all such changes and the dates on which they were made.
No change

4. Give the location (including street and number) of the main business office of the respondent at the close of the year.

310 Austin Avenue, Georgetown, Texas 78626; P.O. Box 529

5. Give the titles, names, and office addresses of all general officers of the respondent at the close of the year. If there are receivers who are recognized as of the controlling management of the road, give also their names and titles, and the location of their offices.

Line No.	Title of general officer	Name and office address of person holding office at close of year
(a)	(b)	
1	President	W.P. Ludwig, Jr., 310 Austin Ave., Georgetown, Tx.
2	Vice president	C.R. Turner, 310 Austin Avenue, Georgetown, Texas
3	Secretary	Sam H. Brady, 312 Austin Avenue, Georgetown, Texas
4	Treasurer	Marie Woolsey, 310 Austin Ave., Georgetown, Texas
5	XXXXXXXXXXXX Vice Pres.	M.J. Neeley, 2006 Continental Life Bldg., Ft. Worth, Tx.
6	Attorney or general counsel	W.K. McClain, 803 Main St., Georgetown, Texas
7	General manager	None
8	General superintendent	"
9	General freight agent	"
10	General passenger agent	"
11	General land agent	"
12	Chief engineer	"
13		"

6. Give the names and office addresses of the several directors of the respondent at the close of the year, and the dates of expiration of their respective terms.

Line No.	Name of director	Office address	Term expires
(a)	(b)	(c)	
14	Sam H. Brady	312 Austin Ave., Georgetown, Tx.	In case of each director, his term expires upon the election of his successor.
15	J.H. Compton	P.O. Box 799, Georgetown, Tx.	
16	C.R. Turner	310 Austin Ave., Georgetown, Tx.	
17	C.J. Doering	P.O. Box 111, Georgetown, Tx.	
18	W.P. Ludwig, Jr.	310 Austin Ave., Georgetown, Tx.	
19	W.K. McClain	803 Main St., Georgetown, Tx.	
20	E.B. Snead	310 Austin Ave., Georgetown, Tx.	
21	M.J. Neeley	2006 Continental Life Bldg., Ft. Worth, Tx.	
22			
23			

7. Give the date of incorporation of the respondent. 7-25-58 8. State the character of motive power used Diesel Electric

9. Class of switching and terminal company. not applicable

10. Under the laws of what Government, State, or Territory was the respondent organized? If more than one, name all. Give reference to each statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees.

State of Texas

11. State whether or not any corporation or association or group of corporations had, at the close of the year, the right to name the major part of the board of directors, managers, or trustees of the respondent, and if so, give the names of all such corporations and state whether such right was derived through (a) title to capital stock or other securities issued or assumed by the respondent, (b) claims for advances of funds made for the construction of the road and equipment of the respondent, or (c) express agreement or some other source. No corporation or association or group of corporations had the right to name the major part of the (1)

12. Give hereunder a history of the respondent from its inception to date, showing all consolidations, mergers, reorganizations, etc., and if a consolidated or merging corporation give like particulars for all constituent and subconstituent corporations. Describe also the course of construction of the road of the respondent, and its financing. No consolidation, merger or reorganization since the inception. The road was acquired from the Missouri Pacific Railroad Company. (2)

Use the initial word the when (and only when) it is a part of the name, and distinguish between the words railroad and railway and between company and corporation.

(1) board of directors, managers or trustees of the respondent.

(2) The financing was by stock issue.

107. STOCKHOLDERS

Give the names of the 30 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements give, as supplemental information in schedule No. 70S, the names and addresses of the 30 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 30 security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	NUMBER OF VOTES, CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED					
			Number of votes to which security holder was entitled	Stocks			Other securities with voting power	
				Common	Preferred			
					Second	First		
								(c)
(a)	(b)							
1	Lee Black	Granite Shoals, Tx.	300	300	None	None	None	
2	Sam H. Brady	Georgetown, Tx.	300	300	"	"	"	
3	W.H. Campbell	Georgetown, Tx.	285	285	"	"	"	
4	J.H. Compton	Georgetown, Tx.	600	600	"	"	"	
5	Geneva H. Crawford	Georgetown, Tx.	1,905	1,905	"	"	"	
6	C.J. Doering	Georgetown, Tx.	300	300	"	"	"	
7	John C. Hicks	Glenwood Springs, Colo.	15	15	"	"	"	
8	W.P. Ludwig, Jr.	Austin, Tx.	18,000	18,000	"	"	"	
9	W.K. McClain	Georgetown, Tx.	285	285	"	"	"	
10	M.J. Neeley & Co., Inc.	Fort Worth, Tx.	18,000	18,000	"	"	"	
11	E.B. Snead	Georgetown, Tx.	70,550	70,550	"	"	"	
12	E. de S. Snead	Georgetown, Tx.	8,700	8,700	"	"	"	
13	Suzanne Kerr Snead	Georgetown, Tx.	3,750	3,750	"	"	"	
14	Bonnie Sue Stump	Austin, Tx.	3,750	3,750	"	"	"	
15	Cynthia Snead	Keene, New Hampshire	3,750	3,750	"	"	"	
16	Jean Anne Snead Sutton	East Point, Ga.	3,750	3,750	"	"	"	
17	Mary Lou Fraser	Hinesville, Ga.	8,700	8,700	"	"	"	
18	Whitman Fraser	Hinesville, Ga.	3,750	3,750	"	"	"	
19	Sherry Lynn Fraser	Hinesville, Ga.	3,750	3,750	"	"	"	
20	Mary Gwynn Fraser	Hinesville, Ga.	3,750	3,750	"	"	"	
21	*Mary Lou Snead Fraser	Hinesville, Ga.	3,750	3,750	"	"	"	
22	William B. Snead	Austin, Tx.	8,700	8,700	"	"	"	
23	Nancy Jane Bunkley Snead	Austin, Tx.	3,750	3,750	"	"	"	
24	**William B. Snead	Austin, Tx.	3,750	3,750	"	"	"	
25	***William B. Snead	Austin, Tx.	3,750	3,750	"	"	"	
26	****William B. Snead	Austin, Tx.	100	100	"	"	"	
27	C.R. Turner	Georgetown, Tx.	1	1	"	"	"	
28	Treasury Stock		2,009	2,009	"	"	"	
29								
30								

Footnotes and Remarks

*Trustee for Clint Whitman Fraser
 **Trustee for William Kent Snead
 ***Trustee for Allison Ann Snead
 ****Trustee for Todd Edwin Snead

STOCKHOLDERS REPORTS

1. 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)

XX No annual report to stockholders is prepared.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

1. Accumulated deferred income tax charges related to current assets should be included in item 6, prepayments, while those related to non-current assets should be included in item 13, Other Deferred Debits.
2. Item 10, Special Funds and Other Investments and Advances, should be shown *net* of allowances and adjustments.
3. Amounts reported on line 12, Other Assets, should be shown *net* of depreciation and amortization.

Line No.	Item (a)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	CURRENT ASSETS	\$	\$
1	Cash	22,881	116,244
2	Temporary Cash Investments	2,800,000	3,300,000
3	Special Deposits		
4	Accounts Receivable	1,552,989	519,520
5	Less: Allowance for Uncollectible Accounts	9,692	8,881
6	Prepayments (and working funds)	393,649	411,166
7	Materials and Supplies	204,907	119,501
8	Other Current Assets	4,984,118	4,475,312
9	Total Current Assets		
	OTHER ASSETS		
10	Special Funds and Other Investments and Advances	164,408	5,000
11	Other Assets	2,267,047	781,380
12	Other Deferred Debits		
13	Total Other Assets	2,431,455	786,380
	ROAD AND EQUIPMENT		
14	Road and Equipment Property	19,526,984	12,299,222
15	Accumulated Depreciation and Amortization	3,146,345	2,460,316
16	Net Road and Equipment	16,380,639	9,838,906
17	Total Assets	23,796,212	15,100,598
	CURRENT LIABILITIES		
18	Loans and Notes Payable	69,278	56,531
19	Accounts Payable	144,781	49,375
20	Interest and Dividends Payable	17,697	18,304
21	Taxes Accrued		
22	Other Current Liabilities	847,368	346,667
23	Equipment Obligations and Other Long-term Debt Due Within One Year	1,079,124	470,877
24	Total Current Liabilities		
	NON CURRENT LIABILITIES		
25	Funded Debt Unmatur	420,715	
26	Equipment Obligations	5,889,012	2,223,333
27	Capitalized Lease Obligations	2,233,062	1,897,556
28	Accumulated Deferred Income Tax Credits		
29	Other Long-term Liabilities and Deferred Credits	8,542,789	4,120,889
30	Total Non current Liabilities		

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

Line No.	Item (a)	Respondent Only	
		Balance at Close of Year (b)	Balance at Beginning of Year (c)
	SHAREHOLDERS' EQUITY	\$	\$
	Capital Stock:		
31	Common		
32	Preferred	900,000	900,000
33	Discount on Capital Stock		
34	Additional Capital	(2,285)	(2,285)
	Retained Earnings		
35	Appropriated		
36	Unappropriated	13,286,629	9,621,162
37	Net Unrealized Loss on Noncurrent Marketable Equity Securities		
38	Less: Treasury Stock	10,045	10,045
39	Net Shareholders' Equity	14,174,299	10,508,332
40	Total Liabilities and Shareholders' Equity	23,796,212	15,100,598

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES

The notes listed below are provided for the purpose of disclosing supplementary information concerning matters which have an important effect on the financial condition of the carrier. The carrier shall give the particulars called for herein and where there is nothing to report, insert the word "none"; and in addition thereto shall enter in separate notes with suitable particulars other matters involving material amounts of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles, except as shown in other schedules. This includes explanatory statements explaining (1) service interruption insurance policies and indicate 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 \$ None

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 \$ None

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 No pension plan exists

(b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$ None

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

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

(ii) If funding is by trust agreement list trustee(s)

Date of trust agreement or latest amendment

If respondent is affiliated in any way with the trustee(s), explain affiliation

(d) List affiliated companies which are included in the pension plan funding agreement and describe basis for allocating charges under the agreement

(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:

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

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 X

210. RESULTS OF OPERATIONS

INSTRUCTIONS

1. Disclose the requested information for the respondent pertaining to the results of operations for the year.
2. List dividends from investments accounted for under the cost method on the appropriate line, under subsection "Other Income." List dividends accounted for under the equity method on the appropriate line under the "Income from Affiliated Companies" subsection of this schedule.
3. All contra entries hereunder should be indicated in parenthesis.

210. RESULTS OF OPERATIONS

Line No.	Item (a)	Amount for Current Year (b)
	ORDINARY ITEMS	\$
	OPERATING INCOME	
	Railway Operating Income	
		5,778,359
1	Freight	
2	Passenger	2,833,278
3	Other	8,611,637
4	Railway Operating Revenues	2,724,899
5	Railway Operating Expenses	5,886,738
6	*Net Revenue from Railway Operations	
	OTHER INCOME	
7	Dividend income	303,344
8	Interest income	5,326
9	Other income, Other	
	Income from affiliated companies:	
10	Dividends	
11	Equity in undistributed earnings (losses)	308,670
12	Total other income (Lines 7-11)	6,195,408
13	Total income (Lines 6, 12)	
	OTHER DEDUCTIONS	
14	Miscellaneous deductions from income	518,093
15	Fixed charges	5,677,315
16	Income after miscellaneous deductions and fixed charges	
	UNUSUAL OR INFREQUENT ITEMS	
17	Unusual or infrequent items (debit) credit	5,677,315
18	Income (loss) from continuing operations (before income taxes) (Line 16 less Line 17)	
	PROVISIONS FOR INCOME TAXES	
	Income taxes on ordinary income:	1,516,149
19	Federal income taxes	
20	State income taxes	
21	Other income taxes	335,506
22	Provisions for deferring income taxes	3,825,660
23	Income before extraordinary items (Line 18 less Lines 19-22)	
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES	
24	Extraordinary items (net)	
25	Income taxes on extraordinary items	
26	Provisions for deferred taxes - Extraordinary items	
27	Total extraordinary items (Lines 24-26)	
28	Cumulative effect of changes in accounting principles	
29	(Less applicable income taxes of \$)	3,825,660
30	Net income	

210. RESULTS OF OPERATIONS—Continued

Line No.	Item (a)	Amount for Current Year (b)
	RECONCILIATION OF NET RAILWAY OPERATING INCOME (NROI)	
31	Net revenues from railway operations	5,886,738
32	Income taxes on ordinary income	1,516,149
33	Provisions for deferred income taxes	335,506
34	Income from Lease of Road and Equipment	(77)
35	Rent for leased Roads and Equipment	4,035,006
36	Net Railway Operating Income	13,886,288
37	Revenue freight - Ton-miles	

APPENDIX A

SCHEDULE 210A. SUPPLEMENTAL INFORMATION FOR SWITCHING AND TERMINAL COMPANIES

1.	Joint Facility		
	Category	Debit	Credit
	Way and Structures	N/A	
	Equipment		
	Road		
	Yard		
	Other Transportation		

2. Depreciation Expense - way and structures - running
 Depreciation Expense - way and structures - switching
 Depreciation Expense - way and structures - others
 All other way and structures operating expenses
 Total Way and Structures Operating Expenses

Depreciation Expense - locomotives
 Depreciation Expense - freight cars
 Depreciation Expense - other equipment

3. *Number of locomotive-miles in yard switching service: Freight Passenger

*Number of locomotive-miles in yard switching service should be computed in accordance with OS-A report note F.

330. ROAD AND EQUIPMENT PROPERTY

1. Give particulars of changes during the year in Road and Equipment property, and Improvements on leased property.
2. Gross charges during the year should include disbursements made for the specific purpose of purchasing, constructing, and equipping new lines, extensions of old lines, and for additions and betterments. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in columns (c) and (d), as may be appropriate, depending on the nature of the item. Adjustments in excess of \$100,000 should be explained.
3. Report on line 32 amounts not includable in the primary road accounts.

Line No	ITEM (a)	Balance at beginning of year (b)	Gross charges during year (c)	Credits for property retired during year (d)	Balance at close of year (e)	Accrued depreciation at close of year (f)
1 (1)	Engineering	198			198	-0-
2 (2)	Land for transportation purposes	23,195			23,195	-0-
3 (3)	Other right-of-way expenditures					
4 (4)	Grading	33,461			33,461	205
5 (5)	Tunnels and subways					
6 (6)	Bridges, trestles, and culverts	8,462			8,462	6,356
7 (7)	Elevated structures					
8 (8)	Ties	88,438			88,438	-0-
9 (9)	Rails	149,596			149,596	-0-
10 (10)	Other track material	78,245			78,245	-0-
11 (11)	Ballast	23,073			23,073	-0-
12 (12)	Track laying and surfacing	50,884			50,884	-0-
13 (13)	Fences, snowsheds, and signs	78			78	79
14 (16)	Station and office buildings	41,857			41,857	11,959
15 (17)	Roadway buildings					
16 (18)	Water stations					
17 (19)	Fuel stations	4,403			4,403	1,204
18 (20)	Shops and enginehouses	107,151			107,151	19,251
19 (21)	Storage warehouses					
20 (23)	Wharves and docks					
21 (24)	Coal and ore wharves					
22 (25)	TOFC/COFC terminals					
23 (26)	Communication systems	3,138			3,138	3,133
24 (27)	Signals and interlockers	4,920			4,920	2,351
25 (29)	Power plants					
26 (31)	Power-transmission systems					
27 (35)	Miscellaneous structures	5,922			5,922	1,456
28 (37)	Roadway machines	104,507	25,401	10,000	119,908	20,480
29 (39)	Public improvements - Construction	3,032			3,032	1,363
30 (44)	Shop machinery	61,310	4,735		66,045	17,317
31 (45)	Power-plant machinery					
32	Other (specify and explain) (38) Tools	1,009			1,009	
33	Total Expenditures for Road	792,879	30,136	10,000	813,015	85,159
34 (52)	Locomotives	776,745			776,745	70,313
35 (53)	Freight-train cars	10,514,983	7,015,136	10,432	17,519,687	2,976,853
36 (54)	Passenger-train cars					
37 (55)	Highway revenue equipment					
38 (56)	Floating equipment					
39 (57)	Work equipment	8,506	2,950		11,456	2,123
40 (58)	Miscellaneous equipment	50,102	38,785	31,419	57,468	11,897
41	Total Expenditures for Equipment	11,350,336	7,056,871	41,851	18,365,356	3,061,186

330. ROAD AND EQUIPMENT PROPERTY--Continued

Line No.	ITEM (a)	Balance at beginning of year (b)	Gross charges during year (c)	Credits for property retired during year (d)	Balance at close of year (e)	Accrued depreciation at close of year (f)
42	(76) Interest during construction					
43	(77) Other expenditures - General					
44	Total General Expenditures	None				
45	Total	12,143,215	7,087,007	51,851	19,178,371	3,146,345
46	(80) Other elements of investments					
47	(90) Construction work in progress	156,007	198,345	5,739	348,613	-0-
48	Grand Total	12,299,222	7,285,352	57,590	19,526,984	3,146,345

705. IMPORTANT CHANGES DURING THE YEAR

Hereunder state the following matters, numbering the statements in accordance with the inquiries, and if no changes of the character below indicated occurred during the year, state that fact. Changes in mileage should be stated to the nearest hundredth of a mile. If any changes reportable in this schedule occurred under authority granted by the Commission in certificates of convenience and necessity issued under paragraphs (18) to (22) of section 1 of the Interstate Commerce Act or otherwise, specific reference to such authority should in each case be made by docket number or otherwise, as may be appropriate.

1. All portions of road put in operation or abandoned, giving (a) termini, (b) length of road, and (c) dates of beginning operations or of abandonment.
2. All other important physical changes, including herein *all new tracks built*.
3. All leaseholds acquired or surrendered, giving (a) dates, (b) length of terms, (c) names of parties, (d) rents, and (e) other conditions.
4. All agreements for trackage rights acquired or surrendered, giving (a) dates, (b) length of terms, (c) names of parties, (d) rents, and (e) other conditions.
5. All consolidations, mergers, and reorganizations effected, giving particulars.
6. All stocks issued, giving (a) purposes for which issued, (b) names of stocks, and (c) amounts issued, and describing (d) the actual consideration realized, giving (e) amounts and (f) values; give similar information concerning all stocks retired (if any).
7. All funded debt issued, giving (a) purposes for which issued, (b) names of securities and (c) amounts issued, and describing (d) the actual consideration realized, giving (e) amounts and (f) values; also give particulars concerning any funded debt paid or otherwise retired, stating (a) date acquired, (b) date retired or canceled, (c) par value of amount retired.
8. All other important financial changes.
9. All changes in and all additions to franchise rights, describing fully (a) the actual consideration given therefor, and stating (b) the parties from whom acquired; if no consideration was given, state that fact.
10. In case the respondent has not yet begun operation, and no construction has been carried on during the year, state fully the reasons therefor.
11. All additional matters of fact (not elsewhere provided for) which the respondent may desire to include in its report.

1. No change

2. No change

3. No change

4. No change

5. No change

6. No change

7. Funded Debt issued:

- a. Mortgage note payable for \$342,326.00 issued in February 1979 in partial payment for 234.48 acres of land in Williamson County, Texas
- b. Mortgage note payable for \$320,803.46 issued in February 1979 in partial payment for 172.065 acres of land in Williamson County, Texas
- c. Mortgage note payable for \$4,650,754.50 issued in 1979 in partial payment for 200 new gondola freight cars. Per ICC recordation number 10291, filed for record April 17, 1979.

8. No change

9. No change

10. Not applicable

11. None

If returns under items 1 and 2 include any first main track owned by respondent representing new construction or permanent abandonment give the following particulars:

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.

710. INVENTORY OF EQUIPMENT

INSTRUCTIONS

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 of equipment purchased, built in company shops, or otherwise acquired.
3. Units leased to others for a period of one year or more are reportable in column (i); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (e); units rented from others for a period less than one year should not be included in column (f). Units installed during the year and subsequently leased to others for a year or more should be shown as added in column (c), as retired in column (d), and included in column (i).
4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit, but not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operating at terminals.
5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.
6. A "Diesel" unit includes all units propelled by diesel internal combustion engines irrespective of final drive, and whether power may at times be supplied from external conductor. Units other than diesel-electric, e.g., diesel-hydraulic, should be identified in a footnote giving the number and a brief description. An "Electric" unit includes all units which receive electric power from an overhead contact wire or third rail, and use the power to drive one or more electric motors that propel the vehicle. An "Other self-powered unit" includes all units other than diesel or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "Auxiliary unit" includes all units used in conjunction with locomotives but which draw their power from the "mother" unit, e.g., boosters, slugs, etc.
7. Column (h) should show aggregate capacity for all units reported in column (g), 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 traction purposes), or tractive effort of steam locomotive units; 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.

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

Line No.	Item (a)	Units in service of respondent at beginning of year (b)	Units installed during year (c)	Number retired during year (d)	Units at close of year				
					Owned and used (e)	Leased from others (f)	Total in service of respondent (e + f) (g)	Aggregate capacity of units reported in col. (g) (h)	Leased to others (i)
LOCOMOTIVE UNITS									
1	Diesel-Freight _____ A units							(h.p.)	
2	Diesel-Freight _____ B units								
	Diesel-Passenger _____ A units								
	Diesel-Passenger _____ B units								
5	Diesel-Multiple purpose _____ A units								
6	Diesel-Multiple purpose _____ B units								
7	Diesel-Switching _____ A units	7			7		7	8,800	
8	Diesel-Switching _____ B units								
9	Total (lines 1-8)	7			7		7	xxxxxxx	
10	Electric-Locomotives								
11	Other self-powered units	7			7		7	xxxxxxx	
12	Total (lines 9, 10 and 11)								
13	Auxiliary units								
14	Total Locomotive Units (lines 12 and 13)	7			7		7	xxxxxxx	

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS—Cont.

Line No.	Item (a)	Units in service of respondent at beginning of year (b)	Units installed during year (c)	Number retired during year (d)	Units at close of year				
					Owne d and used (e)	Leased from others (f)	Total in service of respondent (e + f) (g)	Aggregate capacity of units report- ed in col. (g) (h)	Leased to others (i)
	FREIGHT TRAINCARS							Tons	
15	Plain Box Cars - 40' (B100-129)								
16	Plain Box Cars - 50' (B200-229, B300-329)								
17	Equipped Box Cars (All Code A)	298	200	1	497		497	47,069	
18	Plain Gondola Cars (G092-392, G401-492)								
19	Equipped Gondola Cars (All Codes C and E)								
20	Covered Hopper Cars (L 151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)								
21	Open Top Hopper Cars - General Service (All Code H)	10	32		42		42	4,200	
22	Open Top Hopper Cars - Special Service (All Codes J and K)	327		1	326		326	31,492	
23	Refrigerator Cars - Non Mechanical (R 100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R 200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)								
24	Refrigerator Cars - Mechanical (R 104, 110, 112, 117, 118, R 204, 210, 211, 212, 217, 218)								
25	Flat Cars - TOFC/COFC (F 071-078, F 871-978)								
26	Flat Cars - Multi-level (All Code V)								
27	Flat Cars - General Service (F 101-109, F 201-209)								
28	Flat Cars - Other (F 11-189, 211-289; 301-389, 401-540)								
29	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)								
30	Tank Cars - 22,000 Gallons and over (T-6, T-7, T-8, T-9)								
31	All Other Freight Cars (F 191-199, 291-299, 391-399, L 006-048, L 070, L 080, L 080 - All "L" with second numeric 6, L 161-1764)	635	232	2	865		865	82,761	
32	Total (lines 15-31)							xxxxxxx	
33	Caboose (All N)	635	232	2	865		865	xxxxxxx	
34	Total (lines 32-33)								

720. TRACKS

(1) Show, by State, total mileage of tracks owned and operated by respondent Texas 15.73

(2) Show, by State, mileage of tracks owned but not operated by respondent: First main track, None
 second and additional main tracks, None, industrial tracks, None
 yard track and sidings, None, total, all tracks, None (t)

(3) Road is completed from (Line Haul Railways only) Georgetown, Tx. to Kerr, Tx. Total distance, 7.97 miles.

(4) Road located at (Switching and Terminal Companies only) Not applicable

(5) Gauge of track 4 ft. 8 in.

(6) Weight of rail 75,85,90,132,136 lb. per yard

(7) Kind and number per mile of crossties Wooden - 4,000 per mile

(8) State number of miles electrified: First main track, None, second and additional main tracks, None
 passing tracks, cross-overs, and turn-outs, None, way switching tracks, None, yard switching tracks, None

(9) Ties applied in replacement during year: Number of crossties, 2,205, average cost per tie, \$ 10.31, number of feet (B.M.) of switch and bridge ties, 4,605, average cost per M feet (B.M.), \$ 447.44

(10) Rail applied in replacement during year: Tons (2,000 pounds), 616.9412, Weight per yard 75,85,90,132,136, average cost per ton, \$ 205.54

*Inset: names of places.

(t) Mileage should be stated to the nearest whole mile.

VERIFICATION

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

OATH

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

State of **Texas**

County of **Williamson**
C. R. Turner

(Insert here the name of the affiant)

makes oath and says that he is **Vice-President - Operations**

(Insert here the official title of the affiant)

of **Georgetown Railroad Company, Inc.**

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

that it is his duty to have supervision over the books of account of the respondent and to control the manner in which such books are kept, that he knows that such books have, during the period covered by the foregoing report, been kept in good faith in accordance with the accounting and other orders of the Interstate Commerce Commission, effective during the said period; that he has carefully examined the said report, and to the best of his knowledge and belief the entries contained in the said report have, so far as they relate to matters of account, been accurately taken from the said books of account and are in exact accordance therewith; that he believes that all other statements of fact contained in the said report are true; and that the said report is a correct and complete statement of the business and affairs of the above named respondent during the period

from and including **January 1**

19 79 to and including **December 31**

19 79

C. R. Turner
 (Signature of affiant)

Subscribed and sworn to before me, a Notary Public

in and for the State and

county above named, this

9th

day of

May

19 80

My commission expires

July 31, 1980

Helen Cassens
 (Signature of officer authorized to administer oaths)

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of **Texas**

County of **Williamson**
W. P. Ludwig, Jr.

(Insert here the name of the affiant)

makes oath and says that he is **President**

(Insert here the official title of the affiant)

of **Georgetown Railroad Company, Inc.**

(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 operation of its property during

the period of time from and including **January 1**

19 79 to and including

December 31

19 79

W. P. Ludwig, Jr.
 (Signature of affiant)

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public

in and for the State and

county above named, this

9th

day of

May

19 80

My commission expires

July 31, 1980

Helen Cassens
 (Signature of officer authorized to administer oaths)

(Signature of officer authorized to administer oaths)