

RC-131300 RICHARD B. OGILVIE, TRUSTEE OF THE PROPERTY
OF CHICAGO, MILWAUKEE ST. PAUL AND PACIFIC
RAILROAD COMPANY, DEBTOR 1980 1

RC 131300

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R-1

CLASS I RAILROADS

APPROVED BY GAO
B-180230 (R0470)
EXPIRES 3-31-83

annual report

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	RICHARD B. OGILVIE, TRUSTEE OF THE PROPERTY OF CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY, DEBTOR 516 WEST JACKSON BOULEVARD CHICAGO, ILLINOIS 60606
Correct name and address if different than shown.	Full name and address of reporting carrier. (Use mailing label on original, copy in full on duplicate.)

to the



Interstate Commerce Commission

FOR THE YEAR ENDED DECEMBER 31, 1980

NOTICE

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

ANNUAL REPORT

OF

RICHARD E. OGILVIE, TRUSTEE OF THE PROPERTY OF

CHICAGO, MILWAUKEE, ST. PAUL & PACIFIC RAILROAD COMPANY, DEBTOR

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

YEAR ENDED DECEMBER 31, 1980

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

(Name) R. F. Kratochwill (Title) Vice President-Accounting

(Telephone number) 312 648-3030
(Area code) (Telephone number)

(Office address) Room 746 - 516 West Jackson Boulevard, Chicago, Illinois 60606
(Street and number, city, State, and ZIP code)

SPECIAL NOTICE

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

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

Docket

Title

Decision Date

ESTIMATE OF REPORTING BURDEN

In order to monitor carrier reporting burden and to satisfy GAO requirements pursuant to Section 409 of Public Law 93-153, it is requested that you voluntarily furnish your best estimate of the number of hours required to complete this report.

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

Total hours (Estimated) 1,875

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B. IDENTITY OF RESPONDENT

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

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

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

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

1. Exact name of common carrier making this report Richard B. Ogilvie, Trustee of the Property of Chicago, Milwaukee, St. Paul and Pacific Railroad Company, Debtor
2. Date of incorporation of Debtor - March 31, 1927
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 Petition for reorganization of the Chicago, Milwaukee, St. Paul and Pacific Railroad Company, a Wisconsin Corporation, was filed under Section 77 of the Federal Bankruptcy Act on December 19, 1977 in the U. S. District Court for the Northern District of Illinois, Eastern Division (No. 77 B 8999). Mr. Stanley E. G. Hillman was appointed Trustee by Order of the Court entered on January 18, 1978. The Interstate Commerce Commission ratified the appointment of Mr. Hillman on February 9, 1978. On June 14, 1979, for reasons of health, Mr. Hillman submitted his resignation to be effective upon appointment and ratification of his successor. On July 24, 1979 the Court appointed as successor Trustee Mr. Richard B. Ogilvie, who had been Court-appointed counsel to Mr. Hillman. Mr. Ogilvie's appointment was approved by the Interstate Commerce Commission on August 20, 1979.
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. Not Applicable

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

no

1. State the par value of each share of stock: Common, \$par per share; first preferred, \$100 per share; second preferred, \$none per share; debenture stock, \$none per share. Redeemable Preference, \$10,000 per share (see note (a))

2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote no (see notes (b) and (d))

3. Are voting rights proportional to holdings? no If not, state in a footnote the relation between holdings and corresponding voting rights. (see note (b))

4. Are voting rights attached to any securities other than stock? no If so, name in a footnote each security, other than stock to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.

5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? yes 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. (see notes (c) and (d))

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 not 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. 2,698,544 votes, as of December 31, 1980 (Date)

8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. 928 stockholders.

9. Give the names of the thirty security holders of the respondent who, at the date of the latest closing of the stock book or compilation of list of stockholders of the respondent (if within 1 year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each his address, the number of votes which he would have had a right to cast on that date had a meeting then been in order, and the classification of the number of votes to which he was entitled, with respect to securities held by him, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities, stating in a footnote the names of such other securities (if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements, give, as supplemental information the names and addresses of the thirty largest holders of the voting trust certificates and the amount of their individual holdings. If the stock book was not closed or the list of stockholders compiled within such year, show such thirty security holders as of the close of the year.

Line No.	Name of security holder	Address of security holder	Number of votes to which security holder was entitled	NUMBER OF VOTES CLASSIFIED WITH RESPECT TO SECURITIES ON WHICH BASED		
				Stocks		
				Common (d)	PREFERRED	
	(a)	(b)	(c)		Second (e)	First (f)
1	Chicago Milwaukee Corp.	Chicago, IL	2,570,665	2,092,720		477,946
2	James E. Sogard	Duluth, MN	5,400	5,400		
3	Eugene Casey	Gaithersburg, MD	4,800	4,800		
4	Bache Halsey Stuart (e)	New York, NY	3,196	3,196		
5	Zev Steiger	Highland Park, IL	3,000	1,900		1,100
6	Osborne D. Nichols	New York, NY	2,000	2,000		
7	Salo W. Baron	Canaan, CT	2,000			2,000
8	N. V. Maatschappy (f)	Amsterdam, Holland	1,970	1,400		570
9	Litt Family Trust	Harrison, NY	1,700	1,700		
10	Bruce Buttles	Rumson, NJ	1,526	1,100		426
11	Adolf M. Weinacker	Detroit, MI	1,300	1,300		
12	David D. Laube	Cedar Rapids, IA	1,216			1,216
13	Howard B. McGowan	New York, NY	1,200	1,200		
14	John D. Levy	St. Louis, MO	1,000			1,000
15	William G. Kahlert	St. Paul, MN	1,000	1,000		
16	Carlo La Manna	St. Paul, MN	1,000	1,000		
17	Joseph P. Carucci	Great Neck, NY	968	300		668
18	Kray & Co.	Chicago, IL	899	671		228
19	Pearl & Nathan Batko	Chicago, IL	800	800		
20	Dorothy & Arthur Monheit	New York, NY	800	800		
21	Seph & Co.	New York, NY	800	200		600
22	Egger & Co.	New York, NY	710	710		
23	James J. Bader	Cedar Rapids, IA	600			600
24	Arthur F. Searing	Southampton, NY	600			600
25	HGG Investors, Ltd.	Springfield, VA	600	600		
26	Paulette & Ronald Haave	Greenwich, CT	600	600		
27	Edgar Schwaibold	Ludington, WI	600	600		
28	Barbara Thayer	St. Paul, MN	600	600		
29	Sally Levy	St. Louis, MO	600			600
30	The Putnam Co.	Greenville, SC	500			500

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. 2,570,666
votes cast.

11. Give the date of such meeting. May 10, 1977

12. Give the place of such meeting. Chicago, Illinois

NOTES AND REMARKS

EXPLANATORY NOTES FOR PAGE 3

- (a) The Redeemable Preference Shares are subject to and entitled to the benefit of a Financing Agreement between the United States of America and the respondent dated as of July 15, 1977.
- (b) The Redeemable Preference Shares do not have any voting rights in the conduct of the business of the respondent.
- (c) Preferred stockholders have the privilege to elect a majority of the Board of Directors whenever full dividends on the preferred stock shall not have been paid during three consecutive calendar years.
- (d) Whenever any dividend or redemption payment which is due on any one or more series of Redeemable Preference Shares shall have remained unpaid for a period of four months, the Secretary of Transportation of the United States or his designee shall have the exclusive right to elect or appoint two persons to serve as members of the Board of Directors, in which event the number of directors constituting the Board of Directors shall be increased by two to reflect such newly created directorships. In such event, the Board of Directors shall also be increased, if necessary, so that the directors elected or appointed by the Secretary shall not constitute more than 20% of the Board of Directors.
- (e) Bache, Halsey Stuart, Shields, Inc.
- (f) N.V.Maatschappy Tot Beheer Van Hel Adm Van Amerikanniche Fondsen Apgerigt Door Broes & Gorman Ten Have & Van Esseren Jarmarn & Zoonen.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Beginning of Year (c)
		<u>Current Asset</u>	\$	\$
1	701	Cash	(1,520)	245
2	702	Temporary Cash Investments (Sch. 300)	4,407	2,700
3	703	Special Deposits (Sch. 300)	120	266
		Accounts Receivable		
4	705	- Interline and Other Balances	5,817	4,907
5	706	- Customers	19,936	15,453
6	707, 704	- Other	15,238	11,556
7	709, 708	- Accrued Accounts Receivables	58,499	57,063
8	708.5	- Receivables from Affiliated Companies	454	362
9	709.5	- Less: Allowance for Uncollectible Accounts		
10	710, 711, 714	Prepayments (and working funds) (Sch. 300)	1,178	1,261
11	712	Materials and Supplies	49,695	37,655
12	713	Other Current Assets (Sch. 300)	10,957	11,143
13		Total Current Assets	164,751	142,611
		<u>Other Assets</u>		
14	715, 716, 717, 722, 723, 724	Special Funds and Other Investments and advances (Sch. 315)	70,912	12,272
15	721, 721.5	Investments and Advances; Affiliated Companies (Sch. 310)	132,279	115,913
16	737, 738	Property used in other than Carrier Operations (less depreciation)	22,081	5,035
		\$ 7,813 (Sch. 325)		
17	739, 741	Other Assets (Sch. 329)	56,292	9,068
18	743, 744	Other Deferred Debits (Sch. 329)	2,313	3,407
19		Total Other Assets	283,877	145,695
		<u>Road and Equipment</u>		
20	731, 732	Road (Sch. 330 & 330A)	332,159	621,454
21		Equipment	323,405	339,522
22		Unallocated Items	(28,137)	(96,933)
23	733, 734, 735, 736	Accumulated Depreciation and amortization (Schs. 335, 351, 342, 339)	(285,578)	(332,729)
24		Net road and Equipment	341,849	531,314
25		Total Assets	790,477	819,620

NOTES AND REMARKS

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

Line No.	Account No.	Title (a)	Balance at Close of Year (b)	Balance at Begin- ning of Year (c)
<u>Current Liabilities</u>			\$	\$
26	751	Loans and Notes Payable (Sch. 370)	161	206
27	752	Accounts Payable; Interline and Other Balances	4,757	5,426
28	753, 754	Other Accounts Payable	19,590	24,455
29	755, 756	Interest and Dividends Payable	3,015	3,842
30	757	Payables to Affiliated Companies		
31	759	Accrued accounts Payable (Sch. 370)	98,008	89,949
32	760, 761, 761.5, 762	Taxes Accrued (Sch. 370)	4,691	5,679
33	763	Other Current Liabilities (Sch. 370)	32,297	25,035
34	764	Equipment obligations and other long-term debt due within one year	9,872	10,497
35		Total Current Liabilities	172,391	165,089
<u>Non Current Liabilities</u>				
36	765, 767	Funded debt unmatured	231,252	86,540
37	766	Equipment obligations	215	1,353
38	766.5	Capitalized Lease Obligations	87,329	96,237
39	768	Debt in default	177,776	177,776
40	769	Accounts payable; Affiliated Companies	43,061	38,541
41	770.1, 770.2	Unamortized debt premium		
42	781	Interest in default	8,375	6,053
43	783	Deferred revenues-Transfers from Government Authorities		
44	786	Accumulated deferred income tax credits	35,230	34,599
45	771, 772, 774, 775, 782, 784	Other long-term liabilities and deferred credits (Sch. 379)	138,971	112,084
46		Total Noncurrent Liabilities	722,318	553,183
<u>Shareholders' Equity</u>				
47	791, 792	Capital Stock: (Sch. 230)	278,984	
48		Common Stock	217,989	217,989
49		Preferred Stock	60,995	60,995
50	793	Discount on Capital Stock		
51	794, 795	Additional Capital (230)		
		Retained Earnings:		
52	797	Appropriated (221)		
53	798	Unappropriated (220)		
54	798.1	Net Unrealized loss on noncurrent marketable equity securities	(383,216)	(177,636)
55	798.5	Less Treasury Stock		
56		Net Stockholders Equity	(104,232)	101,348
57		Total Liabilities and Shareholders Equity	790,477	819,620

NOTES AND REMARKS

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. (Dollars in thousands)

1. Amount (estimated, if necessary) of net income or retained income which has to be provided for capital expenditures, and for sinking and other funds pursuant to provisions of reorganization plans, mortgages, deeds of trust, or other contracts \$ 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 \$ 415,761
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: See note on page 8
- (b) State amount, if any, representing the excess of the actuarially computed value of vested benefits over the total of the pension fund \$ 17,968
- (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) The Northern Trust Company, Chicago, Illinois
Date of trust agreement or latest amendment December 16, 1975
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 None
- (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: Not applicable
- (ii) Are voting rights attached to any securities held by the pension plan? Specify: Yes ☐ No ☐ If yes, who determines how stock is voted? Not applicable
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. State separately amounts of deferred maintenance and delayed capital improvements as reported to the Commission in Ex Parte No. 305 as of close of year:
 - (a) Deferred maintenance \$ -
 - (b) Delayed capital improvements \$ -
6. (a) The amount of employers' contribution to employee stock ownership plans for the current year was \$ _____
- (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 \$ _____

Continued on following page

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

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

(a) Changes in Valuation Accounts

N O N E

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

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

	Gains	Losses
Current	\$ _____	\$ _____
Noncurrent	_____	_____

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

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

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

NOTES AND REMARKS

3(a) Pensions

Non-union employees of Railroad are covered by a trustee noncontributory qualified pension plan providing defined benefits integrated with Railroad Retirement Act benefits. Pension expense is accrued at the actuarially computed normal cost plus amortization of prior service cost, and the plan is funded on the same basis. Prior service cost is amortized over 40 years. Pension expense amounted to \$2,863,308 in 1980 and \$2,922,686 in 1979. Following is a comparison of accumulated plan benefits and plan net assets:

	January 1	
	1981	1980
	(amounts in thousands)	
Actuarial present value of accumulated plan benefits:		
Vested	\$23,841	\$22,351
Nonvested	313	285
Total	<u>\$24,154</u>	<u>\$22,636</u>
Plan net assets available for benefits	<u>\$ 5,982</u>	<u>\$ 4,234</u>

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)3(a) Pensions (Continued)

The weighted average assumed rate of return used in determining the actuarial present value of accumulated plan benefits was 6 per cent for both 1981 and 1980.

If Railroad were to cease operations and liquidate instead of achieving a reorganization, or otherwise terminate its pension plan, the Employee Retirement Income Security Act of 1974 guarantees the payment of certain benefits and makes Railroad liable for any shortage of plan funds, up to 30 per cent of Railroad's net worth. At July 1, 1980 the amount of Railroad's potential liability with respect to guaranteed benefits was approximately \$13,005,000.

6. Account 763 "Other Current Liabilities" includes advance of \$860,000 received from the National Railroad Passenger Corporation (Amtrak) under N.R.P.C. contract dated July 1, 1974.

7. Business Conditions and Reorganization Proceedings
On December 19, 1977, Chicago, Milwaukee, St. Paul and Pacific Railroad Company ("Railroad") filed a petition for voluntary reorganization under Section 77 of the Federal Bankruptcy Act with the United States District Court for the Northern District of Illinois, Eastern Division (No. 77 B 8999). On December 20, 1977, an order was entered in this proceeding by Judge Thomas R. McMillen which approved the petition as properly filed. On January 18, 1978 the Reorganization Court appointed as Trustee Mr. Stanley E. G. Hillman. Mr. Hillman's appointment was approved by the Interstate Commerce Commission ("ICC") on February 9, 1978, and he began serving as Trustee of the property of Railroad on February 13, 1978. On June 14, 1979, for reasons of health, Mr. Hillman submitted his resignation to be effective upon appointment and ratification of his successor. On July 24, 1979, the Reorganization Court appointed as successor Trustee Mr. Richard B. Ogilvie, who had been Court-appointed counsel to Mr. Hillman. Mr. Ogilvie's appointment was approved by the ICC on August 20, 1979. The Trustee has been granted broad power, subject to supervision and control by the Reorganization Court, to manage and preserve Railroad's property.

Pursuant to authority provided by orders of the Reorganization Court, Railroad has deferred payment of certain invoices, claims, taxes, interest and other items and has classified them in the Statement of Financial Position in other long-term liabilities.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

Railroad has suffered significant operating losses in 1978, 1979 and 1980. Contributing to Railroad's losses have been operating disabilities caused by severe weather during the 1978-1979 winter and deferrals of track and equipment replacements and maintenance. Railroad has made progress toward elimination of these deferrals; however, the cost of doing so has also contributed to operating losses.

The cash drain from operating losses has resulted in recurring financial liquidity crises. Shutdown of the entire rail system has been threatened at times. During 1978 Railroad was aided in managing its liquidity problems by a \$5.8 million cash dividend from Milwaukee Land Company (a wholly-owned subsidiary of Railroad) and by deferral under the reorganization proceedings of certain liabilities, including current taxes and retroactive wage increases. During 1979 and 1980 numerous working cash infusions were necessary to sustain operations (see note 8). Authorizations for such infusions were granted by the Reorganization Court, generally over the objections of various debt indenture trustees, who argued that priority borrowing necessary to provide the infusions would erode their security. Certain of Railroad's creditor interests and Chicago Milwaukee Corporation (Railroad's principal stockholder) have stated a preference for a complete shutdown and liquidation of Railroad.

In 1978 the Trustee determined that Railroad's system as a whole could not become self-sustaining. This was confirmed in 1979 upon completion of intensive economic studies of the long-term viability potential of various trackage configurations. The studies also established a reasonable possibility that a reduced Midwest railroad could become economically self-supportable. The Trustee undertook through actions before the Reorganization Court to bring about such a reduced Midwest "core" system, sometimes identified for convenience as "Milwaukee II".

The Trustee's petitions in late April and early May, 1979 for a partial embargo of freight operations on all of Railroad's lines outside a Midwest system were denied by the Reorganization Court. Subsequently, on October 2, 1979, these petitions were sustained upon appeal to the United States Court of Appeals for the Seventh Circuit. The appellate decision, in addition to overruling the Reorganization Court's denial of a partial embargo, ruled that the Trustee could not properly be allowed to borrow the funds necessary to operate Railroad's entire system. A similar position had already been taken by the United States Department of Transportation in August 1979, when the Department endorsed the Trustee's plan to eliminate Railroad's Western lines and declared that

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

Federal funding would not be available in the future to support continued operation of Railroad's entire system.

The Trustee again petitioned the Reorganization Court to embargo freight service on non-core lines, and the petition was granted with an effective date of November 1, 1979. The partial embargo which went into effect on that date was quickly aborted on November 4, 1979, by passage of emergency Federal legislation, called the Milwaukee Railroad Restructuring Act ("MRRA").

MRRA required Railroad to continue service over its entire system pending consideration of an employee or employee-shipper stock ownership plan. To sustain such continuation of service MRRA provided an immediate \$10 million grant and guaranteed subordinated loans covering losses for a limited time period. Section 701(c)(1) of the Staggers Rail Act of 1980, signed into law by President Carter on October 14, 1980, provides that these subordinated loan obligations shall be waived and canceled when Railroad is reorganized as an operating rail carrier or substantially all of Railroad is purchased. Under the Act substantially all of Railroad shall be considered as having been purchased when more than 50 per cent of the rail system operated on the date of enactment of the Act has been purchased and more than 50 per cent of the employees employed on that date have obtained employment with other rail carriers. Railroad has certified that, on the date of enactment of the Act, it operated 3,947 total route miles and had 8,041 employees.

An employee-shipper ownership plan submitted by others to the ICC pursuant to MRRA was found by the Commission on December 31, 1979 to be not feasible. While this finding terminated Railroad's obligation under MRRA to continue service over its entire system, the Trustee continued such service through February, 1980 to allow as much time as possible for arrangements to be made for continuation by others of essential rail services on non-core lines. The Trustee again petitioned the Reorganization Court in mid-February for a partial embargo order. This petition was granted on February 25, 1980, to be fully effective at 11:59 p.m. local time on February 29, 1980.

Under the Reorganization Court's order freight services were suspended over approximately 4,600 of Railroad's then 9,500 route miles. Additional lines totaling some 1,500 route miles were operated by the Trustee on a temporary basis. These lines were embargoed on March 23, 1980. As directed by the Reorganization Court the Trustee cooperated with other rail

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

carriers by rerouting of traffic, use of crossover routes and otherwise to minimize service disruptions in the embargoed territory. Service over portions of the embargoed lines has since been provided by other carriers and short-line operators.

MRRA is of continuing importance because, among other things, it transferred primary authority over Railroad's line abandonments from the ICC to the Reorganization Court. ICC abandonment proceedings had in some cases been a notoriously slow process and traditionally subjected abandonment approvals to labor protection conditions so burdensome as to threaten financial restructuring. Since January 1, 1980, abandonment and/or sale authorities have been ordered by the Reorganization Court covering all of the embargoed lines.

With respect to labor protection, MRRA mandated establishment of a broad plan to protect employees adversely affected by service reduction or restructuring, and provided for loan guarantees to the Trustee under the Railroad Revitalization and Regulatory Reform Act of 1976 ("4-R Act") to fund protection payments up to \$75 million. An agreement implementing such a plan was entered on December 14, 1979 by the Trustee and various labor organizations. Benefits of \$35.7 million under this agreement are included in the 1980 Results of Operations in account 555, Unusual or Infrequent Items. Principal employee benefits under MRRA include (1) a displacement allowance equal in general to 80% of an employee's previous compensation for a period of three years, or a separation allowance of up to \$25,000 per employee, (2) payment of certain moving and retraining expenses, and (3) preferential employment rights on other railroads. An affected employee has the option to promptly receive such agreed benefits, or to pursue statutory protection of an uncertain amount, priority and timing. Under the agreement, employee elections to receive separation allowances and other benefits must be made no later than April 1, 1981. The foregoing expense amount of \$35.7 million, estimated in part, was determined on that basis. A negotiated extension of the April 1, 1981 election deadline, approved by the Reorganization Court on March 30, 1981, may cause the aggregate expense to exceed \$35.7 million. As required by the Reorganization Court, the Trustee submitted a preliminary reorganization plan ("Plan") on August 10, 1979, and modified certain financial portions thereof on February 1 and February 13, 1980 to reflect subsequent events, including the impact of MRRA. The Trustee's Plan as amended called for reduction of Railroad's system to a Milwaukee II core serving as principal cities Louisville, Chicago, Kansas City,

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

Milwaukee, Minneapolis-St. Paul and Duluth, with a western terminus at Miles City, Montana. The Trustee's Plan targeted December 31, 1984 as the reorganization consummation date, and contemplated regeneration of the core railroad during the intervening transition period. The principal resources proposed to be utilized for such regeneration were cash flows from sales of discontinued lines and Milwaukee Land Company, 4-R Act rehabilitation loans and loans under the Emergency Rail Services Act of 1970 ("ERSA"). The Plan outlined the proposed disposition of claims against the estate, described new securities proposed to be issued, and projected Milwaukee II operating results.

The law specifies that the Reorganization Court may not proceed with a reorganization plan which has not been approved by the ICC. The ICC examined the Trustee's Plan and two alternative plans submitted by other parties. One of these was an alternative reorganization plan proposing a transcontinental railroad in roughly the same territory as Railroad's former total system, and the other, the Chicago Milwaukee Corporation plan, proposed complete liquidation. On March 19, 1980, the ICC rejected the liquidation plan, and disapproved both the Trustee's Plan and the alternative reorganization plan, finding that neither would create a viable railroad or fairly and equitably treat Railroad's estate. While the ICC found the Trustee's Plan unacceptable, it did not find Railroad unreorganizable. The ICC retained jurisdiction to receive new or amended proposals and stated that the goals of any plan should be maximization of rail service and fair and equitable treatment of the estate.

On March 24, 1980 the Trustee presented to the Reorganization Court a near-term program calling generally for the continuation of the Milwaukee II system and the furtherance of activities looking toward reorganization of the system or its sale as a going concern. The Trustee proposed a thorough report to the Reorganization Court on these matters by May 15, 1980. At the same hearing, the United States Department of Transportation took the position before the Reorganization Court that ERSA borrowings already authorized by the Court on a basis subordinated to secured creditors must instead be on a priority basis. Over strong objections by creditor and equity interests the Court on March 28, 1980 amended its previous authorization to permit up to \$30 million of priority-basis ERSA borrowings and certain additional borrowings totaling \$13.7 million to fund continued operation of Milwaukee II. Upon appeal by Chicago Milwaukee Corporation and the debtor-corporation, the borrowing authorization as amended was

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

affirmed in June, 1980 by the United States Court of Appeals for the Seventh Circuit.

The Trustee's "Report and Recommendations for the Future of the Milwaukee Road" ("Report"), dated May 15, 1980, concluded (a) that the Milwaukee II system, with support from government, labor, employees and shippers, can become viable, (b) the successful operation of Milwaukee II will strongly serve the public interest and the interests of shippers and labor, while providing protection for creditors, and (c) that prompt termination of operations and liquidation would injure the public interest and be unlikely to provide any return to shareholders. The Report recommended continuation of the effort to launch Milwaukee II as a solvent railroad, and noted that operation of the system through 1980 would permit (a) the testing of financial projections, (b) opportunities for governments, shippers, employees and labor to provide funding, new business and higher productivity, (c) study of the possible sale of Milwaukee II as a going concern or its merger with another railroad or other entity, and (d) orderly sale of abandoned properties and salvaged materials without glutting markets.

The Report's conclusions relied heavily upon extensive new analysis, including in particular new market studies and careful documentation of revenue projections. The Report contained new financial forecasts more favorable than previous forecasts, principally because of anticipated traffic gains and traffic mix improvements.

Working cash needs through the end of 1980 were expected to be satisfied by the borrowings authorized by the Reorganization Court on March 28, 1980. This expectation, reflected in the Trustee's May 15, 1980 Report, has been realized despite the non-availability of certain cash resources assumed in the Report, including scrap proceeds, certain other proceeds from sales of personal property and certain requested subordinated ERSA loans under Section 7 of MRRRA.

Working cash borrowings of \$54 million are expected to be required to sustain Milwaukee II during 1981. Of this amount, \$32.8 million has been authorized to date by the Reorganization Court (see note 8(k)).

On October 10, 1980 the Trustee announced the acceptance of bids totaling \$179.8 million for sales of 116,768 acres of timberland and 85,051 acres of reserved mineral rights owned by Milwaukee Land Company in Idaho and Washington, and the rejection of bids for an additional 32,206 acres of timberland

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

and 69,373 acres of reserved mineral rights in the Olympic Peninsula of the State of Washington. Further efforts are being made to sell the properties for which bids were rejected. The bids, including those rejected, cover substantially all of the Milwaukee Land Company's timber and mineral assets. With Reorganization Court approval, sale to Potlatch Corporation of 92,972 acres of timberland and 4,510 acres of reserved mineral rights in the State of Idaho for a gross price of \$134,760,000 was closed on February 19, 1981. Reorganization Court approval was given on January 8, 1981 for the sale to ITT Rayonier of 23,796 acres of timberland and 80,541 acres of reserved mineral rights in the area of Lewis County, Washington for a gross price of \$45,000,000. This sale is expected to be closed in April, 1981. Net sale proceeds are to be retained and invested by Milwaukee Land Company and are not available to Railroad except by order of the Reorganization Court.

The Trustee has proposed to borrow from Milwaukee Land Company a portion of the sale proceeds referred to in the preceding paragraph to finance a tender offer program to retire Railroad's mortgage bonds, of which the aggregate outstanding principal amount is \$122.2 million. Related interest and litigation-settlement amounts bring the total liabilities involved in the program to approximately \$142.5 million, as of December 31, 1980. Assuming 100% participation, approximately \$80.8 million, plus an amount for actual Tender Offer Expenses (as defined), would be needed for this purpose. Such borrowings would be evidenced by a series of Trustee's Certificates having the same interest rates, maturities and priorities as the underlying bonds tendered. The Reorganization Court has authorized the Trustee to execute the foregoing proposal. Approval of the Interstate Commerce Commission is being sought.

On March 26, 1981 the Reorganization Court authorized a Milwaukee Land Company cash dividend in an amount not to exceed \$47 million, and authorized the Trustee to use such funds to prepay in full Trustee's Certificates nos. 1, 1979-A and 1980-F (see note 8) evidencing \$50.1 million principal amount of priority ERSA loans. Such prepayment, at a discount of \$8.8 million based upon interest rate differential, was made on March 30, 1981. The total prepayment was approximately \$43.1 million, which includes \$1.4 million for accrued interest and \$0.4 million for loan guarantee fees.

The Trustee's May 15, 1980 Report discussed actions which are being taken or can be taken to improve Milwaukee II performance. These include trackage coordinations with other

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

railroads, provisions of shipper-owned rolling stock, rehabilitation assistance from states and shippers, labor agreement improvements, and an employee stock ownership program involving salary and wage deferrals. By agreement with various labor organizations representing about 85% of Railroad's employees covered by union contracts and pursuant to Reorganization Court authorization, a wage deferral program was instituted as of August 1, 1980. Also participating in the program are the Trustee and all officers and employees not covered by union contracts. Under this program Railroad is deferring payment of 7% (10% from August through December, 1980) of all wages and salaries earned by participating employees. Amounts deferred are to be paid in the form of preferred or preference stock upon reorganization of Railroad. In the event of liquidation the deferred amounts would constitute claims with cost of administration status except that claims of employees receiving MRRA or other protection payments would be subordinated to the claims of existing preferred stockholders. Wages deferred during 1980, totaling approximately \$7.3 million, are included in the December 31, 1980 Statement of Financial Position in other long-term liabilities, and were charged to operating expenses or other applicable accounts.

The Trustee's May 15, 1980 Report also outlined the following results of further analyses conducted to assure that Milwaukee II is the most economically sound trackage configuration: the Kansas City line is sufficiently profitable for rehabilitation and retention; the Miles City line is economically marginal but should be maintained if suitable Federal and state rehabilitation loan assistance is provided; the Louisville line, like the Kansas City line, is strategically important to Milwaukee II and should remain; the Iowa and Minnesota grain lines are likely to be profitable and should be retained if public rehabilitation money continues; and the Southern Wisconsin lines extending westerly from Madison would be unprofitable even if rehabilitated at public expense and should be purchased and operated by the state. The Southern Wisconsin lines (69 route miles) and the Sisseton and New England branch lines (172 route miles) in North Dakota and South Dakota have been designated by Railroad to the ICC in Railroad's system diagram map dated December 15, 1980, as lines "anticipated subject of abandonment application within three years." Railroad has filed an abandonment application with the ICC covering the Dakota lines and is preparing an abandonment application covering the Wisconsin lines. The Trustee has advised the Reorganization Court that the Miles City line (677 route miles) cannot be maintained as a part of a reorganized Milwaukee II without \$49 million of long-term,

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

low-interest financing to rehabilitate the line, and that abandonment proceedings will be initiated in the absence of a satisfactory financing commitment by May 15, 1981. A coalition of state officials, shippers and power companies is attempting to arrange such financing.

The March 28, 1980 order of the Reorganization Court authorizing borrowings to support continued operation of Milwaukee II also provided that any party could seek reconsideration for good cause at a later date. In June 1980, certain indenture trustees petitioned the Reorganization Court to prohibit further use of borrowed funds to cover continued operating deficits of Milwaukee II, and Chicago Milwaukee Corporation filed a motion seeking a hearing to determine the advisability of continuing the operation. In each case the position taken was that the estate may not be further dissipated by borrowings to finance cash operating deficits because there was no longer a significant possibility of successful reorganization. Hearings on these matters were held before Special Master Milton H. Gray on July 8-9, 1980. On August 4, 1980 Master Gray issued his report to the Reorganization Court recommending that the indenture 'trustees' petition be denied and that the Trustee be permitted to continue operations of Milwaukee II. The Special Master found "...that a significant possibility of a successful reorganization exists, interim losses incurred to preserve that possibility will not be wasteful, and the sacrifices required of the estate will serve a useful public purpose."

On October 17, 1980 the Reorganization Court adopted with modifications the recommendations and findings of the Special Master, noting that an order to liquidate would deny Milwaukee II a fair test and would in effect be a renunciation of the ICC's decision served March 19, 1980. As required by the October 17, 1980 order, the Trustee has filed with the Reorganization Court his "Milwaukee Road Reorganization Feasibility Report" dated January 15, 1981. Citing actual 1980 Milwaukee II operating results more favorable than those projected, the Trustee confirmed his judgment that Railroad can be successfully reorganized, urged continuation of the reorganization effort, and reaffirmed his willingness to consider disposition of Milwaukee II as a carrier should the circumstances be sufficiently favorable to the estate. To allow time for complete analysis and evaluation of 1980 operations, including computer simulation and derivation of pro forma financial statements, the Trustee proposed filing an Amended Reorganization Plan in September, 1981.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)7. Business Conditions and Reorganization
Proceedings (Continued)

The January 15, 1981 feasibility report also comments on a recent ICC staff report titled "The Prospect for Reorganizing the Milwaukee Road as a Viable Carrier". The staff report proposes as the viability criterion a rate of return equal to the current cost of capital on investment measured by net liquidation value. Using 11% as the approximate cost of capital, the staff estimated that Milwaukee II would need annual income before fixed charges of \$167.8 million in 1984 dollars to satisfy the criterion. The staff report goes on to identify potential savings from work rule changes and equipment expense savings sufficient to allow Milwaukee II to substantially reach such an earnings level. Actual documented productivity-type savings to date from current labor-management action projects are in the range of \$3 million per year. While rejecting the proposed viability criterion as indefensible, the Trustee indicated acceptance of the identified savings opportunities as general goals to be sought over time.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates

The following table summarizes Railroad's obligation, exclusive of payments due within one year, under Trustee's Certificates authorized and issued pursuant to authorities granted by the Reorganization Court.

Certificate No.	Issued To	Principal Amount (a)			Notes
		Authorized	Outstanding		
			Dec.31-1980	Dec.31-1979	
(amounts in thousands)					
1978-A (4R/511)	Federal Financing Bank("FFB")	\$ 21,419	\$ 20,064	\$ 21,250	(b)
1978-B (4R/505)	United States of America("USA")	22,571	22,280	22,280	(b)
1978-C (4R/505)	USA	1,936	1,910	1,910	(b)
1980-D (4R/511)	FFB	35,000	18,605	-	(c)
1980-G (4R/505)	USA)	35,000	14,370	-	(c)
1980-H (4R/505)	USA)		550	-	(c)
1	FFB	5,100	5,100	5,100	(c)
1979-A	FFB	20,000	20,000	20,000	(d)
1980-F	FFB	30,000	25,000	-	(e)
1980-E	FFB	2,783	2,783	-	(f)
1980-A,B	FFB	60,000	50,000	-	(f)
1980-C	FFB	75,000	25,890	-	(f)
	Sub-totals	308,809	206,552	70,540	(h)
5	Milwaukee Land Company("MLC")	10,000	10,000	10,000	(i)
6	MLC	6,000	6,000	6,000	(i)
21	MLC	8,700	8,700	-	(f,i)
26	MLC	15,000	-	-	(f,i)
7	Continental Bank ("CINB")	4,000	4,000	4,000	(i,k)
8	CINB	6,700	6,700	6,700	(j)
9	CINB	8,300	8,300	8,300	(j)
12, 13	CINB	6,300	6,300	6,300	(j)
19, 20	CINB	5,000	5,000	-	(j)
27	CINB	17,800	-	-	(f,j)
	Totals	<u>\$396,609</u>	<u>\$261,552</u>	<u>\$111,840</u>	(j,k)
Deduct certificates issued to Continental Bank (a)			<u>(30,300)</u>	<u>(25,300)</u>	
Amount included in statement of financial position			<u>\$231,252</u>	<u>\$ 86,540</u>	

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates (Continued)

- (a) The Trustee's Certificates summarized in this table have been issued to (i) finance property rehabilitation and additions projects under the 4-R Act, (ii) finance an employee protection settlement program, and (iii) obtain, from various sources, cash needed to sustain operations of Railroad, including certain operations which were mandated to be continued for a period of time by MRRRA.

Certificates identified as issued to "Continental Bank" evidence cash drawdowns from Railroad real estate and property sale proceeds held by Continental Illinois National Bank and Trust Company of Chicago, trustee of Railroad's First Mortgage. These certificates are not reflected, either as assets or liabilities, in Railroad's Statement of Financial Position.

- (b) Certificates 1978-A, 1978-B and 1978-C evidence rehabilitation and construction loans under Sections 505 and 511 of the 4-R Act. Borrowings not to exceed \$47.5 million were authorized by the Reorganization Court by order dated July 7, 1978. Funds were advanced to Railroad over the period from August, 1978 through November, 1979. Proceeds of the Section 511 certificate (1978-A) were used to overhaul 122 locomotives, repair 1,000 freight cars and purchase and install additional waste water treatment facilities at Railroad's Milwaukee, Wisconsin repair shops. Proceeds of the Section 505 certificates (1978-B and 1978-C) were used to finance continued rehabilitation of Railroad's main-line trackage between Milwaukee and Minneapolis-St. Paul. The certificates, subject to subsequent proceedings in the reorganization, are secured by a lien on the property of Railroad subordinate to the liens and security interests established by Railroad's First Mortgage and General Mortgage and to all claims having priority over said mortgages. In the event a plan of reorganization is approved the then outstanding principal balance of the Section 505 certificates may, in certain circumstances, be converted into redeemable preference shares of the successor reorganized company.

Certificate 1978-A is fully guaranteed as to principal and interest by the Secretary of the United States Department of Transportation. Advances on this certificate bear interest at 9.381%. The obligation matures in eleven equal annual installments of principal and interest commencing November 15, 1981.

Certificate 1978-B bears interest at 2.03%, and certificate 1978-C bears interest at 8.91%. Both of these certificates mature in twenty equal annual installments of principal and interest commencing July 31, 1989.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates (Continued)

- (c) Borrowings for 1980 4-R Act rehabilitation and construction programs totaling approximately \$65.2 million but not to exceed \$70 million were authorized by orders of the Reorganization Court entered on January 16 and February 11, 1980. The Section 511 program, authorized at approximately \$32.3 million, was approved by the Federal Railroad Administration for 1980 at \$19.3 million for rehabilitation of 35 locomotives, 902 freight cars and 19 cabooses. Certificate 1980-D was issued for this program in the maximum principal amount of \$19,321,645. The Section 505 program, authorized at approximately \$32.9 million, was approved by the Federal Railroad Administration for 1980 at \$18.8 million for rehabilitation of 20.7 miles of track and a bridge in the feeder line between New Lisbon and Wausau, Wisconsin and rehabilitation of 56.25 miles of main line track between Chicago, Illinois and Milwaukee, Wisconsin. Certificates 1980-G and 1980-H were issued for this program in the maximum principal amounts of \$18,140,657 and \$688,848, respectively. Funds were advanced to Railroad over several months as the work progressed, starting in May, 1980.

Certificates 1980-D, 1980-G and 1980-H, subject to subsequent proceedings in the reorganization, are secured by a lien on the property of Railroad subordinate to the liens and security interests established by Railroad's First Mortgage and General Mortgage and to all claims having priority over said mortgages. In the event a plan of reorganization is approved, the then outstanding principal balance of the 1980 Section 505 certificates may, in certain circumstances, be converted into redeemable preference shares of the successor reorganized company. Certificate 1980-D is fully guaranteed as to principal and interest by the Secretary of the United States Department of Transportation.

Advances on certificate 1980-D bear interest on an interim basis at one-eighth of 1% above the Treasury New Issue rate at the time funds are advanced, and such interim rates are to be converted by the certificate holder to a single equivalent rate after all advances have been made. Such interim rates presently range from 10.042% to 11.647%. Accrued interest is payable on January 1 and July 1 of each year, commencing January 1, 1981 and ending on January 1, 1994. The principal of this certificate is payable in twelve equal annual installments on January 1 of each year, commencing January 1, 1983.

Certificate 1980-G bears interest at 2.03%, and certificate 1980-H bears interest at 10.09%. Both of these certificates mature in 20 equal annual installments of principal and interest commencing July 1, 1991.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates (Continued)

- (d) This is a loan under the Emergency Rail Services Act of 1970 ("ERSA"). Funds were drawn down for operating cash needs on February 1, 1979. The certificate is guaranteed as to principal and interest by the Secretary of the United States Department of Transportation, and is to be treated as a cost of administration and receive the highest lien on Railroad's property and priority in payment under the Federal Bankruptcy Act. Interest at 9.115% is payable each March 31 and September 30, and the principal maturity date is April 20, 1988. This Trustee's Certificate was prepaid in full on March 30, 1981 (note 7).
- (e) Funds were drawn down under this ERSA loan for operating cash needs in \$5 million increments on July 18, August 2, September 20, and October 4, 1979. The certificate is guaranteed as to principal and interest by the Secretary of the United States Department of Transportation, and is to be treated as an expense of administration and receive the highest lien on Railroad's property and priority in payment under the Federal Bankruptcy Act. Interest at 9.358% is payable each June 30 and December 31, and the principal maturity date is July 12, 1994. This Trustee's Certificate was prepaid in full on March 30, 1981 (note 7).
- (f) Pursuant to Reorganization Court Order No. 220-D dated October 29, 1979, Railroad on October 31, 1979 received advances totaling \$6.3 million from the real estate and property sale accounts held by Continental Bank.

Court Order No. 220-D also authorized the Trustee to borrow up to \$8.7 million from Milwaukee Land Company; this borrowing authority was not used by the Trustee.

On February 25, 1980, in Court Order No. 290-B, Railroad was authorized to retain the aforesaid \$6.3 million advance, to borrow an additional \$5.0 million from the real estate and property sale accounts, and to borrow \$8.7 million from Milwaukee Land Company. Order No. 290-B, however, required repayment of the funds borrowed thereunder upon receipt of funds from a \$50 million ERSA loan authorized in the same order to enable the Trustee to continue operations. Such ERSA borrowing was to have priority and liens subordinated to the existing pre-reorganization secured creditors and similar as to priority and liens and interest payment provisions to the Trustee's prior loans under Sections 505 and 511 of the 4-R Act.

Order No. 290-B included authority of an unspecified amount for borrowings subordinated to all creditors of Railroad to fund the operation during the month of March 1980 of certain

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates (Continued)

lines which were the subject of serious purchase offers. Funds in the amount of \$2,783,000 were borrowed under ERSA pursuant to this authority on May 20, 1980 (certificate 1980-E). This certificate has the same interest, priority and maturity provisions as described in note (g) for certificates 1980-A and 1980-B. The interest rate for certificate 1980-E is 9.412%.

On March 24, 1980 the United States Department of Transportation took the position before the Reorganization Court that ERSA borrowings previously authorized by Court Order No. 290-B on a basis subordinated to secured creditors must instead be on a priority basis. On March 28, 1980 the Reorganization Court amended Court Order No. 290-B and authorized ERSA borrowings of up to \$30 million on a priority basis to finance continued operation of Milwaukee II (certificate 1980-F). As amended, Court Order No. 290-B also authorized retention by the Trustee of the \$6.3 million previously drawn down from the real estate and property sale escrow accounts and reaffirmed the authorization to borrow an additional \$5.0 million from that source (certificates 19 and 20), and to borrow \$8.7 million from Milwaukee Land Company under terms similar to those for previous borrowings from that source (certificate 21). The borrowings authorized by Order No. 290-B as amended are subject to an overall limit of \$50 million, which limit does not include the \$6.3 million previously advanced from the property sale escrow accounts under Order No. 220-D. The amended court order permits the Trustee to draw funds which are reasonable and prudent to the continued operation of Milwaukee II.

Advances of \$10 million, \$7 million and \$8 million on certificate 1980-F were received by Railroad on July 24, August 22, and November 20, 1980, respectively. This certificate is guaranteed as to principal and interest by the Secretary of the United States Department of Transportation, and is to be treated as a cost of administration and receive the highest lien on Railroad's property and priority in payment under the Federal Bankruptcy Act. The advances bear interest on an interim basis at one-eighth of 1% above the Treasury New Issue rate from the time of advance, and such interim rates are to be converted by the certificate holder to a single equivalent rate after all advances have been made. Interim rates on the three advances received are 10.455%, 11.445% and 12.535%. Interest on certificate 1980-F is payable on June 30 and December 31 of each year, and the principal maturity date is April 1, 1995. This certificate was prepaid in full on March 30, 1981 (note 7).

- (g) On November 23, 1979 the Reorganization Court authorized the Trustee to borrow up to \$30 million under ERSA, as amended by

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates (Continued)

MRRA (certificate 1980-A), and upheld Sections 6, 7 and 22 of MRRA as constitutionally valid. On February 25, 1980 the Reorganization Court approved the Trustee's request for authority to borrow up to an additional \$30 million (certificate 1980-B, issued for \$20 million) under the same legislation. Under Section 7 of MRRA funds were provided to permit continued operation of Railroad's entire system for a period of approximately four months from November 1, 1979.

Advances totaling \$50.0 million have been made as follows: \$5.0 million on January 7, 1980, \$16.0 million on January 16, 1980, \$8.6 million on February 25, 1980, \$10.0 million on March 7, 1980 and \$10.4 million on March 24, 1980. The certificates bear interest at 14.687%. The certificates bear a maturity date of July 3, 1980; however, pursuant to provisions of the related Financing Agreement, upon the Trustee's default in payment on that date, the Secretary of the United States Department of Transportation paid the principal and accrued interest to the Federal Financing Bank and became the holder of the certificates, which are due and payable as to principal and interest upon the earliest of Railroad's liquidation, confirmed reorganization or January 2, 1995. Under MRRA these borrowings are subordinated to the claims of any creditors of Railroad as of the date of enactment (November 4, 1979) of that Act.

The amount permitted to be borrowed under Section 7 of MRRA is equal in general to the excess of Railroad's expenses over revenues during the specified period of approximately four months. There is a disagreement as to the aggregate amount of such excess. The Trustee's determination, made according to the applicable Financing Agreement and order of the Reorganization Court, shows Railroad to be entitled to borrow an additional amount of approximately \$6.8 million. The Trustee requested advancement of the additional \$6.8 million. The Administrator of the Federal Railroad Administration of the United States Department of Transportation denied the Trustee's request and demanded repayment by the Trustee of \$476,000 of the existing advances totaling \$50 million. The Trustee thereupon filed with the Reorganization Court a motion for a finding and order compelling such advancement and requiring guarantee of a covering Trustee's Certificate. By orders entered on February 18, 1981 and March 16, 1981, the Reorganization Court granted the Trustee's motion, and ordered the Secretary of Transportation to guarantee the necessary Trustee's Certificate and to order the Federal Railroad Administration to enter into a financing agreement in the amount of \$6.8 million.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)11. Trustee's Certificates (Continued)

Section 701(c)(1) of the Staggers Rail Act of 1980 (P.L. 96-448) amended Section 7 of MRRA to provide that Railroad's obligations for the subordinated borrowings described in this note (g) shall be waived and canceled when Railroad is reorganized as an operating rail carrier or when substantially all of Railroad is purchased.

There is pending before the United States Court of Appeals for the Seventh Circuit an appeal, by Chicago Milwaukee Corporation and the debtor corporation, of the November 23, 1979 and February 25, 1980 orders of the Reorganization Court.

- (h) The Trustee was authorized by orders of the Reorganization Court entered on February 7 and February 28, 1980, to borrow and issue a Trustee's Certificate in an amount not to exceed \$75 million to finance the employee protection agreement mandated by MRRA. Such an agreement, between the Trustee and various labor organizations, was entered into on December 14, 1979. Funds have been drawn down in the amounts of \$6.6 million on April 21, 1980, \$9.1 million on May 14, 1980, \$2.8 million on June 19, 1980, \$3.7 million on July 22, 1980, \$0.83 million on September 17, 1980, \$0.98 million on October 20, 1980 and \$0.38 million on December 12, 1980. This borrowing is under Section 511 of the 4-R Act. Under the Reorganization Court's order the certificate is to be treated as an expense of administration and it is guaranteed as to principal and interest by the Secretary of the United States Department of Transportation. Loan proceeds bear interest at one-eighth of 1% above the Treasury New Issue Rate at the time of draw-down, with interest payable on June 30 and December 31 of each year through June 30, 1986. Such interim rates on the advances identified above are 11.176%, 10.554%, 9.736%, 10.375%, 11.329%, 11.603%, 11.528% and 13.407%, respectively. The certificate is to be repaid in 40 equal semi-annual installments of principal and interest commencing December 31, 1986.
- (i) The obligation evidenced by certificate 5 issued to Milwaukee Land Company is subordinated in priority to Railroad's General Mortgage and all obligations senior thereto, but has priority over other obligations of Railroad and its Trustee including the 4-R Act certificates referred to in notes (b) and (c). The obligations evidenced by certificates 6, 21 and 26 issued to Milwaukee Land Company are subordinated in priority to Railroad's existing debt. All of these loans bear interest at the bank prime rate adjusted quarterly, and mature upon termination of the reorganization proceedings or earlier if directed by the Reorganization Court. Advances, all for cash operating needs, were made as follows: certificate 5, March,

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)8. Trustee's Certificates (Continued)

1979; certificate 6, April and May, 1979; certificate 21, April and June, 1980; and certificate 26, commencing January, 1981.

- (j) Obligations evidenced by the certificates issued to Continental Bank constitute a cost of administration with highest priority over all costs of administration incurred or to be incurred in the reorganization proceedings except that the priority ERSA certificates (1, 1979-A and 1980-F) have priority over these obligations, and any similar certificates that may subsequently be issued by the Trustee under ERSA may likewise have priority over these obligations. The obligations bear interest at the bank rate for 90-day certificates of deposit adjusted quarterly. Principal and interest are payable upon termination of the reorganization proceedings or earlier if directed by the Reorganization Court. The advances, all for cash operating needs, were made as follows: certificate 7, April 5, 1978, certificates 8 and 9, May 7, 1979 (\$10.7 million) and June 7, 1979 (\$4.3 million); certificates 12 and 13, October 31, 1979; certificates 19 and 20, April 30, 1980 (\$4.5 million) and May 5, 1980 (\$0.5 million); and certificate 27, commencing March, 1981.
- (k) By a Motion and Application filed with the Reorganization Court on November 14, 1980, the Trustee requested authority to borrow up to \$60 million from Milwaukee Land Company and from property sale escrow accounts at Continental Bank. The amount requested represented the estimated requirement for funds to operate and maintain Milwaukee II and preserve the estate during 1981. On the basis of updated 1981 operating and cash projections included in testimony submitted at hearings held before the Reorganization Court on December 12, 1980, the Trustee reduced the estimated requirement to \$54 million. By written orders entered on December 22, 1980, the Court authorized total borrowings from the two sources of \$32.8 million, which was the amount of drawdown projected by the Trustee to be needed through April 1981. Drawdowns from Milwaukee Land Company on certificate 26 were made on January 21, 1981 (\$3.9 million), January 30, 1981 (\$2.2 million) and February 25, 1981 (\$5.0 million). The initial drawdown of \$6.0 million on certificate 27 was made on March 19, 1981.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)9. Special Funds

Special funds amounted to \$69,700,611 and \$4,961,877 at December 31, 1980 and 1979, respectively. Special funds consist of cash in banks and United States Treasury Bills, and represent principally (a) deposits of post-petition property sale proceeds deposited or to be deposited in trust pursuant to orders of the Reorganization Court and (b) property sale proceeds and other funds deposited with mortgage trustees pursuant to indenture requirements prior to the filing by Railroad of its petition for reorganization, and held in escrow by the trustees subject to orders of the Reorganization Court.

10. Federal Income Taxes

Railroad and its subsidiaries are included in the consolidated Federal income tax returns of Chicago Milwaukee Corporation. Based in part upon unaudited returns and estimated 1980 tax data, Railroad has available as of December 31, 1980, consolidated tax loss carryforwards of approximately \$415,761,000 after deducting tax losses of approximately \$23,159,000 utilized by Chicago Milwaukee Corporation. Of the total loss carryforwards \$27,798,000 will expire in 1982, \$4,689,000 in 1985, \$32,025,000 in 1986, \$11,873,000 in 1987, \$75,952,000 in 1988 and \$263,424,000 in 1989. The available investment tax credit carryforward for tax purposes as of December 31, 1980 amounts to approximately \$22,526,000, which will expire as follows: 1981 - \$1,815,000, 1982 - \$1,679,000, 1983 - \$1,680,000, 1984 - \$2,815,000, 1985 - \$5,951,000, 1986 - \$4,797,000 and 1987 - \$3,789,000.

NOTES AND REMARKS

200. Comparative Statement of Financial Position -
Explanatory Notes (Continued)11. Litigation and Contingencies

After the filing by Railroad on December 19, 1977 of its petition for reorganization under Section 77 of the Federal Bankruptcy Act in the Reorganization Court, the Court entered orders which generally stay prosecution of most proceedings against Railroad or the enforcement of any judgment against it, or the enforcement of any lien arising therefrom against Railroad or its property. With certain limited exceptions, such stay is automatic under Bankruptcy Rule 8-501(a) and this stay remains in effect during the reorganization proceedings unless relief therefrom is granted by the Reorganization Court upon complaint of another party.

In 1980, applications were filed with the Interstate Commerce Commission by Union Pacific Corporation, Union Pacific Railroad Company and Pacific Rail System, Inc. (collectively UP), and by Missouri Pacific Railroad Company (MP) and The Western Pacific Railroad Company (WP) seeking authority for UP to control MP and WP. If such control is authorized, Railroad estimates an annual loss of freight revenues from traffic diverted to UP-MP of \$1.5 million. Railroad has requested the Commission to impose protective conditions that will offset or reduce the anticipated traffic diversion. Hearings before the Commission commenced in March 1981, and are required by statute to be completed by October 15, 1982.

Also in 1980, applications were filed with the Interstate Commerce Commission by NWS Enterprises, Inc. (NWS), Norfolk and Western Railway Company (NW) and Southern Railway Company (SR) seeking authority for NWS to control NW and SR. If such control is authorized, Railroad estimates an annual loss of freight revenues from traffic diverted to NW-SR of \$5 million. Railroad has requested the Commission to impose protective conditions that will offset or reduce the anticipated traffic diversion. Hearings are expected to commence before the Commission in the first half of 1981 and are required by statute to be completed by January 2, 1983.

Railroad has benefited significantly in its effort to reorganize from government financial assistance and has assumed continuation of such assistance, in somewhat lesser amounts, in its planning for future regeneration of the Milwaukee II core railroad. Such planned assistance encompasses programs expected to channel funds to states for rehabilitation of Milwaukee II trackage or for purchase of lines. Federal budget-cutting may substantially reduce or eliminate such assistance commencing in 1981.

Railroad is under contract to participate in various jointly-owned or jointly-used rail facilities. The legal status and extent of its obligation, if any, to continue support of such facilities which are located in embargoed non-core territory and which Railroad no longer uses has not been established.

210. RESULTS OF OPERATIONS

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

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

3. List dividends from investments accounted for under the

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

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

5. Report dollars in thousands.

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)	Freight-Related Revenues & Expenses (d)	Passenger-Related Revenues & Expenses (e)
	ORDINARY ITEMS				
	OPERATING INCOME				
	Railway Operating Income	\$ 336,553	\$ 392,269	\$ 336,553	\$ 13,763
1	(101) Freight **	13,763	11,909		
2	(102) Passenger **				
3	(103) Passenger-Related	9,672	11,554	9,672	
4	(104) Switching				
5	(105) Water Transfers	7,902	9,203	7,902	
6	(106) Demurrage	1,184	981	925	259
7	(110) Incidental	2,360	4,447	1,040	1,320
8	(121) Joint Facility-Credit				
9	(122) Joint Facility-Debit				
10	(501) Railway operating revenues (Exclusive of transfers from Government Authorities)	371,434	430,363	356,092	15,342
11	(502) Railway operating revenues-Transfers from Government Authorities for current operations	18,523	25,083	5,687	12,836
12	(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities				
13	Total railway operating revenues (lines 10-12)	389,957	455,446	361,779	28,178
14	(531) Railway operating expenses	488,994	574,361	460,509	28,485
15	*Net revenue from railway operations	(99,037)	(118,915)	(98,730)	(307)
	OTHER INCOME				
16	(506) Revenue from property used in other than carrier operations	79	145		
17	(510) Miscellaneous rent income	3,700	2,853		
18	(512) Separately operated properties-Profit	588			
19	(513) Dividend Income	1,425	1,087		
20	(514) Interest income	1,998	807		
21	(516) Income from sinking and other funds				
22	(517) Release of premiums of funded debt				
23	(518) Contributions from other companies	40,137	19,716		
24	(519) Miscellaneous income				
	Income from affiliated companies:				
25	Dividends	15,567	12,579		
26	Equity in undistributed earnings (losses)	63,494	37,187		
27	Total other income (lines 16-26)	(35,543)	(81,728)		
28	Total income (lines 15, 27)				
	MISCELLANEOUS DEDUCTIONS FROM INCOME				
29	(534) Expenses of property used in other than carrier operations	161	344		
30	(535) Taxes on property used in other than carrier operations	(65)	103		
31	(543) Miscellaneous rent expense	16	35		
32	(544) Miscellaneous taxes				
33	(545) Separately operated properties-Loss				
34	(549) Maintenance of investment organization				
35	(550) Income transferred to other companies	7,769	789		
36	(551) Miscellaneous income charges	(338)	457		
37	(553) Uncollectible accounts	7,543	1,728		
38	Total miscellaneous deductions (lines 29-37)				
39	Income available for fixed charges (lines 28, 38)	(43,086)	(83,456)		

210. RESULTS OF OPERATIONS - Continued

Line No.	Item (a)	Amount for Current Year (b)	Amount for Preceding Year (c)
	FIXED CHARGES		
	(546) Interest on funded debt:	\$	\$
40	(a) Fixed interest not in default	31,425	17,843
41	(b) Interest in default	2,421	2,421
42	(547) Interest on unfunded debt	1,457	1,444
43	(548) Amortization of discount on funded debt	16	14
44	Total fixed charges (lines 40-43)	35,319	21,722
45	Income after fixed charges (lines 39, 44)	(78,405)	(105,178)
	OTHER DEDUCTIONS		
	(546) Interest on funded debt:		
46	(c) Contingent interest		
	UNUSUAL OR INFREQUENT ITEMS		
47	(555) Unusual or infrequent items (debit) credit	(127,175)	
48	Income (loss) for continuing operations (before income taxes)	(205,580)	(105,178)
	PROVISIONS FOR INCOME TAXES		
	(556) Income taxes on ordinary income:		
49	Federal income taxes		
50	State income taxes		
51	Other income taxes		
52	(557) Provision for deferred income taxes		
53	Income from continuing operations	(205,580)	(105,178)
	DISCONTINUED OPERATIONS		
54	(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)		
55	(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)		
55A	Income before extraordinary items	(205,580)	(105,178)
	EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES		
56	(570) Extraordinary items (Net)		
57	(590) Income taxes on extraordinary items		
58	(591) Provision for deferred taxes - Extraordinary items		
59	Total extraordinary items (lines 56-58)		
60	(592) Cumulative effect of changes in accounting principles (less applicable income taxes of \$)		
61	Net income	(205,580)	(105,178)
	*Reconciliation of net railway operating income (NROI)		
62	Net revenues from railway operations	(99,037)	
63	(556) Income taxes on ordinary income		
64	(557) Provision for deferred income taxes		
65	Income from lease of road and equipment	(1,947)	
66	Rent for leased roads and equipment	99	
67	Net railway operating income	(100,885)	
	**Report hereunder the charges to the revenue accounts representing payments made to others for:		
68	Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates \$ -		
	(a) Of the amount reported for "Net revenue from railway operations", % (to nearest whole number) represents payments for collection and delivery of LCL freight either in TOFC trailers or otherwise. The percentage reported is (Check one): Actual () Estimated ()		
69	Switching services when performed in connection with line-haul transportation of freight on the basis of switching tariffs and allowances out of freight rates, including the switching of empty cars in connection with a revenue movement \$ 2,809		
	Substitute highway motor service in lieu of line-haul rail service performed under tariffs published by rail carriers (does not include traffic moved on joint rail-motor rates):		
70	(a) Payments for transportation of persons \$ -		
71	(b) Payments for transportation of freight shipments \$ -		
	NOTE: Gross charges for protective services to perishable freight, without deduction for any proportion thereof credited to Account No. 101, "Freight" (not required from switching and terminal companies):		
72	Charges for service for the protection against heat \$ 632		
73	Charges for service for the protection against cold \$ 65		

220. RETAINED EARNINGS—UNAPPROPRIATED

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

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

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

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

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

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

Line No.	Item	Retained earnings—Unappropriated	Equity in undistributed earnings (losses) of affiliated companies
	(a)	(b)	(c)
1	Balances at beginning of year _____	\$ (251,131)	\$ 73,495
2 (601.5)	Prior period adjustments to beginning retained earnings _____		
	CREDITS		
3 (602)	Credit balance transferred from earnings _____		15,567
4 (603)	Appropriations released _____		
5 (606)	Other credits to retained earnings _____		
6	Total _____		15,567 ✓
	DEBITS		
7 (612)	Debit balance transferred from income _____	221,147	
8 (616)	Other debits to retained income _____		
9 (620)	Appropriations for sinking and other reserve funds _____		
10 (621)	Appropriations for other purposes _____		
11 (623)	Dividends: Common stock _____		
12	Preferred stock ¹ _____		
13	Total _____	221,147	
14	Net increase (decrease) during year (Line 6 minus line 13) _____	(221,147)	15,567
15	Balances at close of year (Lines 1, 2 and 14) _____	(472,278) ✓	89,062 ✓
16	Balance from line 15(c) _____	89,062	XXXXX
17	Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year _____	(383,216) ✓	XXXXX
	REMARKS		
	Amount of assigned Federal income tax consequences:		
18	Account 606 _____		XXXXX
19	Account 616 _____		XXXXX

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

221. RETAINED EARNINGS—APPROPRIATED

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

Line No.	Class of appropriation (a)	Credits during year (b)	Debits during year (c)	Balance at close of year (d)
		\$	\$	\$
1	Additions to property through retained income			
2	Funded debt retired through retained income			
3	Sinking fund reserves			
4	Incentive per diem funds			
5	Miscellaneous fund reserves			
6	Other appropriations (specify):			
7				
8				
9				
10	None			
11				
12				
13				
14				
15				
16	TOTAL			

225. TRANSFERS FROM GOVERNMENT AUTHORITIES

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

Line No.	Description (a)	Amount (b)	Applied to current operations (c)	Deferred to future periods (d)	Applied to contributed capital (e)
	Source and description of transfers				
1	Regional Transportation Authority	\$	\$	\$	\$
2	contract compensation	12,836	12,836		
3	Federal Railroad Administration				
4	intermodal freight subsidy	935	935		
5	State grants—roadway rehabilitation	4,752	4,752		
6					
7	Total received during year	18,523	18,523		
8	Cumulative total of Government transfers—beginning of year	54,333	XXXXX	XXXXX	XXXXX
9	Cumulative total of Government transfers—end of year	72,856	XXXXX	XXXXX	XXXXX

230. CAPITAL STOCK									
PART I. CAPITAL STOCK									
1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.				2. Present in column (b) the par or stated value of each issue. If none, so state.					
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.				4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from control by the respondent. All securities actually issued and not reacquired by or for the respondent are considered to be actually outstanding. If reacquired by or for the respondent under such circumstances as required them to be considered as held alive, and not canceled or retired, they are considered to be nominally outstanding.					
				5. Report dollars in thousands.					
Line No.	Class of Stock (a)	Par Value (b)	Authorized (c)	Number of Shares		In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)
1	Common	Non-Par	2,637,451	Issued (d)	2,179,907		2,179,892	217,999	
2									
3									
4	Preferred Series A	\$ 100	1,150,000				518,652	51,865	
5	Redeemable Preference Shares	10,000	20,000	913			913	9,130	
6									
7									
8									
9									
10	TOTAL	XXXXX	3,807,451	3,330,820			2,699,457	278,984	

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR

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

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

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital (h)
		Number of Shares (b)	Amount (c)	Number of Shares (d)	Amount (e)	Number of Shares (f)	Amount (g)	
11	Balance at beginning of year		\$		\$		\$	\$
12	Capital Stock Sold ¹							
13	Capital Stock reacquired							
14	Capital Stock Canceled							
15	Stock Dividends							
16	Balance at Close of Year							

¹ By footnote state the purpose of the issue and authority.

240. STATEMENT OF CHANGES IN FINANCIAL POSITION

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

Report dollars in thousands.

Line No.	Description (a)	Current year (b)	Prior year (c)
SOURCES OF WORKING CAPITAL			
1	Working capital provided by operations:		
2	Net income (loss) before extraordinary items	\$ (205,580)	\$ (105,178)
3	Add expenses not requiring outlay of working capital: (subtract) credits not generating working capital:		
4	Retirement of nondepreciable property	(35,922)	4,509
5	Loss (gain) on sale or disposal of tangible property	22,422	(14,597)
6	Depreciation and amortization expenses	640	23,321
7	Net increase (decrease) in deferred income taxes	(15,567)	(12,579)
8	Net decrease (increase) in parent's share of subsidiary's undistributed income for the year		
9	Net increase (decrease) in noncurrent portion of estimated liabilities		
10	Other (specify):		
11	Amortization of other elements of investment	(69,392)	(2,830)
12	Increase in post-petition claim reserves	9,396	9,691
13	Accrual for expenses not currently payable	19,687	12,465
14	Deferral of salaries and wages under deferral program	7,280	
15	Other non-fund items	(281)	843
16	Total working capital from operations before extraordinary items	(267,317)	(84,355)

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Continued

Line No.	Description (a)	Current year (b)	Prior year (c)
	SOURCES OF WORKING CAPITAL - Continued		
	unusual or infrequent items,		
14	Add funds generated by reason of discontinued operations - extraordinary items, prior period adjustments, and changes in accounting principle: <u>provision for loss from abnormal roadway retirements</u>	\$ 159,528	\$
15	Total working capital from operations	(107,789)	(84,355)
	Working capital from sources other than operating:		
16	Proceeds from issuance of long-term liabilities	145,896	88,593
17	Proceeds from sale/disposition of carrier operating property	33,600	5,139
18	Proceeds from sale/disposition of other tangible property	39,372	16,728
19	Proceeds from sale/repayment of investments advances		
20	Net decrease in sinking and other special funds		
21	Proceeds from issue of capital stock		
	Other (specify):		
22	Pre-petition liabilities deferred	1,519	432
23	Miscellaneous additions, net	3,384	
24	Drawdowns evidenced by Trustee's Certificates from		
25	property sale funds held in escrow	5,000	25,300
26	Deposits received on sale contracts	7,300	
27	Total working capital from sources other than operating	236,073	136,192
28	Total sources of working capital	128,284	51,837

240. STATEMENT OF CHANGES IN FINANCIAL POSITION - Concluded

Line No.	Description (a)	Current year (b)	Prior year (c)
	APPLICATION OF WORKING CAPITAL		
29	Amount paid to redeem /retire long-term liabilities	\$ 11,231	\$ 11,485
30	Cash dividends declared		
31	Purchase price of carrier operating property	16,967	21,283
32	Purchase price of other tangible property	1,910	22
33	Purchase price of long-term investments and advances		
34	Net increase in sinking or other special funds		
35	Purchase price of acquiring treasury stock		
	Other (specify):		
36	Deposit of property sale proceeds	68,071	18,574
37	Liabilities reclassified from noncurrent to current		3,323
38	Miscellaneous deductions	3,831	2,245
39	Payment of pre-petition damage, overcharges and injury claims	11,435	5,229
40			
41			
42			
43			
44			
45	Total application of working capital	113,445	62,161
46	Net increase (decrease) in working capital	14,839	(10,324)

241. CHANGES IN WORKING CAPITAL

Compute the net changes in each element of working capital.
(Thousand dollar Reporting Rule)

Line No.	Item (a)	Current year (b)	Prior year (c)	Increase (Decrease) (d)
1	Cash and temporary investments	\$ 2,887	\$ 2,945	\$ (58)
2	Net receivables	99,915	89,341	10,574
3	Prepayments	1,174	1,261	(87)
4	Materials and supplies	49,695	37,655	12,040
5	Other current assets not included above	11,081	11,409	(328)
6	Notes payable and matured obligations	(161)	(206)	45
7	Accounts payable	(113,432)	(123,672)	10,240
8	Current equipment obligations and other debt	(9,872)	(10,497)	625
9	Other current liabilities not included above	(48,926)	(30,714)	(18,212)
10	Net increase (decrease) in working capital			14,839
TOTAL		(7,639)	(22,478)	

245. WORKING CAPITAL INFORMATION

1. Report below the information requested with respect to the referenced accounts.
2. Give the amount of issues from stock during the year for lines 1 thru 5 as it pertains to account 712, "Material and supplies".
3. Report on lines 6 and 7 only the amount applicable to common-carrier transportation service included in accounts 707 and 754.
4. Report on lines 8 and 9 the amount included in account balances for 760, 761, 761.5, 556, 762. (Do not include taxes levied in lieu of property taxes).
5. Report dollars in thousands.

Line No.	Item (a)	Amount (b)
1	Construction and additions and betterments _____	\$ 6,291
2	Common-carrier operating purposes _____	129,857
3	Used by other than respondent's lessor companies _____	# 6,824
4	Total _____	142,972
5	Portion of balance in the material and supplies account at end of year that represents scrap and obsolete material _____	* 895
6	Account 707. Accounts receivable; other _____	9,251
7	Account 754. Accounts payable; other _____	70
8	Account 760. Federal income taxes accrued _____	-
9	Account 761. State and other income taxes accrued _____	-
10	Account 761.5 Other taxes accrued _____	-
11	Account 556. Income taxes on ordinary income _____	-
12	Account 762. Deferred income tax credits _____	-

NOTES AND REMARKS

- # Exclusive of \$3,620 scrap material recovered and sold to others.
 * There is no obsolete material in this amount.

300. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	709	Accrued Accounts Receivable:	\$
2		Traffic and car-service accruals	51,678
3		Miscellaneous accruals for items receivable	
4		and other unadjusted items collectible	4,023
5		Estimated car repair bills collectible	1,035
6		All other items	1,582
7		Total Account 709	58,318
8			
9	712	Material and Supplies:	
10		Crossties and switchties	13,719
11		Track bolts, spikes, switches, etc.	5,558
12		Car forgings, castings and trucks	4,805
13		All other material	25,613
14		Total Account 712	49,695
15			
16	713	Other Current Assets:	
17		Sale of line - Port Townsend to Port Angeles	3,543
18		Petroleum products clearing account	2,671
19		Miscellaneous material clearing account	1,289
20		All other items	3,454
21		Total Account 713	10,957
22			
23			
24			
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301. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

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

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.
2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.
3. Compensating balance arrangements need only be disclosed for the latest fiscal year.
4. Compensating balances included in account 703, Special deposits, and in account 717, Other funds, should also be separately disclosed below.
5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15 percent or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).
6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed along with stated and possible sanctions whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

NONE

NOTE REFERRING TO PAGES 22 AND 23

<u>Name of Controlled Company</u>	<u>Controlling Companies and Extent of Joint Control</u>
C.T.H. & S.E. Ry. Co.	Respondent owns 97.74% of outstanding stock of C.T.H. & S.E. Ry. Co. considering voting rights of C.T.H. & S.E. Ry. Co. income bonds - extent of control is 54.02%
Chicago Union Station Co.	C.M.St.P. & P., B.N. - 25% each, Amtrak - 50%
D.R.I. & N.W. Ry. Co.	C.M.St.P. & P., B.N. - 50% each
Des Moines Union Ry. Co.	C.M.St.P. & P., N. & W. - 50% each
Indiana Harbor Belt RR Co.	C.M.St.P. & P. - 49%, Conrail - 51%
Kansas City Terminal Ry. Co.	C.M.St.P. & P., A.T. & S.F., I.C.G., B.N., C. & N.W., C.R.I. & P., M.P., K.C.S., M.K.T., St.L.-S.F., U.P., N. & W. - 8-1/3% each
Minneapolis Eastern Ry. Co.	C.M.St.P. & P., C. & N.W. - 50% each
The Minnesota Transfer Ry. Co.	C.M.St.P. & P., C.R.I. & P., Soo Line - 11-1/9% each C. & N.W. - 33-1/3 and B.N. - 33-1/3%
The Pullman Company	C.M.St.P. & P. - 1.28+, Various Railroad Companies - 98.72%
Trailer Train Co.	C.M.St.P. & P. - 2.44%, Various Railroad Companies - 97.56%
Longview Switching Co.	C.M.St.P. & P., B.N., U.P. - 33-1/3% each

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A and 315

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

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

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

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

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

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

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

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

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

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

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

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

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

12. Report dollars in thousands.

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

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

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

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

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

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

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

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

Line No.	Account No.	Class No.	Kind of Industry	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds)	Extent of control ## (e)
	(a)	(b)	(c)	(d)	
1	721	A-1	VII	Chicago Union Station Company	(a) 25
2			VII	D.R.I. & N.W. Railway Company	(a) 50
3			VII	Des Moines Union Railway Company	(a) 50
4			VII	Des Moines Union Railway Company	(b) 50
5			VII	Indiana Harbor Belt Railway Company	(a) 49
6			VII	Kansas City Terminal Railway Company	(c) 8-1/3
7			VII	Minneapolis Eastern Railway Company	(a) 50
8			VII	The Minnesota Transfer Railway Company	(a) 11-1/9
9			VII	The Milwaukee Motor Transportation Company	(a) 100
10			VII	The Pullman Company	(a) 1.23+
11			VII	Trailer Train Company	(a) 2.44
12			VII	Longview Switching Company	33-1/3
13			VII	Delta Alaska Terminal Ltd.	6-2/3
14				Total Class A-1	
15					54.02
16		A-2	VII	C.T.H. & S.E. Railway Company	
17				Total Class A-2	
18					
19		A-3	I	Milwaukee Land Company	(a) 100
20				Total Class A-3	
21				Total Class A	
22					
23		D-1	VII	Trailer Train Company	(a) 2.44
24			VII	Trailer Train Company	(a) 2.44
25				Total Class D-1	
26					
27		D-3	I	Milwaukee Land Company - on demand	(a) 100
28				Total Class D-3	
29				Total Class D	
30					
31		(a)		Pledged under C.M.St.P. & P. RR Co. First Mortgage	
32		(b)		Deposited with Iowa-Des Moines National Bank, Des Moines, Iowa	
33				in accordance with stock trust agreement dated June 14, 1948	
34				and pledged under C.M.St.P. & P. RR Co. First Mortgage	
35		(c)		Deposited with the First National Bank of Kansas City, Missouri	
36				under stock trust agreement dated June 12, 1909 and pledged	
37				under C.M.St.P. & P. RR Co. First Mortgage	
38		*		Indicates an amount of \$1,000 unpledged	
39		##		For particulars of joint control see page 20.	
40					

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Continued

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

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

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

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

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

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

12. Report dollars in thousands.

Investments and advances				Disposed of, Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$ 7	\$	\$	\$ 7	\$	\$	\$	1
1,750			1,750				2
100			100				3
26			26				4
3,985			3,985				5
183			183				6
15			15				7
91			91				8
* 50			* 50				9
40		15	25				10
99			99				11
* 1			* 1				12
* 1		1					13
6,348		16	6,332				14
							15
							16
							17
							18
* 500			* 500				19
500			500				20
6,848		16	6,832				21
							22
231			231			15	23
231			231			17	24
462			462			32	25
							26
1,700			1,700			102	27
1,700			1,700			102	28
2,162			2,162			134	29
							30
							31
							32
							33
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES--Continued

Line No.	Account No. (a)	Class No. (b)	Kind of Industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)
1	721	E-1	VII	Chicago Union Station Company	25
2			VII	DRI&NW Railway Company	50
3			VII	Des Moines Union Railway Company	50
4			VII	Kansas City Terminal Railway Company	8-1/3
5			VII	The Minnesota Transfer Railway Company	11-1/9
6			VII	Minneapolis Eastern Railway Company	50
7			VII	Milwaukee-Kansas City Southern Joint Agency	
8			VII	Traffic Executive Association-Eastern Railroads	
9			VII	Western Railroad Association	
10			VII	Longview Switching Company	33-1/3
11				Total Class E-1	
12				Total Class E	
13				Grand Total 721	
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
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310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES—Concluded

Investments and advances				Disposed of; Profit (loss)	Adjustments Account 721.5	Dividends or interest credited to income	Line No.
Opening balance	Additions	Deductions (if other than sale explain)	Closing balance				
(f)	(g)	(h)	(i)	(j)	(k)	(l)	
\$ 9,423	\$ 521	\$	\$ 9,944	\$	\$	\$	1
1,437	293		1,730				2
1,825	3		1,828				3
2,200			2,200				4
121			121			4	5
9			9				6
350			350				7
1			1				8
97			97				9
10			10				10
15,473	817		16,290			4	11
15,473	817		16,290			4	12
24,483	817	16	25,284			138	13
							14
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							16
							17
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310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES
Undistributed Earnings From Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments in Affiliated Companies.

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

of Accounts.)

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

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

of acquisition.

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

(DOLLARS IN THOUSANDS)

Line No.	Name of issuing company and description of security held.	(a)	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
			(b)	(c)	(d)	(e)	(f)	(g)
			\$	\$	\$	\$	\$	\$
1	Carriers: (List specifics for each company)							
2	The Milwaukee Motor Transportation Company							
3	(500 shares of \$100 par value common capital stock)		16,186		509			16,695
4	Indiana Harbor Belt Railroad Company							
5	(37,240 shares of \$100 par value common capital stock)		334		863			1,197
6	Milwaukee Land Company							
7	(5,000 shares of \$100 par value common capital stock)		74,909		14,195			89,104
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24								
25								
26								
27	Total		91,429		15,567			106,996

NOTES AND REMARKS

315. SPECIAL FUNDS AND OTHER INVESTMENTS

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

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

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

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

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company or government and description of security held; also lien reference, if any	Balance at close of year	Book value of investment made during the year
	(a)	(b)	(c)	(d)	(e)	(f)
1					\$	\$
2				NOT APPLICABLE		
3						
4						
5						
6						
7						
8						
9						
10						
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315. SPECIAL FUNDS AND OTHER INVESTMENTS--Continued

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

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

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

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

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

8. Report dollars in thousands.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Adjustment at end of year (Account 723) (i)	Allowance for unrealized loss on noncurrent marketable equity securities (Account 724)		Dividends or interest during year credited to income (l)	Line No.
Book value (e) \$	Profit or (Loss) (h) \$		Changes during year (j) \$	Balance at close of year (k) \$		
						1
						2
						3
						4
						5
						6
						7
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES

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

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

Line No.	Class No.	Name of issuing company and security or other intangible thing in which investment is made	Total book value of investments at close of year	Book value of investments made during year
	(a)	(b)	(c)	(d)
1	A-1	Washington, Idaho and Montana Ry. Co.	\$	\$
2		Capital Stock	460	
3	A-3	M.L.C. Equipment Company-Capital Stock	1	
4	B-1	CMStP&P RR Co. General Mortgage 4-1/2%		
5		Income Bonds, Series A	422	
6	C-1	CMStP&P RR Co. Trustee's Certificates	24,700	8,700
7	C-1	CMStP&P RR Co. Note	8,000	
8	C-1	CMStP&P RR Co. Advances	15,000	
9	C-3	Chef-Reddy Corp.-Mortgage Note 1	84	
10	C-3	Chef-Reddy Corp.-Mortgage Note 2	64	
11	C-3	Chef-Reddy Corp.-Mortgage Note 3	474	
12	C-3	Chicago Milwaukee Corporation-Notes	1,700	
13	C-3	Certificate of Deposits	8,850	
14	A-3	M.N.T., Inc. - Capital Stock	1	
15	C-3	Milwaukee Land Company	400	
16	A-3	Northern Tier Pipeline Co.-Capital Stock	250	
17	C-3	Commercial Paper - GMAC	16,168	16,168
18				
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20				
21				
22				
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319. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING SUBSIDIARIES—Continued

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

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

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

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR		Extent of control	Names of subsidiaries in connection with things owned or controlled through them	Line No.
Book Value (e)	Selling price (f)			
\$	\$	%	(h)	
		100%	Milwaukee Land Company	1
			" " "	2
			" " "	3
			" " "	4
			" " "	5
			" " "	6
			" " "	7
30	30		" " "	8
16	16		" " "	9
35	35		" " "	10
			" " "	11
8,850	8,850		" " "	12
			" " "	13
		100	Washington, Idaho and Montana Ry. Co.	14
		100	M.N.T., Inc.	15
		100	Milwaukee Land Company	16
				17
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325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS

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

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

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

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

NOT APPLICABLE

Line No.	Item (Kind and location of property, and nature of business, if any) (a)	A. INVESTMENT (ACCOUNT 737)			
		Year of acquisition (b)	Charges during the year (c)	Credits during the year (d)	Balance of close of year (See ins. 3) (e)
1			\$	\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22	Total	X X X X			

NOTES AND REMARKS

325. PROPERTY USED IN OTHER THAN CARRIER OPERATIONS—Continued

506 and 534; in column (h), the amount of taxes charged to accounts 535 and 544 for the year; and in column (i), the net profit or loss of columns (f) minus (g) and (h).

5. Any differences between the total of column (h) and the totals of accounts 535 and 544, and differences between the total of column (i) and the net total of accounts 506, 534, 535, and 544, of such accounts in Schedule 210, "Results of Operations", should be explained in a footnote.

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

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

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

8. Report dollars in thousands.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 50, 534, 535 AND 544 DURING THE YEAR				C. ACCUMULATED DEPRECIATION (ACCOUNT 738)					Line No.
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	
\$	\$	\$	\$	\$	\$	\$	\$	%	
									1
									2
									3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
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									16
									17
									18
									19
									20
									21
								XXXXX	22

NOTES AND REMARKS

329. OTHER ASSETS AND OTHER DEFERRED DEBITS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	741	Other Assets:	\$
2		Estimated Salvage To Be Recovered -	49,105
3		Road Property Retired	2,782
4		Sundry Persons Uncollected	2,043
5		Chicago Union Station Company	(1,600)
6		Allowance For Loss	3,962
7		All Other Accounts	56,292
8		Total Account 741	
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
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22			
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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330 AND 330A

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

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

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

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

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

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

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

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

8. Report on line 34 amounts not includible in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks," below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Commission for exceptions to prescribed accounting. Reference to such authority should be made when explaining the amounts reported. Respondents must not make arbitrary changes to the printed stub or column headings without specific authority from the Commission.

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

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

1. Show dollars in thousands.

NOTES AND REMARKS

RC-131300 RICHARD ³ OGILVIE TRUSTEE OF THE PROPERTY
OF CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC
RAILROAD COMPANY, DEBTOR. 1980 2

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering	\$ 17,781	\$	\$
2	(2) Land for transportation purposes	30,582		
3	(3) Grading	135,160		
4	(4) Other right-of-way expenditures	533		
5	(5) Tunnels and subways	10,085		
6	(6) Bridges, trestles, and culverts	76,935		
7	(7) Elevated structures	-		
8	(8) Ties	31,151		
9	(9) Rails	63,659		
10	(10) Other track material	48,927		
11	(11) Ballast	27,855		
12	(12) Track laying and surfacing	31,371		
13	(13) Fences, snowsheds, and signs	5,053		
14	(16) Station and office buildings	24,543		
15	(17) Roadway buildings	2,022		
16	(18) Water stations	574		
17	(19) Fuel stations	934		
18	(20) Shops and enginehouses	25,805		
19	(22) Storage warehouses	30		
20	(23) Wharves and docks	2,009		
21	(24) Coal and ore wharves	-		
22	(25) TOFC/COFC terminals	1,918		
23	(26) Communication systems	10,935		
24	(27) Signals and interlockers	26,627		
25	(29) Power plants	469		
26	(31) Power-transmission systems	1,997		
27	(35) Miscellaneous structures	489		
28	(37) Roadway machines	15,274		
29	(39) Public improvements—Construction	17,584		
30	(44) Shop machinery	8,919		
31	(45) Power-plant machinery	1,443		
32	Other (specify and explain)	34		
33	Total expenditures for road	620,698		
34	(52) Locomotives	93,722		
35	(53) Freight-train cars	217,616		
36	(54) Passenger-train cars	7,203		
37	(55) Highway revenue equipment	-		
38	(56) Floating equipment	180		
39	(57) Work equipment	7,728		
40	(58) Miscellaneous equipment	5,576		
41	Total expenditures for equipment	332,025		
42	(76) Interest during construction			
43	(77) Other expenditures—General			
44	Total general expenditures			
45	Total	952,723		
46	(80) Other elements of investment	(96,933)		
47	(90) Construction work in progress			
48	Grand Total	855,790		

330. ROAD AND EQUIPMENT PROPERTY (See Instructions)

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$ 76	\$ 10,669	\$ (10,593)	\$ 7,188	1
105	17,344	(17,299)	13,343	2
169	84,089	(83,920)	51,240	3
-	409	(409)	124	4
-	9,723	(9,723)	362	5
1,026	40,852	(39,826)	37,109	6
-	-	-	-	7
54	15,548	(15,494)	15,657	8
111	32,268	(32,157)	31,502	9
684	23,763	(23,079)	25,848	10
1,382	13,314	(11,932)	15,923	11
169	15,147	(14,978)	16,393	12
-	2,992	(2,992)	2,061	13
459	7,061	(6,602)	17,941	14
10	880	(870)	1,152	15
-	287	(287)	287	16
17	310	(293)	641	17
348	4,251	(3,903)	21,902	18
-	18	(18)	12	19
-	625	(625)	1,384	20
-	-	-	-	21
176	561	(385)	1,533	22
145	3,947	(3,802)	7,133	23
475	7,091	(6,616)	20,011	24
-	150	(150)	319	25
45	(183)	228	2,225	26
1	193	(192)	297	27
809	2	807	16,081	28
36	4,787	(4,751)	12,833	29
504	-	504	9,423	30
-	-	-	1,443	31
15	(609)	624	658	32
6,816	295,489	(288,673)	332,025	33
295	4,307	(4,012)	89,710	34
11,002	22,089	(11,087)	206,529	35
-	-	-	7,203	36
-	-	-	-	37
294	930	(636)	180	38
503	701	(198)	7,092	39
12,094	28,027	(15,933)	5,378	40
-	-	-	316,092	41
-	-	-	-	42
-	-	-	-	43
18,910	323,516	(304,606)	648,117	44
-	(68,796)	68,796	(28,137)	45
18,910	254,720	(235,810)	619,980	46
-	-	-	-	47
-	-	-	-	48

330A. IMPROVEMENTS ON LEASED PROPERTY (See Instruction)

Line No.	Account (a)	Balance at beginning of year (b)	Expenditures during the year for original road and equipment, and road extensions (c)	Expenditures during the year for purchase of existing lines, reorganizations, etc. (d)
1	(1) Engineering	\$ 23	\$	\$
2	(2) Land for transportation purposes			
3	(3) Grading	18		
4	(4) Other right-of-way expenditures			
5	(5) Tunnels and subways			
6	(6) Bridges, trestles, and culverts	4		
7	(7) Elevated structures			
8	(8) Ties	4		
9	(9) Rails	3		
10	(10) Other track material	7		
11	(11) Ballast	40		
12	(12) Track laying and surfacing	7		
13	(13) Fences, snowsheds, and signs	1		
14	(16) Station and office buildings	64		
15	(17) Roadway buildings			
16	(18) Water stations	1		
17	(19) Fuel stations			
18	(20) Shops and enginehouses			
19	(22) Storage warehouses			
20	(23) Wharves and docks			
21	(24) Coal and ore wharves			
22	(25) TOFC/COFC terminals			
23	(26) Communication systems	72		
24	(27) Signals and interlockers	200		
25	(29) Power plants			
26	(31) Power-transmission systems	306		
27	(35) Miscellaneous structures			
28	(37) Roadway machines	4		
29	(39) Public improvements—Construction	1		
30	(44) Shop machinery	2		
31	(45) Power-plant machinery			
32	Other (specify and explain)			
33	Total expenditures for road	757		
34	(52) Locomotives	400		
35	(53) Freight-train cars	7,082		
36	(54) Passenger-train cars			
37	(55) Highway revenue equipment			
38	(56) Floating equipment			
39	(57) Work equipment	2		
40	(58) Miscellaneous equipment	12		
41	Total expenditures for equipment	7,496		
42	(76) Interest during construction			
43	(77) Other expenditures—General			
44	Total general expenditures			
45	Total	8,253		
46	(80) Other elements of investment			
47	(90) Construction work in progress			
48	Grand Total	8,253		

330A. IMPROVEMENTS ON LEASED PROPERTY—Continued

Expenditures for additions and betterments during the year	Credits for property retired during the year	Net changes during the year	Balance at close of year	Line No.
(e)	(f)	(g)	(h)	
\$	\$ 22	\$ (22)	\$ 1	1
	18	(18)	-	2
				3
				4
	4	(4)	-	5
				6
			4	7
			3	8
	2	(2)	5	9
	40	(40)	-	10
	1	(1)	6	11
	1	(1)	-	12
			64	13
				14
			1	15
				16
				17
				18
				19
				20
				21
	35	(35)	37	22
	196	(196)	4	23
				24
	306	(306)	-	25
				26
			4	27
	1	(1)	-	28
			2	29
				30
				31
-	626	(626)	131	32
	9	(9)	391	33
(11)	163	(174)	6,908	34
				35
				36
				37
			2	38
			12	39
(11)	172	(183)	7,313	40
				41
				42
				43
(11)	798	(809)	7,444	44
				45
				46
(11)	798	(809)	7,444	47
				48

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

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

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

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

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

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

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

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS		
		Depreciation Base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)	
	ROAD	\$	\$	%	\$	\$	%
1	(1) Engineering	17,750	7,150	0.92			
2	(3) Grading	134,596	50,677	0.10			
3	(4) Other right-of-way expenditures	529	120	1.37			
4	(5) Tunnels and subways	10,085	362	0.45			
5	(6) Bridges, trestles, and culverts	76,867	36,671	1.42			
6	(7) Elevated structures						
7	(13) Fences, snowsheds, and signs	5,051	2,058	2.00			
8	(16) Station and office buildings	24,499	17,874	2.37			
9	(17) Roadway buildings	2,019	1,149	2.02			
10	(18) Water stations	573	286	3.33			
11	(19) Fuel stations	934	615	2.97			
12	(20) Shops and enginehouses	25,804	21,847	1.90			
13	(22) Storage warehouses	29	12	2.00			
14	(23) Wharves and docks	2,006	1,381	2.20			
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	1,917	1,356	3.96			
17	(26) Communications systems	10,911	7,085	2.35			
18	(27) Signals and interlockers	26,334	19,684	1.94			
19	(29) Power plants	469	319	1.30			
20	(31) Power transmission systems	1,827	2,003	1.98			
21	(35) Miscellaneous structures	488	296	1.67			
22	(37) Roadway machines	15,275	16,080	3.74			
23	(39) Public improvements—Construction	17,580	12,829	1.82			
24	(44) Shop machinery	8,918	9,257	3.31			
25	(45) Power plant machinery	1,443	1,444	1.42			
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road	385,904	210,555	1.64			
	EQUIPMENT						
29	(52) Locomotives	93,751	89,705	4.32			
30	(53) Freight-train cars	223,511	216,052	3.34			
31	(54) Passenger-train cars	7,203	7,203	2.80			
32	(55) Highway revenue equipment						
33	(56) Floating equipment	180	180				
34	(57) Work equipment	7,728	7,172	3.36			
35	(58) Miscellaneous equipment	5,578	5,389	9.32			
36	Total equipment	337,951	325,701	3.63			
37	GRAND TOTAL	723,855	536,256				

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

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

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

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

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

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

6. Thousand dollar Reporting Rule.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the year		DEBITS TO RESERVE During the year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD						
1	(1) Engineering	5,251	83		980		4,354
2	(3) Grading	5,800	65		965		4,900
3	(4) Other, right-of-way	141	3		166		(22)
4	(5) Tunnels and subways	2,055	9		9		2,055
5	(6) Bridges, trestles, and culverts	47,614	613		25,260		22,967
6	(7) Elevated structures						
7	(13) Fences, snow sheds, and signs	4,831	51		2,870		2,012
8	(16) Station and office buildings	14,357	209	121	3,464		11,223
9	(17) Roadway buildings	1,721	26		674		1,073
10	(18) Water stations	399	11		197		213
11	(19) Fuel stations	760	20		253		527
12	(20) Shops and enginehouses	10,829	426		1,786		9,469
13	(22) Storage warehouses	22			13		9
14	(23) Wharves and docks	1,755	33		548		1,240
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	439	104		132		411
17	(26) Communication systems	8,608	181		2,929		5,860
18	(27) Signals and interlockers	16,478	400		4,412		12,466
19	(29) Power plants	433	4		138		299
20	(31) Power-transmission systems	11,088	39		601		10,526
21	(35) Miscellaneous structures	255	5		102		158
22	(37) Roadway machines	11,589	522	76	(3)		12,190
23	(39) Public improvements—Construction	10,778	248		3,586		7,440
24	(44) Shop machinery*	3,232	302		(1)		3,535
25	(45) Power-plant machinery*	1,852	20				1,872
26	All other road accounts	239			(37)		276
27	Amortization (other than defense projects)						
28	Total road	160,526	3,374	197	49,044		115,053
	EQUIPMENT			*		*	
29	Amortization equipment	68,876	2,144	2,333	3,351	(16)	70,018
30	(52) Locomotives	83,702	5,057	8,325	13,215	2,772	81,097
31	(53) Freight-train cars	4,411	202		(13)		4,626
32	(54) Passenger-train cars						
33	(55) Highway revenue equipment	183					183
34	(56) Floating equipment	5,285	248	(65)	434		5,034
35	(57) Work equipment	3,094	508		620		2,982
36	(58) Miscellaneous equipment	165,551	8,159	10,593	17,607	2,756	163,940
37	Total equipment	326,077	11,533	10,790	66,651	2,756	278,993
38	GRAND TOTAL						

* Capital Leases

*Chargeable to account 305.

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339. ACCRUED LIABILITY - LEASED PROPERTY

1. Disclose the required information relating to credits and debits of Account 772, "Accrued liability-leased property," during the year concerning road and equipment leased from others.

2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.

3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.

4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.

5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 772 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.

6. Dollars in thousands.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$	\$	\$	\$	\$	\$
1	(1) Engineering						
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways						
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures			NONE			
7	(13) Fences, snow sheds, and signs						
8	(16) Station and office buildings						
9	(17) Roadway buildings						
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals						
17	(26) Communication systems						
18	(27) Signals and interlockers						
19	(29) Power plants						
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines						
23	(39) Public improvements—Construction						
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts						
27	Amortization (other than defense projects)						
28	Total road						
	EQUIPMENT						
29	(52) Locomotives						
30	(53) Freight-train cars						
31	(54) Passenger-train cars						
32	(55) Highway revenue equipment						
33	(56) Floating equipment			NONE			
34	(57) Work equipment						
35	(58) Miscellaneous equipment						
36	Total equipment						
37	GRAND TOTAL						

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

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

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

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

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

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

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

Line No.	(Dollars in thousands) Account (a)	Depreciation base		Annual composite rate (percent) (d)
		At beginning of year (b)	At close of year (c)	
	ROAD	\$	\$	%
1	(1) Engineering	23	1	2.00
2	(3) Grading	18		0.10
3	(4) Other right-of-way expenditures			
4	(5) Tunnels and subways			
5	(6) Bridges, trestles and culverts	4		1.90
6	(7) Elevated structures			
7	(13) Fences, snowsheds, and signs	1		4.50
8	(16) Station and office buildings	64	64	2.40
9	(17) Roadway buildings			
10	(18) Water stations	1	1	2.90
11	(19) Fuel stations			
12	(20) Shops and enginehouses			
13	(22) Storage warehouses			
14	(23) Wharves and docks			
15	(24) Coal and ore wharves			
16	(25) TOFC/COFC terminals			
17	(26) Communications systems	73	38	2.85
18	(27) Signals and interlockers	199	4	2.90
19	(29) Power plants			
20	(31) Power transmission systems	307		2.70
21	(35) Miscellaneous structures			
22	(37) Roadway machines	5	5	5.75
23	(39) Public improvements-Construction	1		5.00
24	(44) Shop machinery	2	2	1.95
25	(45) Power plant machinery			
26	All other road accounts			
27	Amortization (other than defense projects)			
28	Total road	698	115	3.11
	EQUIPMENT			
29	(52) Locomotives	369	391	3.76
30	(53) Freight-train cars	7,063	6,908	8.59
31	(54) Passenger-train cars			
32	(55) Highway revenue equipment			
33	(56) Floating equipment			
34	(57) Work equipment	2	2	3.48
35	(58) Miscellaneous equipment	12	12	9.28
36	Total equipment	7,446	7,313	8.25
37	GRAND TOTAL	8,144	7,428	

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

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

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

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

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

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

6. Thousand dollar Reporting Rule.

Line No.	Account (a)	Balance at beginning of year (b)	CREDITS TO RESERVE During the Year		DEBITS TO RESERVE During the Year		Balance at close of year (g)
			Charges to others (c)	Other credits (d)	Retirements (e)	Other debits (f)	
	ROAD	\$ 19	\$	\$	\$ 15	\$	\$ 4
1	(1) Engineering	1					1
2	(3) Grading						
3	(4) Other right-of-way expen.						
4	(5) Tunnels and subways	3			3		-
5	(6) Bridges, trestles, and culverts						
6	(7) Elevated structures	1	1		1		1
7	(13) Fences, snow sheds, and signs	42					42
8	(16) Station and office buildings						
9	(17) Roadway buildings	(3)					(3)
10	(18) Water stations						
11	(19) Fuel stations						
12	(20) Shops and enginehouses						
13	(22) Storage warehouses						
14	(23) Wharves and docks						
15	(24) Coal and ore wharves						
16	(25) TOFC/COFC terminals	26	1		13		14
17	(26) Communication systems	129			128		1
18	(27) Signals and interlockers						
19	(29) Power plants	333	1		336		(2)
20	(31) Power-transmission systems						
21	(35) Miscellaneous structures						
22	(37) Roadway machines	1					1
23	(39) Public improvements-Construction	1			1		-
24	(44) Shop machinery						
25	(45) Power-plant machinery						
26	All other road accounts	553	3		497		59
27	Total road						
	EQUIPMENT	50	15		9		56
28	(52) Locomotives	2,903	597		77		3,423
29	(53) Freight-train cars						
30	(54) Passenger-train cars						
31	(55) Highway revenue equipment						
32	(56) Floating equipment						
33	(57) Work equipment	4	1				5
34	(58) Miscellaneous equipment	2,957	613		86		3,484
35	Total equipment	3,510	616		583		3,543
36	GRAND TOTAL						

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

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

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

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

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

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

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

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

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

* Less than 5% of owned equipment

351. ACCUMULATED DEPRECIATION—ROAD AND EQUIPMENT LEASED TO OTHERS

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

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

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

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

5. Thousand dollar Reporting Rule.

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

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

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

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

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

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

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

6. In column (e), show the amount of depreciation and amortization accrued as of the close of the year in accounts 735, 736, and 785, that is applicable to the property of the carriers whose names are listed in column (b), regardless of where the reserves therefor are recorded.

7. Report dollars in thousands.

Line No.	Class (See Ins. 2)	Name of company	Miles of road owned (See Ins. 4)	Investments in property (See Ins. 5)	Depreciation and amortization of defense projects (See Ins. 6)
	(a)	(b)	(c)	(d)	(e)
1	R	Chicago, Milwaukee, St. Paul & Pacific	3,239.00	\$ 627,424	\$ 285,578
2		Railroad Company			
3	L	Burlington Northern Inc.	.10	12	
4					
5		Total owned and leased from others	3,239.10	627,436	285,581
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
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26					
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28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39		TOTAL	3,239.10	627,436	285,581

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

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

2. The amounts for respondent and for each group or class of companies and properties on line 50 herein, should correspond with the amounts for each class of company and properties shown in schedule 335. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule.

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

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

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

5. Report dollars in thousands.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)
1	(1) Engineering	\$ 7,189	\$	\$	\$
2	(2) Land for transportation purposes	13,343			
3	(3) Grading	51,240	1		
4	(4) Other right-of-way expenditures	124			
5	(5) Tunnels and subways	362			
6	(6) Bridges, trestles, and culverts	37,109	5		
7	(7) Elevated structures				
8	(8) Ties	15,661	2		
9	(9) Rails	31,505	2		
10	(10) Other track material	25,853			
11	(11) Ballast	15,923	1		
12	(12) Track laying and surfacing	16,399	1		
13	(13) Fences, snowsheds, and signs	2,061			
14	(16) Station and office buildings	18,005			
15	(17) Roadway buildings	1,152			
16	(18) Water stations	288			
17	(19) Fuel stations	641			
18	(20) Shops and enginehouses	21,902			
19	(22) Storage warehouses	12			
20	(23) Wharves and docks	1,384			
21	(24) Coal and ore wharves				
22	(25) TOFC/COFC terminals	1,533			
23	(26) Communication systems	7,170			
24	(27) Signals and interlockers	20,015			
25	(29) Power plants	319			
26	(31) Power-transmission systems	2,225			
27	(35) Miscellaneous structures	297			
28	(37) Roadway machines	16,085			
29	(39) Public improvements—Construction	12,833			
30	(44) Shop machinery	9,425			
31	(45) Power-plant machinery	1,443			
32	Leased property capitalized rentals (explain)				
33	Other (specify & explain)	658			
34	Total expenditures for road	332,156	12		
35	(52) Locomotives	90,101			
36	(53) Freight-train cars	213,437			
37	(54) Passenger-train cars	7,203			
38	(55) Highway revenue equipment				
39	(56) Floating equipment	180			
40	(57) Work equipment	7,094			
41	(58) Miscellaneous equipment	5,390			
42	Total expenditures for equipment	323,405			
43	(76) Interest during construction				
44	(77) Other expenditures—General				
45	Total general expenditures				
46	Total	655,561	12		
47	(80) Other elements of investment	(28,137)			
48	(90) Construction work in progress				
49	Grand Total	627,424	12		

355. OTHER ELEMENTS OF INVESTMENT

1. Give particulars and explanation of all entries in account No. 80, "Other elements of investment," during the year.

2. In column (b) show the account number to which the entries in column (c) were credited and the account number to which the

entries in column (d) were charged. If more than one contra account is involved in an item, the amount applicable to each account and total for the item should be shown.

(Dollars in thousands)

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)	Credits during the year (d)
1	Transfer to Account 519-Miscellaneous Income and		\$	\$
2	Account 555-Unusual Or Infrequent Items an estimated			
3	amount (based on 1980 retirements of non-depreciable			
4	property constructed prior to the date of reorgani-			
5	zation November 30, 1945) representing an equitable			
6	proportion of the credit balance in Account 80-			
7	Other Elements of Investment	519	1,329	
8		555	68,064	
9	Transfer amount charged in error to Account 731 and			
10	included in Schedule 330 at Line 32		(597)	
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
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41				
42				
43				
44				
45				
46				
47				
48				
49	TOTALS	X X X	68,796	
50	NET CHANGES	X X X	68,796	
51				

360. LEASES—GENERAL INSTRUCTIONS AND DEFINITIONS

A. General Instructions

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

- Schedule 361 – Capitalized Capital Leases
- 362 – Noncapitalized Capital Leases
- 363 – Operating Leases
- 364 – Lessee Disclosures

Under Docket No. 36604, "Accounting for Leases," the Commission established guidelines for capitalizing all leases entered into after 1/1/77, which meet the criteria of a capital lease. (See 49 CFR 1201, Instruction 2-26). These leases shall be properly disclosed in Schedule 361, "Capitalized Capital Leases." However, for all leases in effect on 12/31/76, respondents may either capitalize these leases immediately or phase in the capitalization requirements through 12/31/80. Thereafter, all capital leases must be capitalized. Noncapitalized capital leases, if any, for this reporting year shall properly be disclosed in Schedule 362, "Noncapitalized Capital Leases."

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

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

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

B. Definitions

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

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

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

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

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

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

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

361. CAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

(1) executory costs and (2) interest to derive the present value of minimum lease payments. An

Line No.	Item (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later Years (g)	Total (h)
1	Lease payments	\$ 20,702	\$ 20,371	\$ 20,037	\$ 19,640	\$ 18,993	\$ 90,066	\$ 189,809
	Less: Executory costs:							
2	- Taxes							
3	- Maintenance							
4	- Insurance							
5	- Other							
6	Total executory costs (2-5)	1,329	1,165	1,165	1,165	1,165	4,508	10,497
7	Minimum lease payments (1, 6)	19,373	19,206	18,872	18,475	17,828	85,558	179,312
8	Less: Amount representing interest	12,610	11,395	10,426	9,331	8,127	25,520	77,409
9	Present value of minimum lease payments (line 7, 8)	6,763	7,811	8,446	9,144	9,701	60,038	101,903

PART II. TOTAL RENTAL EXPENSES

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

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

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

PART III. CLASSES OF CAPITAL LEASES

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

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

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
14	Structures		
15	Revenue equipment	\$	\$
16	Shop and garage equipment	124,215	127,006
17	Service cars and equipment	123	123
18	Noncarrier operating property		
19	Other: (Specify) Computer	664	664
20			
21	Gross capitalized assets	125,002	127,793
22	Less: Accumulated amortization	48,535	40,503
23	Net capitalized lease assets	76,467	87,290

362. NONCAPITALIZED CAPITAL LEASES

PART I. PRESENT VALUE OF MINIMUM LEASE PAYMENTS

Disclose total lease payments for the years shown. Then, disclose amounts representing (1) executory costs and (2) interest to derive the present values of minimum lease payments. An explanation indicating how the rate of interest was derived for computing present value shall be included in Schedule 364. Report dollars in thousands.

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

PART II. TOTAL RENTAL EXPENSES

Complete this part if gross rental expense in the most recent reporting year exceeds one percent of operating revenue. Otherwise, show total rental expenses reduced by rentals from subleases for the current year. Also, show amounts expected to be received on all noncancelable sublease rentals for the year beginning after the current year as required.

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

362. NONCAPITALIZED CAPITAL LEASES--Continued

PART III. INCOME IMPACT

1. If the impact on net income is less than three percent of the average net income for the most recent three years, a statement to this effect will suffice to complete this schedule. Otherwise, show the impact on net income for each period for which an income statement is presented if all noncapitalized financing leases were capitalized, related assets were amortized on a straight-line basis and interest cost was accrued on the basis of the outstanding lease liability. The amounts of amortization and interest cost shall be separately identified.

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

Line No.	Item (a)	Current year (i)	Prior year (c)
14	Amortization of lease rights	\$	\$
15	Interest		
16	Rent expense		
17	Income tax expense		
18	Impact (reduction) on net income		

PART IV. CLASSES OF CAPITAL LEASES

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

Line No.	Classes of leased property (a)	Present value	
		Current year (b)	Prior year (c)
19	Structures	\$	\$
20	Revenue equipment		
21	Shop and garage equipment		
22	Service cars and equipment		
23	Noncarrier operating property		
24	Other: (Specify)		
25			
26			

363. OPERATING LEASES

PART I. FUTURE MINIMUM RENTAL PAYMENTS

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

Line No.	Items (a)	Current year (b)	Year 2 (c)	Year 3 (d)	Year 4 (e)	Year 5 (f)	Later years (g)	Total (h)
1	Minimum lease payments required	\$ 10,905	\$ 10,349	\$ 9,547	\$ 8,865	\$ 7,588	\$ 20,544	\$ 67,798
2	Minimum noncancelable sublease rentals							
3	Net minimum lease payments	10,905	10,349	9,547	8,865	7,588	20,544	67,798

PART II. TOTAL RENTAL

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

Line No.	Expenses (a)	Current year (b)	Prior year (c)
4	Minimum lease payments required		
5	Contingent rentals	\$ 10,905	\$ 12,119
6	Less: Sublease rentals		
7	Total rental expense	10,905	12,119

364. LESSEE DISCLOSURE

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

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

Line No.	
1	(a) Rate of interest for computing present value of minimum lease payments is the
2	rate implicit in each lease as estimated by respondent.
3	
4	
5	
6	
7	
8	
9	(b) With some exceptions, the leases do not include renewal options. Purchase options
10	exist to the extent that the respondent in many cases may purchase the equipment
11	at its fair market value at the termination of the lease.
12	
13	
14	
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16	
17	(c) Certain lease agreements include guaranty by the respondent of approximately
18	\$37,700,000 invested indirectly in the leased property by the loan participants.
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25	(d)
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33	(e) Most leases are net leases requiring the lessee to pay related taxes, maintenance,
34	insurance and certain other operating expenses applicable to the leased property.
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370. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

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

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

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	759	Accrued Accounts Payable:	\$
2		Traffic and car service accruals	36,446
3		Estimated liability for vacation payments	11,915
4		Estimated personal injury, loss and damage and	
5		overcharge claims payable within one year	12,773
6		Accrual for estimated back pay wages	12,698
7		Employee protection program	9,811
8		All other accounts	14,365
9		Total Account 759	98,008
10			
11	763	Other Current Liabilities:	
12		Prepaid freight charges	27,843
13		Deposits for construction side track, etc.	1,848
14		National Railroad Passenger Corporation advances	860
15		All other accounts	1,746
16		Total Account 763	32,297
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379. OTHER LONG-TERM LIABILITIES AND OTHER DEFERRED CREDITS

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

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

Line No.	Account No. (a)	Item (b)	Amount (c)
1	774	Casualty and Other Claims:	\$
2		Reserve for personal injury, loss and damage	
3		and overcharge claims	14,670
4			
5	782	Other Liabilities:	
6		Accumulated contingent interest on General Mortgage	
7		Bonds and Modified Terre Haute Bonds	8,370
8		Amount of 1976 settlement of litigation claiming	
9		contingent interest and sinking fund payments for	
10		certain years beginning in 1972 (General Mortgage	
11		Bonds, Modified Terre Haute Bonds, 5% Income Debentures)	4,147
12		Invoices, claims, taxes, interest and other items	
13		deferred under reorganization proceedings	72,525
14		Wage deferral program	7,280
15		Interest accrued and payable on Trustee's Certificates	8,145
16		All other items	14,348
17			
18	784	Other Deferred Credits	9,486
19		Total Other Long-Term Liabilities and Deferred Credits	138,971
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410. RAILWAY OPERATING EXPENSES

State the railway operating expenses on respondent's road for the year, classifying them in accordance with the Uniform System of Accounts for Railroad Companies, and allocate the common operating expenses in accordance with the Commission's rules governing the separation of such expenses between freight and passenger services.

Line No.	Name of railway operating expense account (a)	Freight					Passenger	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
		\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES:							
	ADMINISTRATION:							
1	Track	3,371	147	260	185	3,963	42	4,005
2	Bridge and Building	980	11	74	52	1,117	43	1,160
3	Signal	346	2	24	9	381	15	396
4	Communication	346	(1)	16	6	379	(7)	372
5	Other	209				230	(5)	225
	REPAIR AND MAINTENANCE:							
6	Roadway - Running	2,191	64	687	58	3,000	134	3,134
7	Roadway - Switching	196	5	58	6	265	(16)	265
8	Tunnels and Subways - Running	4	1		1	11		(5)
9	Tunnels and Subways - Switching	771	525	204	4	1,504	32	1,536
10	Bridges and Culverts - Running	74	49	22		145		145
11	Bridges and Culverts - Switching	N/A	8,711	N/A	N/A	8,711	330	9,041
12	Ties - Running	N/A	895	N/A	N/A	895	608	895
13	Ties - Switching	N/A	2,771	N/A	N/A	2,771		3,379
14	Rail - Running	N/A	100	N/A	N/A	100		100
15	Rail - Switching	N/A	3,375	N/A	N/A	3,375	256	3,631
16	Other Track Material - Running	N/A	242	N/A	N/A	242		242
17	Other Track Material - Switching	N/A	1,800	N/A	N/A	1,800	122	1,922
18	Ballast - Running	N/A	162	N/A	N/A	163		163
19	Ballast - Switching	15,483	287	2,497	37	18,304	753	19,057
20	Track laying and surfacing - Running	1,458	23	261	4	1,746		1,746
21	Track laying and surfacing - Switching	1,342	741	68	4	2,155	26	2,181
22	Road Property Damaged - Running	146	92	7	2	247		247
23	Road Property Damaged - Switching	33	43	34	2	112	8	120
24	Road Property Damaged - Other	1,765	585	78	40	2,468	71	2,539
25	Signals and Interlockers - Running	150	334	42	65	526	44	570
26	Signals and Interlockers - Switching	1,219	253	15	6	1,552	53	1,605
27	Communications Systems	67	73	3	8	149	49	198
28	Electric Power Systems	816	431	(357)		898		
29	Highway Grade Crossings - Running							
30	Highway Grade Crossings - Switching	567	238	266	11	1,082	209	1,291
31	Station and Office Buildings	619	515	303	8	1,445	572	1,917
32	Shop Buildings - Locomotives	189	174	102	3	468	N/A	468
33	Shop Buildings - Freight Cars							
34	Shop Buildings - Other Equipment	76	69	41	1	187		187

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account (a)	Freight						Passenger	Total
		Salaries and wages (b)	Materials, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		\$	\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued:								
	REPAIR AND MAINTENANCE - Continued:								
101	Locomotive Servicing Facilities	40	82	21		143	22		165
102	Miscellaneous Buildings and Structures	102	88	8	1	199	26		225
103	Coal Terminals						N/A		
104	Ore Terminals	4	1	(3)		2	N/A		2
105	Other Marine Terminals	18	41	73		122	N/A		132
106	TOFC/COFC - Terminals						N/A		
107	Motor Vehicle Loading and Distribution Facilities						N/A		
108	Facilities for Other Specialized Service Operations						N/A		
109	Roadway Machines	1,376	1,876	554	76	3,882	64		3,946
110	Small Tools and Supplies	36	2,267	121	9	2,433	50		2,483
111	Snow Removal	613	101	82	2	798	105		903
112	Fringe Benefits - Running	N/A	N/A	N/A	5,072	5,072	171		5,243
113	Fringe Benefits - Switching	N/A	N/A	N/A	418	418			418
114	Fringe Benefits - Other	N/A	N/A	N/A	3,765	3,765	230		3,995
115	Casualties and Insurance - Running	N/A	N/A	N/A					
116	Casualties and Insurance - Switching	N/A	N/A	N/A					
117	Casualties and Insurance - Other	N/A	N/A	N/A					
118	Lease Rentals - Debit - Running	N/A	N/A	1	2,193	2,193	28		2,221
119	Lease Rentals - Debit - Switching	N/A	N/A	63	N/A	63			63
120	Lease Rentals - Debit - Other	N/A	N/A	85	N/A	85			85
121	Lease Rentals - (Credit) - Running	N/A	N/A	(1,733)	N/A	(1,733)			(1,733)
122	Lease Rentals - (Credit) - Switching	N/A	N/A	(214)	N/A	(214)			(214)
123	Lease Rentals - (Credit) - Other	N/A	N/A		N/A				
124	Joint Facility Rent - Debit - Running	N/A	N/A	3,218	N/A	3,218			3,218
125	Joint Facility Rent - Debit - Switching	N/A	N/A	168	N/A	168	151		319
126	Joint Facility Rent - Debit - Other	N/A	N/A	630	N/A	630	1,405		2,035
127	Joint Facility Rent - (Credit) - Running	N/A	N/A	(721)	N/A	(721)			(721)
128	Joint Facility Rent - (Credit) - Switching	N/A	N/A	(43)	N/A	(43)			(43)
129	Joint Facility Rent - (Credit) - Other	N/A	N/A		N/A				
130	Other Rents - Debit - Running	N/A	N/A		N/A				
131	Other Rents - Debit - Switching	N/A	N/A		N/A				
132	Other Rents - Debit - Other	N/A	N/A		N/A				
133	Other Rents - (Credit) - Running	N/A	N/A		N/A				

RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight					Passenger	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)		
	(a)	\$	\$	\$	\$	\$	\$	\$
	WAY AND STRUCTURES - Continued:							
	REPAIR AND MAINTENANCE - Continued:							
134	Other Rents - (Credit) - Switching	N/A	N/A		N/A			
135	Other Rents - (Credit) - Other	N/A	N/A					
136	Depreciation - Running	N/A	N/A	N/A	2,974	2,974	79	3,053
137	Depreciation - Switching	N/A	N/A	N/A				
138	Depreciation - Other	N/A	N/A	N/A	21	21		21
139	Joint Facility - Debit - Running	N/A	N/A	4,374	N/A	4,374	12	4,386
140	Joint Facility - Debit - Switching	N/A	N/A	1,554	N/A	1,554	656	2,210
141	Joint Facility - Debit - Other	N/A	N/A	440	N/A	440		440
142	Joint Facility - (Credit) - Running	N/A	N/A	(907)	N/A	(907)	(17)	(924)
143	Joint Facility - (Credit) - Switching	N/A	N/A	(305)	N/A	(305)		(305)
144	Joint Facility - (Credit) - Other	N/A	N/A		N/A			
145	Dismantling Retired Road Property - Running	241	2	91		334	1	335
146	Dismantling Retired Road Property - Switching							
147	Dismantling Retired Road Property - Other							
148	Other - Running	87	14	166	(3,451)	(3,184)	4	(3,180)
149	Other - Switching	8	2	17		27		27
150	Other - Other							
151	Total Way and Structures	34,943	27,192	12,474	11,601	86,210	6,326	92,536
	EQUIPMENT:							
	LOCOMOTIVES:							
201	Administration	1,296	42	16	28	1,382	149	1,531
202	Repair and Maintenance	14,471	17,558	(1,308)	4	30,725	1,524	32,249
203	Machinery Repair	785	1,161	37	1	1,984	80	2,064
204	Equipment Damaged	139	34	(1)		172	1	173
205	Fringe Benefits	N/A	N/A	N/A	4,721	4,721	303	5,024
206	Other Casualties and Insurance	N/A	N/A	N/A	941	941	60	1,001
207	Lease Rentals - Debit	N/A	N/A	4,386	N/A	4,386		4,386
208	Lease Rentals - (Credit)	N/A	N/A	(245)	N/A	(245)		(245)
209	Joint Facility Rent - Debit	N/A	N/A	76	N/A	76		76
210	Joint Facility Rent - (Credit)	N/A	N/A	(2)	N/A	(2)		(2)
211	Other Rents - Debit	N/A	N/A	421	N/A	421		421
212	Other Rents - (Credit)	N/A	N/A	(484)	N/A	(484)	(1)	(485)
213	Depreciation	N/A	N/A		4,572	4,572	76	4,648
214	Joint Facility - Debit	N/A	N/A	572	N/A	572		572
215	Joint Facility - (Credit)	N/A	N/A	(13)	N/A	(13)		(13)
216	Repairs Billed to Others - (Credit)	N/A	N/A		N/A			

410. RAILWAY OPERATING EXPENSES - Continued

Line No.	Name of railway operating expense account	Freight						Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
		\$	\$	\$	\$	\$	\$	\$	\$
LOCOMOTIVES—Continued:									
217	Dismissing Retired Property	11					11		17
218	Other	101	19		89		209		209
219	Total Locomotives	16,803	18,814		3,544	10,267	49,428	2,198	51,626
FRIGHT CARS:									
220	Administration	1,475	47		19	31	1,572	N/A	1,572
221	Repair and Maintenance	9,331	9,388		10,702	5	29,426	N/A	29,426
222	Machinery Repair	210	184		6,092		6,486	N/A	6,486
223	Equipment Damaged	N/A	N/A		N/A	3,035	3,035	N/A	3,035
224	Fringe Benefits	N/A	N/A		N/A	2,642	2,642	N/A	2,642
225	Other Casualties and Insurance	N/A	N/A		7,798	N/A	7,798	N/A	7,798
226	Lease Rentals - Debit	N/A	N/A			N/A		N/A	
227	Lease Rentals - (Credit)	N/A	N/A			N/A		N/A	
228	Joint Facility Rent - Debit	N/A	N/A		27		27	N/A	27
229	Joint Facility Rent - (Credit)	N/A	N/A					N/A	
230	Other Rents - Debit	N/A	N/A			N/A		N/A	
231	Other Rents - (Credit)	N/A	N/A			N/A		N/A	
232	Depreciation	N/A	N/A		730		730	N/A	730
233	Joint Facility - Debit	N/A	N/A			N/A		N/A	
234	Joint Facility - (Credit)	N/A	N/A			N/A		N/A	
235	Repairs Billed to Others - (Credit)	217	24		52,903		52,900	N/A	52,900
236	Dismantling Retired Property	114	21		(33,668)		(33,668)	N/A	(33,668)
237	Other	11,347	9,664		N/A	13,121	13,121	N/A	13,121
238	Total Freight Cars								
239									
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410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight							Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)		
		\$	\$	\$	\$	\$	\$	\$	\$	(h)
OTHER EQUIPMENT—Continued:										
313	Joint Facility Rent - Debit	N/A	N/A	N/A	226	N/A	226	22	248	
314	Joint Facility Rent - (Credit)	N/A	N/A	N/A	26	N/A	26		26	
315	Other Rents - Debit	N/A	N/A	N/A	1,780	N/A	1,780		1,780	
316	Other Rents - (Credit)	N/A	N/A	N/A	(2,536)	N/A	(2,536)	202	(2,536)	
317	Depreciation	N/A	N/A	N/A	N/A	883	883		1,085	
318	Joint Facility - Debit	N/A	N/A	N/A	648	N/A	648	20	668	
319	Joint Facility - (Credit)	N/A	N/A	N/A	(138)	N/A	(138)		(138)	
320	Repairs Billed to Others - (Credit)	N/A	N/A	N/A	N/A	N/A	9		9	
321	Dismantling Retired Property	6					(3)	23	20	
322	Other		343	538	6,859	1,069	8,809	2,672	11,481	
323	Total Other Equipment	28,493	29,016	29,016	42,138	30,084	129,731	4,870	134,601	
324	Total Equipment									
TRANSPORTATION:										
TRAIN OPERATIONS:										
401	Administration	2,471	131	131	422	177	3,201	99	3,300	
402	Engine Crews	12,763	126	126	947	25	13,861	2,121	15,982	
403	Train Crews	22,938	217	217	1,613	44	24,812	2,690	27,502	
404	Dispatching Trains	1,122	21	21	36	2	1,181	192	1,373	
405	Operating Signals and Interlockers	1,319	49	49	182	4	1,554	674	2,228	
406	Operating Drawbridges	304	20	20	14	2	340	85	425	
407	Highway Crossing Protection	572	44	44	164	3	783	106	889	
408	Train Inspection and Lubrication	1,604	166	166	(18)		1,752		1,752	
409	Locomotive Fuel		39,988	39,988	1,852		41,840	3,431	45,271	
410	Electric Power Purchased or Produced for Motive Power	1,658	1,777	1,777	32		3,467	405	3,872	
411	Servicing Locomotives	N/A	N/A	N/A	N/A	5,274	5,274		5,274	
412	Freight Lost or Damaged - Solely Related	777	59	59	2,108	19	2,963	3	2,966	
413	Clearing Wrecks	N/A	N/A	N/A	N/A	9,655	9,655	1,159	10,814	
414	Fringe Benefits	N/A	N/A	N/A	N/A	3,324	3,324	55	3,383	
415	Other Casualties and Insurance	N/A	N/A	N/A	N/A	N/A	2,398	5	2,403	
416	Joint Facility - Debit	N/A	N/A	N/A	(1,292)	N/A	(1,292)		(1,292)	
417	Joint Facility - (Credit)	2,205	219	219	2,499	7	4,930	787	5,717	
418	Other	47,733	42,817	42,817	10,957	18,536	120,043	11,816	131,859	
419	Total Train Operations	1,649	83	83	132	118	1,982	63	2,045	
YARD OPERATIONS:										
420	Administration	24,159	10	10	1		24,210	358	24,568	
421	Switch Crews									

410. RAILWAY OPERATING EXPENSE - Continued

Line No.	Name of railway operating expense account	Freight						Passenger	Total
		(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
			\$	\$	\$	\$	\$	\$	\$
YARD OPERATIONS - Continued:									
422	Controlling Operations		2,724				2,724		2,832
423	Yard and Terminal Clerical		5,772	323	1,304	3	7,402	108	7,481
424	Operating Switches, Signals, Retarders and Humps		494	148	68		710	79	702
425	Locomotive Fuel			6,328	(20)		6,308	18	6,326
426	Electric Power Purchased or Produced for Motive Power								
427	Servicing Locomotives		1,620		16	1	2,187	(5)	2,182
428	Freight Lost or Damaged - Solely Related		N/A	N/A	N/A				
429	Clearing Wrecks								
430	Fringe Benefits		N/A	N/A	N/A	7,013	7,013	90	7,103
431	Other Casualties and Insurance		N/A	N/A	N/A	1,442	1,442	6	1,448
432	Joint Facility - Debit		N/A	N/A	5,207	N/A	5,207	903	6,110
433	Joint Facility - (Credit)		N/A	N/A	(1,645)	N/A	(1,645)		(1,645)
434	Other		2				2	1	3
435	Total Yard Operations		36,460	7,442	5,063	8,577	57,542	1,613	59,155
TRAIN AND YARD OPERATIONS COMMON:									
501	Cleaning Car Interiors		64		57	N/A	121	848	969
502	Adjusting and Transferring Loads					N/A		N/A	
503	Car Loading Devices and Grain Doors		21	50	(27)	N/A	44	N/A	44
504	Freight Lost or Damaged - all other		N/A	N/A	N/A				
505	Fringe Benefits		N/A	N/A	N/A	20	20		20
506	Total Train and Yard Operations Common		85	50	30	20	185	848	1,033
SPECIALIZED SERVICE OPERATIONS:									
507	Administration								
508	Pickup & Delivery and Marine Line Haul		5		4,695		4,700	N/A	4,700
509	Loading & Unloading and Local Marine				2,636		2,636	N/A	2,636
510	Protective Services		176	376	(107)		445	N/A	445
511	Freight Lost or Damaged - Solely Related		N/A	N/A	N/A			N/A	
512	Fringe Benefits		N/A	N/A	N/A	39	39	N/A	39
513	Casualties and Insurance		N/A	N/A	N/A			N/A	
514	Joint Facility - Debit		N/A	N/A	76	N/A	76	N/A	76
515	Joint Facility - (Credit)		N/A	N/A		N/A		N/A	
516	Other							N/A	
517	Total Specialized Services Operations		181	376	7,300	39	7,896	N/A	7,896
ADMINISTRATIVE SUPPORT OPERATIONS:									
518	Administration								

410. RAILWAY OPERATING EXPENSE - Concluded

Line No.	Name of railway operating expense account (a)	Freight						Passenger	Total
		Salaries and wages (b)	Material, tools, supplies, fuels, and lubricants (c)	Purchased services (d)	General (e)	Total freight expense (f)			
		\$	\$	\$	\$	\$		\$	(h)
	ADMINISTRATIVE SUPPORT OPERATIONS - Con:								
519	Employees Performing Clerical and Accounting Functions	6,236	788	1,128	106	8,258	864	9,122	
520	Communication Systems Operation	1,205	38	927	17	2,187	119	2,306	
521	Loss and Damage Claims Processing	569	14	1,093	15	1,691		1,691	
522	Fringe Benefits	N/A	N/A	N/A	1,770	1,770	104	1,874	
523	Casualties and Insurance	N/A	N/A	N/A					
524	Joint Facility - Debit	N/A	N/A	540	N/A	540		540	
525	Joint Facility - (Credit)	N/A	N/A	(26)	N/A	(26)		(26)	
526	Other								
527	Total Administrative Support Operations	8,010	840	3,662	1,908	14,420	1,087	15,507	
528	Total Transportation	92,469	51,525	27,012	29,080	200,086	15,364	215,450	
	GENERAL AND ADMINISTRATIVE:								
601	Officers - General Administration	6,023	144	1,134	185	7,486	871	8,357	
602	Accounting, Auditing and Finance	8,484	221	1,018	34	9,757	338	10,095	
603	Management Services and Data Processing	1,484	163	766	41	2,454	74	2,528	
604	Marketing	1,591	20	385	67	2,063		2,063	
605	Sales	1,769	23	271	246	2,309	1	2,310	
606	Industrial Development	756	26	159	26	967	N/A	967	
607	Personnel and Labor Relations	1,418	98	243	28	1,787	84	1,871	
608	Legal and Secretarial	1,600	56	915	67	2,638	47	2,685	
609	Public Relations and Advertising	50	6	283	1	340	4	344	
610	Research and Development								
611	Fringe Benefits	N/A	N/A	N/A	5,623	5,623	166	5,789	
612	Casualties and Insurance	N/A	N/A	N/A	115	115	1	116	
613	Write-down of Uncollectible Accounts	N/A	N/A	N/A	522	522	2	524	
614	Property Taxes	N/A	N/A	N/A	1,331	1,331		1,331	
615	Other Taxes Except on Corporate Income or Payroll	N/A	N/A	N/A	2,653	2,653		2,653	
616	Joint Facility - Debit	N/A	N/A	353	N/A	353	100	453	
617	Joint Facility - (Credit)	N/A	N/A	(63)	N/A	(63)		(63)	
618	Other	161	3	3,976	7	4,147	237	4,384	
619	Total General and Administrative	23,336	760	9,440	10,946	44,482	1,925	46,407	
620	Total Carrier Operating Expenses	179,241	108,493	91,064	81,711	460,509	28,485	488,994	

412. WAY AND STRUCTURES

1. Report freight expenses only.
2. Furnish in column (b) the depreciation expenses and in column (c) the retirements pertaining to Way and Structures.
3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals presented on line 35 should balance with the total of the following accounts:

31-11-00	32-11-00
31-12-00	32-12-00
31-13-00	32-13-00
35-11-00	36-11-00
35-12-00	36-12-00
35-13-00	36-13-00

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

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

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
			\$ 81	\$ 9	\$
1	1	Engineering			
2	2	Land for transportation purposes	N/A	N/A	
3	3	Grading	63	(21)	
4	4	Other right-of-way expenditures	3		
5	5	Tunnels and subways	9	(45)	
6	6	Bridges, trestles and culverts	595	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	350	(280)
9	9	Rails	N/A	716	(563)
10	10	Other track material	N/A	563	(462)
11	11	Ballast	N/A	334	(285)
12	12	Track laying and surfacing	N/A	317	(293)
13	13	Fences, snowsheds and signs	49	N/A	
14	16	Station and office buildings	204	N/A	
15	17	Roadway buildings	25	N/A	
16	18	Water stations	11	N/A	
17	19	Fuel stations	19	N/A	
18	20	Shops and enginehouses	414	N/A	
19	22	Storage warehouses		N/A	
20	23	Wharves and docks	32	N/A	
21	24	Coal and ore wharves		N/A	
22	25	TOFC/COFC terminals	101	N/A	
23	26	Communications systems	176	N/A	
24	27	Signals and interlockers	388	N/A	
25	29	Power plants	4	N/A	
26	31	Power transmission systems	39	N/A	
27	35	Miscellaneous structures	5	N/A	
28	37	Roadway machines	517	N/A	85
29	39	Public improvements; construction	241	(1)	
30	46	Power plant machines	19	N/A	
31	76	Interest during construction	N/A		N/A
32	77	Other expenditures; general	N/A		N/A
33	80	Other elements of investment	N/A		N/A
34	-	Other lease/rentals			
35	-	Total	2,995	2,222	(1,798)

412. WAY AND STRUCTURES

1. Report freight expenses only.
2. Furnish in column (b) the depreciation expenses and in column (c) the retirements pertaining to Way and Structures.
3. Report in column (d) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals presented on line 35 should balance with the total of the following accounts:

31-11-00	32-11-00
31-12-00	32-12-00
31-13-00	32-13-00
35-11-00	36-11-00
35-12-00	36-12-00
35-13-00	36-13-00

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

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

5. Report dollars in thousands.

Line No.	Property account	Category (a)	Depreciation (b)	Retirement (c)	Lease/Rentals (net) (d)
1	1	Engineering	\$ 81	\$ 9	\$
2	2	Land for transportation purposes	N/A	N/A	
3	3	Grading	63	(21)	
4	4	Other right-of-way expenditures	3		
5	5	Tunnels and subways	9	(45)	
6	6	Bridges, trestles and culverts	595	N/A	
7	7	Elevated structures		N/A	
8	8	Ties	N/A	(1,068)	(280)
9	9	Rails	N/A	(2,121)	(563)
10	10	Other track material	N/A	(855)	(462)
11	11	Ballast	N/A	334	(285)
12	12	Track laying and surfacing	N/A	317	(293)
13	13	Fences, snowsheds and signs	49	N/A	
14	16	Station and office buildings	204	N/A	
15	17	Roadway buildings	25	N/A	
16	18	Water stations	11	N/A	
17	19	Fuel stations	19	N/A	
18	20	Shops and enginehouses	414	N/A	
19	22	Storage warehouses		N/A	
20	23	Wharves and docks	32	N/A	
21	24	Coal and ore wharves		N/A	
22	25	TOFC/COFC terminals	101	N/A	
23	26	Communications systems	176	N/A	
24	27	Signals and interlockers	388	N/A	
25	29	Power plants	4	N/A	
26	31	Power transmission systems	39	N/A	
27	35	Miscellaneous structures	5	N/A	
28	37	Roadway machines	517	N/A	85
29	39	Public improvements; construction	241	(1)	
30	45	Power plant machines	19	N/A	
31	76	Interest during construction	N/A		N/A
32	77	Other expenditures; general	N/A		N/A
	80	Other elements of investment	N/A		N/A
	-	Other lease/rentals			
35	-	Total	2,995	(3,451)	(1,798)

413. RENT FOR LEASED ROADS AND EQUIPMENT

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

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

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

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

NOT APPLICABLE

Line No.	Name of lessor or reversioner and description of property (a)	Total rent accrued during year (b)	Classification of Amount Column (b)		
			Interest on bonds (c)	Dividends on stocks (d)	Cash (e)
1		\$	\$	\$	\$
2					
3					
4					
5					
6					
7					
8					
9					
10	Total				

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

1. Report freight expenses only.
2. Report in this supporting schedule rental information by car type and other freight carrying equipment relating to the interchange of railroad equipment, privately owned equipment and equipment leased for less than 30 days.
3. The gross amounts receivable and payable for freight-train cars (line 19 columns (b) through (e)) and line 19 columns (f) through (i) respectively should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of Schedule 410 because those lines include rents for "other equipment" which is reported in Schedule 415 column (c). The balancing of Schedule 410, 414 and 415 "other equipment" is outlined in note 6 to Schedule 415.
4. Report in Columns (b) and (f) rentals for private-line cars (whether under railroad control or not) and shipper owned cars.
5. Report in Columns (c), (d), (g), and (h) rentals for railroad owned cars prescribed by the Commission in Ex Parte No. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
6. Report in Columns (e) and (i) the incentive per diem payments for Box and Gondola General Service-Unequipped cars prescribed by the Commission in Ex Parte No. 252. Basic per diem payments for these cars are to be reported in Columns (c), (d), (g), and (h).
7. Thousand dollar reporting rule.

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

Line No.		Type of Equipment	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis				Road Initials:		Year 1980	
			Private Line Cars (b)	Mileage (c)	Time		Private Line Cars (f)	Mileage (g)	Time		Road Initials:	Year 1980		
					Basic (d)	Incentive (e)			Basic (h)	Incentive (i)				
CAR TYPES:														
1		Box-Plain 40 Foot	\$ -	\$ 586	\$ 1,252	\$ 97	\$ -	\$ 304	\$ 529	\$ 46				
2		Box-plain 50 Foot and Longer	-	1,548	6,904	746	1,253	1,429	4,896	738				
3		Box-Equipped	-	1,104	4,466	124	-	1,460	5,187	222				
4		Gondola-Plain	-	121	610	216	146	591	2,410	372				
5		Gondola-Equipped	-	225	913	xxx	-	66	386	xxx				
6		Hopper-Covered	-	1,355	4,591	xxx	3,563	878	4,686	xxx				
7		Hopper-Open Top-General Service	-	64	110	xxx	-	382	1,042	xxx				
8		Hopper-Open Top-Special Service	-	-	-	xxx	-	36	20	xxx				
9		Refrigerator-Mechanical	-	90	528	xxx	25	82	245	xxx				
10		Refrigerator-Non-Mechanical	-	323	866	xxx	663	551	2,372	xxx				
11		Flat TOFC/COFC	-	-	-	xxx	2,242	42	187	xxx				
12		Flat Multi-Level	-	-	-	xxx	3,023	209	498	xxx				
13		Flat-General Service	-	107	186	xxx	207	78	168	xxx				
14		Flat-Other	-	318	1,595	xxx	4,033	293	1,005	xxx				
15		Tank-Under 22,000 Gallons	-	-	-	xxx	2,973	-	-	xxx				
16		Tank-22,000 Gallons and Over	-	-	-	xxx	872	-	-	xxx				
17		All Other Freight Cars	-	197	239	xxx	242	21	-	xxx				
18		Total Freight Train Cars	-	6,038	22,260	1,183	19,242	6,422	23,631	1,378				
19		Auto Racks	-	-	4,187	xxx	956	-	2,026	xxx				
OTHER FREIGHT CARRYING EQUIPMENT														
20		Refrigerated trailers	-	-	-	xxx	-	-	-	xxx				
21		Other trailers	-	-	2,531	xxx	1,013	-	5,627	xxx				
22		Refrigerated containers	-	-	-	xxx	-	-	-	xxx				
23		Other containers	-	-	-	xxx	-	-	60	xxx				
24		Total Trailers & containers	-	-	2,531	xxx	1,013	-	5,687	xxx				
25		Grand Total (Lines 19, & 24)	-	6,038	28,978	1,183	21,211	6,422	31,344	1,378				

Road Initials:

MILW

Year 1980

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

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

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

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

7. Thousand dollar reporting rule.

Line No.	Type of Equipment (a)	GROSS AMOUNTS RECEIVABLE Per Diem Basis				GROSS AMOUNTS PAYABLE Per Diem Basis			
		Private Line Cars (b)	Mileage (c)	Basic (d)	Time	Private Line Cars (f)	Mileage (g)	Basic (h)	Time
	CAR TYPES:								
1	Box-Plain 40 Foot	\$	\$ 569	\$ 1,304	\$ 108	\$	\$ 305	\$ 605	\$ 46
2	Box-plain 50 Foot and Longer		1,504	7,035	748		1,409	5,481	612
3	Box-Equipped		1,072	4,543	145		1,443	5,820	202
4	Gondola-Plain		117	648	182		586	2,730	518
5	Gondola-Equipped		219	937	XXX		65	461	XXX
6	Hopper-Covered		1,317	4,655	XXX		870	5,249	XXX
7	Hopper-Open Top-General Service		62	127	XXX		381	1,177	XXX
8	Hopper-Open Top-Special Service		-	2	XXX		36	24	XXX
9	Refrigerator-Mechanical		87	551	XXX		82	276	XXX
10	Refrigerator-Non-Mechanical		313	916	XXX		545	2,684	XXX
11	Flat TOFC/COFC		1	2	XXX		41	243	XXX
12	Flat Multi-Level		-	-	XXX		207	567	XXX
13	Flat-General Service		104	219	XXX		78	219	XXX
14	Flat-Other		308	636	XXX		293	1,145	XXX
15	Tank-Under 22,000 Gallons		-	-	XXX		1	5	XXX
16	Tank-22,000 Gallons and Over		-	-	XXX		1	3	XXX
17	All Other Freight Cars		191	498	XXX		22	72	XXX
18	Auto Racks		-	3,548	XXX		-	480	XXX
19	Total Freight Train Cars		5,864	26,621	1,183		6,365	27,241	1,378
	OTHER FREIGHT CARRYING EQUIPMENT								
20	Refrigerated trailers				XXX				XXX
21	Other trailers		-	2,531	XXX		-	707	XXX
22	Refrigerated containers				XXX				XXX
23	Other containers		-	-	XXX		-	60	XXX
24	Total Trailers & containers		-	2,531	XXX		-	767	XXX
25	Grand Total (Lines 19, & 24)		5,864	29,152	1,183		6,365	28,008	1,378

Road Initials: MILW

Year 1980

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

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

SCHEDULE 415. SUPPORTING SCHEDULE: EQUIPMENT

SEE INSTRUCTIONS ON PAGE 65

Line No.	Types of Equipment (a)	Repairs (Net Expense) (b)	Depreciation		Retirements (e)
			Owned (c)	Capitalized lease (d)	
LOCOMOTIVES:					
1	Diesel Locomotive - Yard	\$ 1,757	\$ 368	\$ 1,183	\$ -
2	Diesel Locomotive - Road	28,968	1,792	1,163	-
3	Other Locomotive - Yard	-	-	-	-
4	Other Locomotive - Road	-	-	-	-
5	TOTAL	30,725	2,160	2,346	-
FREIGHT TRAIN CARS:					
6	Box-Plain 40 Foot	1,194	640	-	(7)
7	Box-Plain 50 Foot and Longer	2,391	1,414	2,328	-
8	Box-Equipped	14,577	762	358	-
9	Gondola-Plain	(1,388)	89	365	(8)
10	Gondola-Equipped	424	238	195	-
11	Hopper-Covered	1,966	1,179	1,204	-
12	Hopper-Open Top-General Service	(235)	16	160	-
13	Hopper-Open Top-Special Service	(13)	-	-	-
14	Refrigerator-Mechanical	117	14	191	-
15	Refrigerator-Nonmechanical	38	326	-	-
16	Flat TOFC/COFC	(1,081)	2	-	-
17	Flat Multi-level	(524)	-	-	-
18	Flat-General Service	52	143	-	-
19	Flat-Other	(826)	322	726	(35)
20	All Other Freight Cars	(874)	-	245	-
21	Cabooses	577	134	-	(17)
22	Auto Racks	60	375	1,505	-
23	Miscellaneous Accessories	-	-	35	-
24	TOTAL FREIGHT TRAIN CARS	16,455	5,654	7,312	(67)
OTHER EQUIPMENT-REVENUE FREIGHT					
HIGHWAY EQUIPMENT					
25	Refrigerated Trailers	-	-	-	-
26	Other Trailers	22	-	-	-
27	Refrigerated Containers	-	-	-	-
28	Other Containers	-	-	-	-
29	Bogies	-	-	-	-
30	Chasis	-	-	-	-
31	Other Highway Equipment (Freight)	-	509	-	-
32	TOTAL HIGHWAY EQUIPMENT	22	509	-	-
FLOATING EQUIPMENT-REVENUE SERVICE					
33	Marine Line-Haul	-	-	-	-
34	Local Marine	-	-	-	-
35	TOTAL FLOATING EQUIPMENT	-	-	-	-
OTHER EQUIPMENT					
36	Passenger and Other Revenue Equipment (Freight Portion)	-	-	-	-
37	Computer & Data Processing Equipment	-	-	121	-
38	Machinery - Locomotives ¹	1,984	142	-	-
39	Machinery - Freight Cars ²	-	155	-	-
40	Machinery - Other Equipment ³	-	5	-	-
41	Work & Other Non-revenue Equipment	2,045	248	-	-
42	TOTAL OTHER EQUIPMENT	4,029	550	121	-
43	TOTAL, ALL EQUIPMENT (FREIGHT PORTION)	51,231	8,873	9,779	(67)

¹The data to be reported on line 38, in column (b) is the amount reported in Schedule 410, column (f), line 203 reduced by the allocable portion of line 216.²The data to be reported on line 39, in column (b) is the amount reported in Schedule 410, column (f), line 222 reduced by the allocable portions of line³The 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.

Lease and rentals (Net) (f)	Depreciation base as of 12/31		Accumulated depreciation as of 12/31		Depreciation Adjustment net during year (k)
	Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
\$	9,071	17,738	9,151	\$ 5,761	
2 4,078	47,052	16,235	47,205	7,957	
	-	-	-	-	
5 4,078	56,123	33,973	56,356	13,718	
6 459	15,248	-	5,861	-	
7 467	33,649	32,976	12,917	10,213	
8 2,059	18,168	5,230	6,983	1,779	
	2,130	4,199	819	1,779	
10 395	5,677	2,673	2,182	916	
11 2,109	28,074	16,411	10,791	7,714	
12 120	373	2,298	143	549	
	-	-	-	-	
14 569	337	2,732	129	1,669	
15 664	7,779	-	2,990	-	
16	56	-	22	-	
17	-	-	-	-	
18	3,414	-	1,312	-	
19	7,679	9,749	2,952	3,196	
20 453	9	-	4	-	
21 42	3,195	-	1,228	-	
22 461	8,938	11,694	3,436	4,553	
	-	272	-	283	
24 7,798	134,726	88,234	51,769	32,751	
26 4,860					
31	5,401	-	2,987	-	
32 4,860	5,401	-	2,987	-	
33	180	-	183	-	
34	-	-	-	-	
35	180	-	183	-	
36					
37 421	-	664	-	201	
	4,361	-	1,665	-	
39	4,750	-	1,813	-	
40	143	-	57	-	
41 27	7,174	-	5,034	-	
42 448	16,433	664	8,569	201	
43 17,184	212,863	122,871	119,864	46,670	

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

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

417. SPECIALIZED SERVICE SUBSCHEDULE—TRANSPORTATION

Instructions:

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

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

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

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

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

9. Thousand dollar Reporting Rule.

Line No.	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)
1	Administration	\$	\$	\$	\$	\$	\$	\$	\$	\$
2	Pick up & delivery, marine line haul	4,006	96					N/A	598	4,700
3	Loading and unloading and local marine	1,907					729	N/A		2,636
4	Protective services	8						437		445
5	Freight lost or damaged-solely related									
6	Fringe benefits	2						37		39
7	Casualty and insurance									
8	Joint facility - Debit				76					76
9	Joint facility - Credit									
10	Other				76					
11	Total	5,923	96		76		729	474	598	7,896

Road Initials: MILW

Year 19 80

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION

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

Line No.	Name of Account (a)	Amount (b)
		\$
	WAY AND STRUCTURES	
	Administration	
1	Track	1
2	Bridge and Building	
3	Signal	
4	Communication	
5	Other	
	Repair and Maintenance	
6	Roadway - Running	1
7	Roadway - Switching	
8	Tunnels and Subways - Running	
9	Tunnels and Subways - Switching	
10	Bridges and Culverts - Running	
11	Bridges and Culverts - Switching	1
12	Ties - Running	
13	Ties - Switching	
14	Rail - Running	
15	Rail - Switching	1
16	Other Track Material - Running	
17	Other Track Material - Switching	
18	Ballast - Running	
19	Ballast - Switching	2
20	Track laying and surfacing - Running	
21	Track laying and surfacing - Switching	
22	Road Property Damaged - Running	
23	Road Property Damaged - Switching	
24	Road Property Damaged - Other	
25	Signals and Interlockers - Running	8
26	Signals and Interlockers - Switching	1
27	Communications systems	3
28	Electric Power Systems	
29	Highway Grade Crossings - Running	
30	Highway Grade Crossings - Switching	123
31	Station and Office Buildings	5
32	Shop Buildings - Locomotives	
33	Shop Buildings - Other Equipment	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	Repair and Maintenance—Continued	\$
101	Locomotive Servicing Facilities	
102	Miscellaneous Buildings and Structures	
109	Roadway Machines	1
110	Small Tools and Supplies	
111	Snow Removal	
112	Fringe Benefits - Running	27
113	Fringe Benefits - Switching	
114	Fringe Benefits - Other	35
115	Casualties and Insurance - Running	
116	Casualties and Insurance - Switching	
117	Casualties and Insurance - Other	3
118	Lease Rentals - Debit - Running	
119	Lease Rentals - Debit - Switching	
120	Lease Rentals - Debit - Other	
121	Lease Rentals - (Credit) - Running	
122	Lease Rentals - (Credit) - Switching	
123	Lease Rentals - (Credit) - Other	
124	Joint Facility Rent - Debit - Running	7
125	Joint Facility Rent - Debit - Switching	
126	Joint Facility Rent - Debit - Other	
127	Joint Facility Rent - (Credit) - Running	
128	Joint Facility Rent - (Credit) - Switching	
129	Joint Facility Rent - (Credit) - Other	
130	Other Rents - Debit - Running	
131	Other Rents - Debit - Switching	
132	Other Rents - Debit - Other	
133	Other Rents - (Credit) - Running	
134	Other Rents - (Credit) - Switching	
135	Other Rents - (Credit) - Other	
136	Depreciation - Running	
137	Depreciation - Switching	
138	Depreciation - Other	
139	Joint Facility - Debit - Running	45
140	Joint Facility - Debit - Switching	
141	Joint Facility - Debit - Other	
142	Joint Facility - (Credit) - Running	
143	Joint Facility - (Credit) - Switching	
144	Joint Facility - (Credit) - Other	
145	Dismantling Retired Road Property - Running	
146	Dismantling Retired Road Property - Switching	
147	Dismantling Retired Road Property - Other	
148	Other - Running	
149	Other - Switching	
150	Other - Other	
151	Total WAY AND STRUCTURES	264

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	EQUIPMENT	\$
	Locomotives	
201	Administration	32
202	Repair and Maintenance	7
203	Machinery Repair	
204	Equipment Damaged	
205	Fringe Benefits	44
206	Other Casualties and Insurance	3
207	Lease Rentals - Debit	
208	Lease Rentals - (Credit)	
209	Joint Facility Rent - Debit	
210	Joint Facility Rent - (Credit)	
211	Other Rents - Debit	
212	Other Rents - (Credit)	
213	Depreciation	
214	Joint Facility - Debit	2
215	Joint Facility - (Credit)	
216	Repairs Billed to Others - (Credit)	
217	Dismantling Retired Property	
218	Other	
219	Total Locomotives	88
	Other Equipment	
301	Administration	36
	Repair and Maintenance:	
304	Passenger and Other Revenue Equipment	252
305	Computers and Data Processing System	
306	Machinery	
307	Work and Other Non-Revenue Equipment	
308	Equipment Damaged	
309	Fringe Benefits	49
310	Other Casualties and Insurance	
311	Lease Rentals - Debit	
312	Lease Rentals - (Credit)	
313	Joint Facility Rent - Debit	
314	Joint Facility Rent - (Credit)	
315	Other Rents - Debit	
316	Other Rents - (Credit)	
317	Depreciation	
318	Joint Facility - Debit	1
319	Joint Facility - (Credit)	
320	Repairs Billed to Others - (Credit)	
321	Dismantling Retired Property	
322	Other	
323	Total Other Equipment	338
324	TOTAL EQUIPMENT	426

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Continued

Line No.	Name of Account (a)	Amount (b)
	TRANSPORTATION	\$
	Train Operation	
		131
401	Administration	1,370
402	Engine Crews	981
403	Train Crews	29
404	Dispatching Trains	
405	Operating Signals and Interlockers	
406	Operating Drawbridges	
407	Highway Crossing Protection	
408	Train Inspection and Lubrication	169
409	Locomotive Fuel	
410	Electric Power Purchased or Produced for Motive Power	21
411	Servicing Locomotives	
412	Freight Lost or Damaged - Solely Related	
413	Clearing Wrecks	422
414	Fringe Benefits	21
415	Other Casualties and Insurance	24
416	Joint Facility - Debit	496
417	Joint Facility - (Credit)	
418	Other	
		3,664
419	Total Train Operations	
	Yard Operations	
		56
420	Administration	
421	Switch Crews	17
422	Controlling Operations	13
423	Yard and Terminal Clerical	12
424	Operating Switches, Signals, Retarders and Humps	
425	Locomotive Fuel	
426	Electric Power Purchased or Produced for Motive Power	
427	Servicing Locomotives	
428	Freight Lost or Damaged - Solely Related	
429	Clearing Wrecks	32
430	Fringe Benefits	
431	Other Casualties and Insurance	10
432	Joint Facility - Debit	
433	Joint Facility - (Credit)	
434	Other	
		140
435	Total Yard Operations	

419. REMUNERATIONS FROM NATIONAL RAILROAD PASSENGER CORPORATION—Concluded

Line No.	Name of Account (a)	Amount (b)
	Train and Yard Operations Common	\$
501	Cleaning Car Interiors	
504	Freight Lost or Damaged - all other	
505	Fringe Benefits	
506	Total Train and Yard Operations Common	
	Administrative Support Operations	
518	Administration	
519	Employees Performing Clerical and Accounting Functions	261
520	Communication Systems Operation	1
521	Loss and Damage Claims Processing	
522	Fringe Benefits	37
523	Casualties and Insurance	
524	Joint Facility - Debit	
525	Joint Facility - (Credit)	
526	Other	
527	Total Administrative Support Operations	299
528	TOTAL TRANSPORTATION	4,103
	GENERAL AND ADMINISTRATIVE	\$
601	Officers - General Administration	16
602	Accounting, Auditing and Finance	142
603	Management Services and Data Processing	
604	Marketing	
605	Sales	
607	Personnel and Labor Relations	
608	Legal and Secretarial	
609	Public Relations and Advertising	
610	Research and Development	
611	Fringe Benefits	64
612	Casualties and Insurance	
613	Writedown of Uncollectible Accounts	
614	Property Taxes	
615	Other Taxes Except on Corporate Income or Payrolls	
616	Joint Facility - Debit	
617	Joint Facility - (Credit)	
618	Other	
619	TOTAL GENERAL AND ADMINISTRATIVE	222
620	TOTAL REMUNERATIONS	5,015
	104-Switching Charges	6
	110-Miscellaneous (Net Incentive Payments)	231
	510-Miscellaneous Rent Income (Locomotives)	35
	TOTAL REMUNERATIONS	5,287

430. MISCELLANEOUS RENT INCOME

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

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

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

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

4. Report dollars in thousands.

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

NOT APPLICABLE

Line No.	Description of Property		Name of lessee (c)	Amount of Rent (d)
	Name (a)	Location (b)		
1				\$
2				
3				
4				
5				
6				
7				
8				
9				
10			Total	

440. MISCELLANEOUS RENTS (EXPENSE)

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

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

Give particulars of all properties the rents on which were charged

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

(Dollars in thousands)

NOT APPLICABLE

Line No.	Description of Property		Name of lessor (c)	Amount charged to Income (d)
	Name (a)	Location (b)		
				\$
1				
2				
3				
4				
5				
6				
7				
8				
9				
10			Total	

445. SEPARATELY OPERATED PROPERTIES - PROFIT OR LOSS

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

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

(Dollar in thousands)

Line No.	Description of property operated (a)	Location of property (b)	Name of operator (c)	ACCRUED TO RESPONDENT	
				Profit (d)	Loss (e)
1				\$	\$
2					
3	NONE				
4					
5					
6					
7					
8					
9					
10			Total		

450. ANALYSIS OF FEDERAL INCOME TAXES

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

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

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

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

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

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

Report dollars in thousands.

Line No.	Particulars (a)	Beginning of Year Balance (b)	Net Credits (Charges) for Current Year (c)	Adjustments (d)	End of Year Balance (e)
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	\$ 29,163	\$	\$	\$ 29,163
2	Accelerated amortization of facilities Sec. 168, I.R.C.	2,481			2,481
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.				
4	Amortization of rights of way, Sec. 185 I.R.C.	13			13
5	Other (Specify)				
6	Other depreciation differences	11,428			11,428
7	Reserves	(8,485)	639		(7,846)
8					
9	Investment tax credit*				
10	TOTALS	34,600	639		35,239

*Footnotes:

11. If flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit \$ NONE
12. If deferral method for investment tax credit was elected:
- (1) Indicate amount of credit utilized as a reduction of tax liability for current year \$
- (2) Deduct amount of current year's credit applied to reduction of tax liability but deferred for accounting purposes \$
- (3) Balance of current year's credit used to reduce current year's tax accrual \$
- (4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual \$
- (5) Total decrease in current year's tax accrual resulting from use of investment tax credits \$

451. RAILWAY TAX ACCRUALS

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

2. Report dollars in thousands.

A. Other than U.S. Government Taxes

Line No.	State (a)	Amount (b)	State (a)	Amount (b)	Line No.
1	Alabama	\$	South Dakota	\$ 109	41
2	Alaska		Tennessee		42
3	Arizona		Texas		43
4	Arkansas		Utah		44
5	California		Vermont		45
6	Colorado		Virginia		46
7	Connecticut		Washington	34	47
8	Delaware		West Virginia		48
9	Florida		Wisconsin	1,155	49
10	Georgia		Wyoming		50
11	Hawaii		District of Columbia		51
12	Idaho	41			
13	Illinois	(125)	Other		
14	Indiana	140	Canada		52
15	Iowa	352	Mexico	101	53
16	Kansas		Puerto Rico		54
17	Kentucky	4			55
18	Louisiana		Total—Other than U.S. Government Taxes	3,984	56
19	Maine				
20	Maryland		B. U.S. Government Taxes		
21	Massachusetts		Kind of tax	Amount	
22	Michigan	17	(a)	(b)	
23	Minnesota	1,430		\$	
24	Mississippi		Income taxes:		
25	Missouri	122	Normal tax and surtax		57
26	Montana	546	Excess profits		58
27	Nebraska		Total—Income taxes		59
28	Nevada		Old-age retirement*	28,491	60
29	New Hampshire		Unemployment insurance	2,167	61
30	New Jersey		All other United States Taxes		62
31	New Mexico		Total—U.S. Government Taxes	30,658	63
32	New York		Grand Total—Railway Tax Accruals		
33	North Carolina			34,642	64
34	North Dakota	58			
35	Ohio				
36	Oklahoma		*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:		
37	Oregon				
38	Pennsylvania		Hospital insurance	\$ 2,033	65
39	Rhode Island		Supplemental annuities	2,103	66
40	South Carolina				

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

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

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

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

(Dollars in thousands)

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)
1	555	Unusual or Infrequent Items:	\$	\$
2		Major restructuring charges, credits and expenses		
3		associated with court-authorized line abandon-		
4		ments which reduced respondent's total route		
5		miles approximately 5,800 during the year:		
6		Non-depreciable roadway property:		
7		Retirement charges	130,738	
8		Retirement credits (amortization of other		
9		elements of investment)		68,064
10		Depreciable roadway property retirement		
11		losses	28,790	
12		Employee severance and other labor		
13		protection expenses, including provision		
14		for payments scheduled or expected to be		
15		made in 1981	35,711	
16		Total Account 555	127,175	
17				
18	519	Miscellaneous Income:		
19		Land sales		35,815
20		Reduction in Account 80 for retirement of pre-		
21		reorganization and non-depreciable property		1,329
22		Write-off of reserve for severance and		
23		protective payments due employees affected		
24		by National Railroad Passenger Corporation		
25		operations		1,333
26		All other items		1,660
27		Total Account 519		40,137
28				
29				
30				

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

NOTES AND REMARKS

500. CONTINGENT ASSETS AND LIABILITIES

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

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

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

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

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

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

(Dollars in thousands)

Line No.	Item (a)	Amount (b)
		\$
1	<u>CONTINGENT LIABILITIES</u>	
2		
3	Railroad is a defendant, together with numerous other railroads,	
4	in three actions involving REA Express, Inc. or its affiliates	
5	("REA"), which involve damage claims aggregating about \$700,000,000.	
6	Railroad is informed that the solvent defendants in this case have	
7	reached a settlement agreement with REA, and that such settlement has	
8	been approved by REA's reorganization court but appealed by certain	
9	parties to the REA bankruptcy proceedings. Railroad remains a defend-	
10	ant in these suits at the present time.	
11		
12	Railroad is one of several defendants in a purported class action	
13	suit entitled <u>Organization of Minority Vendors, Inc., et. al. v.</u>	
14	<u>Illinois Central Gulf Railroad, et. al., United States District Court</u>	
15	<u>for the Northern District of Illinois, Eastern Division (No. 79 C</u>	
16	<u>1512).</u> The complaint alleges that the defendant-railroads, and the	
17	non-railroad defendants, have engaged in an unlawful combination and	
18	conspiracy to discriminate against the plaintiffs because of their	
19	race, color and national origin and to exclude plaintiffs from compet-	
20	ing with white-owned and operated business firms for contracts with	
21	the railroad-defendants in violation of the provisions of the Civil	
22	Rights Act, the Sherman Act, and the Clayton Act. The plaintiffs	
23	seek preliminary and permanent injunctions prohibiting commission of	
24	the allegedly illegal conduct, and a judgment of \$80,000,000, or	
25	treble damages of \$240,000,000.	
26		
27	Railroad has been served with a complaint filed with the Reorgan-	
28	ization Court seeking, on behalf of Unit-Trainship, Inc., the entry of	
29	a mandatory injunction requiring Railroad to account for all gross	
30	revenues produced by operation of its "Sprint-Train" between Chicago	
31	and Minneapolis, the tender of 10% of all such gross revenues to Unit-	
32	Trainship as damages for breach of an alleged contract, and the barring	
33	of the Sprint-Train operations as being in violation of Interstate	
34	Commerce Commission rules and The Elkins Act. The Trustees filed an	
35	answer seeking dismissal of the complaint and such further relief as	
36	the Court may deem just.	
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		

501. GUARANTIES AND SURETYSHIPS

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

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

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1	Chicago Union		\$	
2	Station Company			
3	CMStP&P RR Co.,	First Mortgage 4-5/8% Sinking Fund		
4	BN Inc., Penn	Bonds due June 1, 1988	22,000	Joint
5	Central, PB&W RR	Principal and interest guaranteed jointly and severally by proprietors at time of issue		
6				
7				
8				
9	Indiana Harbor Belt			
10	CMStP&P RR Co.,	First Mortgage Bonds 5-1/8% due June 1, 1982	2,995	Joint
11	Conrail,			
12	C&NW Transp. Co.	Principal and interest guaranteed jointly and severally by proprietors		
13				
14				
15				
16	Kansas City Term. Ry.			
17	AT&SF Ry., ICG RR,	10-1/4% guaranteed senior note due December 15, 1984	11,000	Joint
18	N&W Ry., BN Inc.,			
19	KCS Ry., StLSF Ry.	Proprietors assume obligation and liability as guarantors of notes, a sum equal to one-twelfth but not exceeding twenty-five (25) per cent of the amount of each note plus interest attributable thereto		
20	C&NW, MKT RR,			
21	UP RR, CMStP&P RR,			
22	MP RR, CRI&P RR			
23				
24				
25				
26				
27	Trailer Train Co.			
28	Various railroad	Conditional sale agreements	63	Joint
29	companies	Respondent's portion of principal guaranteed based on its proportion of stock ownership - 2.44%		
30				
31				
32				
33				
34				
35				
36				
37				
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 for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

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

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 700

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

TRACKS OPERATED AT COST FOR JOINT BENEFIT (For Switching and Terminal Companies Only)

Line No.	Name of owner(s)	Joint or common title holder(s)	Total mileage operated
1		Not Applicable	
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class	Proportion owned or leased by respondent	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total
				Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs, turnouts			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100	M	1,627	460	36	250	219	770	3,362
2										
3	1	100	B	1,580	11	-	103	147	296	2,137
4										
5	TOTAL CLASS 1			3,207	471	36	353	366	1,066	5,499
6										
7										
8										
9	1J	25%	M						1	1
10		33-1/3%	M						1	1
11		50%	M	7	7	4	4	15	18	55
12										
13	TOTAL CLASS 1J			7	7	4	4	15	20	57
14										
15										
16	1J	33-1/3%	B					6	2	8
17										
18		50%	B	26	1		2	7	85	121
19										
20	TOTAL CLASS 1J			26	1		2	13	87	129
21										
22										
23										
24	5		M	510	144		67	110	23	854
25										
26	5		B	151	33	14	30	34	60	322
27										
28										
29	TOTAL CLASS 5			661	177	14	97	144	83	1,176
30										
31										
32										
33										
34										
35										
36										
37										
38										
39										
40										
41										
42										
43										
44										
45										
46										
47										
48										
49										
50										
51										
52										
53										
54										
55	Total Main Line		XXX	2,144	611	40	321	344	813	4,273
56	Total Branch Lines		XXX	1,757	45	14	135	194	443	2,588
57	Grand Total		XXX	3,901	656	54	456	538	1,256	6,861
58	Miles of road or track electrified included in preceding grand total		XXX							

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

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

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

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

- 1) Owned jointly with the Chicago & North Western Transportation Company, each company owning an equal interest. Operated by the Chicago & North Western Transportation Company under contract dated October 25, 1879.
- 2) Owned jointly with Chicago & North Western Transportation Company, each company owning an equal interest. Operated by Chicago & North Western Transportation Company under contract dated August 10, 1892.

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

Give particulars, as of the close of the year, of all road operated and of all owned but not operated. The respondent's proportion of operated road held by it as joint or common owner, or under a joint lease, or under any joint arrangement, should be shown in columns (b), (c), (e), or (f), as may be appropriate. The remainder of jointly operated mileage should be shown in column (g). Respondent's proportion of road jointly owned, not operated, should be shown in columns (i) and (j), as may be appropriate. Tracks which have been permanently abandoned should not be included in columns (i) and (j).

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

Line No.	State or territory (a)	LINE OWNED			ROAD OPERATED BY RESPONDENT					LINE OWNED, NOT OPERATED BY RESPONDENT		New line constructed during year (k)
		Main line (b)	Branch lines (c)	Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)		
1	Illinois	186	89					155	430			
2	Indiana	87	7					185	279			
3	Iowa	160	475					63	698			
4	Kansas							7	7			
5	Kentucky							1	1			
6	Michigan							1	1			
7	Minnesota	308	271					209	788			
8	Missouri	135	5					16	156			
9	Montana	118							118			
10	North Dakota	103	124						227			
11	South Dakota	302	47						349			
12	Wisconsin	235	587					25	847			
13												
14												
15												
16	Total Mileage (single track)	1,634	1,605					662	3,901			

Road Initials: MILW

Year 19 80

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. 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.

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

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

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

INCREASES IN MILEAGE

Line No.	Class	Main (M) or branch (B) line	Running Tracks, Passing Tracks, Cross-Overs, Etc.				Miles of way switching tracks	Miles of yard switching tracks	Total	Remarks
			Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks, cross-overs and turn-outs				
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	5	M	176						176	*
2										
3										
4										
5										
6										
7										
8										
9										
10										
11										
12										
13	Total Increase		176						176	

DECREASES IN MILEAGE

14	1	M	1,366	23					1,389	*
15	5	M	26	15					41	*
16	1	B	3,650						3,650	*
17	5	B	644	103					747	*
18	1J	M	26						26	*
19	1J	B	78	2					80	*
20										
21										
22										
23										
24										
25	Total Decrease		5,790	143					5,933	

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

Owned by respondent:

Miles of road constructed _____ Miles of road abandoned 5,790

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.

* See Page 86 and 86A

NOTES AND REMARKS

705. CHANGES DURING THE YEAR-Continued

Changes in Miles of Road

Decrease:

<u>Class</u>	<u>Description</u>	<u>Miles of Road</u>	<u>Date</u>	<u>Remarks</u>
1-B	Sparta to Viroqua, WI	35	Feb.	Docket AB-7, Sub. 37
1-B	Paralta to Hopkinton, IA	32	Feb.	Docket AB-7, Sub. 43
1-B	Monroe to Mineral Point, WI	48	Feb.	Docket AB-7, Sub. 49
1-B	Kirkland to DeKalb, IL	15	Feb.	Docket AB-7, Sub. 51
1-B	Anana to Rutledge, IA	65	Feb.	Docket AB-7, Sub. 54F
1-B	Rockwell City to Storm Lake, IA	39	Feb.	Docket AB-7, Sub. 55F
1-B	Farmington to Benning, MN	55	Feb.	Docket AB-7, Sub. 56F
5-B	Farmington to Benning, MN	3	Feb.	Docket AB-7, Sub. 56F
1-B	Farmington to Shakopee, MN	25	Feb.	Docket AB-7, Sub. 57F
1-B	I.M. & D. Jct. to Ramsey, MN	100	Feb.	Docket AB-7, Sub. 58F
1-B	Milton Jct. to Waukesha, WI	41	Feb.	Docket AB-7, Sub. 59F
1-B	Jackson to Egan, S.D.	98	Feb.	Docket AB-7, Sub. 61F
1-B	Faribault to Zumbrota, MN	35	Feb.	Docket AB-7, Sub. 62F
1-B	Tomahawk to Heafford Jct., WI	6	Feb.	Docket AB-7, Sub. 63F
1-B	Walworth to Avalon, WI	14	Feb.	Docket AB-7, Sub. 65F
1-B	Ortonville, MN to Fargo, ND	117	Feb.	Docket AB-7, Sub. 68F
1-B	Ripon Jct. to Oshkosh, WI	19	Feb.	Docket AB-7, Sub. 71F
1-B	Roscoe, SD to Linton, ND	74	Feb.	Docket AB-7, Sub. 75F
1-B	Aberdeen, SD to Edgeley, ND	63	Feb.	Docket AB-7, Sub. 76F
1-B	Newport to Metaline Falls, WA	62	Feb.	Docket AB-7, Sub. 64F
1-B	Port Townsend to Port Angeles, WA	51	Feb.	Docket AB-7, Sub. 86
1-B	Beaver Dam Jct. to Beaver Dam, WI	2	Mar.	Condemned by Wis.
1-B	Fox Lake Jct. to Fox Lake, WI	3	Mar.	Condemned by Wis.
1-B	Brandon to Markesan, WI	11	Mar.	Condemned by Wis.
1-B	Horicon to Ripon, WI	30	Mar.	Condemned by Wis.
1-B	Granville to Menomonee Falls, WI	3	Mar.	Condemned by Wis.
1-B	N. Milwaukee to Cambria, WI	72	Mar.	Condemned by Wis.
1-B	Janesville to Avalon, WI	6	Mar.	Condemned by Wis.
1-B	Janesville to Monroe, WI	33	Mar.	Condemned by Wis.
1-B	Durand to Eau Claire, WI	34	Mar.	Condemned by Wis.
1-B	Iron Ridge to Fond Du Lac, WI	26	Mar.	Condemned by Wis.
5-B	Iron Ridge to Fond Du Lac, WI	1	Mar.	Condemned by Wis.
1-B	Lone Rock to Prairie Du Chien, WI	54	Mar.	Docket AB-7, Sub. 83F
1-B	Channing to Ontonagon, MI	93	Mar.	Docket AB-7, Sub. 85F
1-B	Green Bay, WI to Republic, MI	138	Mar.	Docket AB-7, Sub. 74F
1-B	Andover, SD to Brampton, ND	43	Mar.	Docket AB-7, Sub. 79F
1-M	Miles City, MT to Tacoma, WA	1035	Apr.	Docket AB-7, Sub. 86
1J-M	Miles City, MT to Tacoma, WA	26	Apr.	Docket AB-7, Sub. 86
5-M	Miles City, MT to Tacoma, WA	24	Apr.	Docket AB-7, Sub. 86
1-B	Harlowton to Agawam, MT	236	Apr.	Docket AB-7, Sub. 86
1J-B	Harlowton to Agawam, MT	30	Apr.	Docket AB-7, Sub. 86
1-B	Lewistown to Heath, MT	10	Apr.	Docket AB-7, Sub. 86
1-B	Lewistown to Winifred, MT	44	Apr.	Docket AB-7, Sub. 86
1-B	St. Maries to Bovill, ID	50	Apr.	Docket AB-7, Sub. 86
1-B	Plummer to Spokane, WA	20	Apr.	Docket AB-7, Sub. 86
1-B	Dishman, WA to Coeur D'Alene, ID	18	Apr.	Docket AB-7, Sub. 86
1-B	Warden to Marcellus, WA	47	Apr.	Docket AB-7, Sub. 86
1-B	Tiflis to Moses Lake, WA	16	Apr.	Docket AB-7, Sub. 86
1-B	Royal City Jct. to Royal City, WA	5	Apr.	Docket AB-7, Sub. 86
1-B	Cedar Falls to Snoqualmie Falls, WA	12	Apr.	Docket AB-7, Sub. 86
1-B	Renton to Limestone Jct., WA	34	Apr.	Docket AB-7, Sub. 86
1-B	Hampton to Lynden, WA	5	Apr.	Docket AB-7, Sub. 86
1-B	Tacoma to Morton, WA	67	Apr.	Docket AB-7, Sub. 86
5-B	Renton to Limestone Jct., WA	104	Apr.	Docket AB-7, Sub. 86

NOTES AND REMARKS

705. CHANGES DURING THE YEAR-Continued

Changes in Miles of Road

Decrease (Continued)

Class	Description	Miles of Road	Date	Remarks
1-B	Frederickson to Helsing Jct., WA	49	Apr.	Docket AB-7, Sub. 86
1J-B	Helsing Jct. to Hoquiam, WA	44	Apr.	Docket AB-7, Sub. 86
1-B	Maytown to Chehalis Jct., WA	19	Apr.	Docket AB-7, Sub. 86
5-B	Chehalis Jct. to Raymond, WA	53	Apr.	Docket AB-7, Sub. 86
5-B	Chehalis Jct., WA to Portland, OR	87	Apr.	Docket AB-7, Sub. 86
1J-B	Longview Jct. to Longview, WA	4	Apr.	Docket AB-7, Sub. 86
5-B	Plummer to Spokane, WA	20	Apr.	Docket AB-7, Sub. 86
5-B	Dishman to Coeur D'Alene, ID	7	Apr.	Docket AB-7, Sub. 86
5-B	Helsing Jct. to Hoquiam, WA	6	Apr.	Docket AB-7, Sub. 86
1-B	Delmar to Momence, IL	4	May	Docket AB-7, Sub. 87
1-B	South Chicago Heights to Fayette, IN	138	May	Docket AB-7, Sub. 87
5-B	Council Bluffs, IA to S. Omaha, NE	6	June	Docket AB-7, Sub. 88
1-B	Delmar to Maquoketa, IA	6	June	Docket AB-7, Sub. 88
1-B	Indian Creek to Amana, IA	26	June	Docket AB-7, Sub. 88
5-B	Indian Creek to Amana, IA	1	June	Docket AB-7, Sub. 88
1-B	Clive to Woodward, IA	22	June	Docket AB-7, Sub. 88
1-B	Des Moines to Spencer, IA	153	June	Docket AB-7, Sub. 88
5-B	Des Moines to Spencer, IA	2	June	Docket AB-7, Sub. 88
1-M	Green Island to Council Bluffs, IA	331	June	Docket AB-7, Sub. 88
5-M	Green Island to Council Bluffs, IA	2	June	Docket AB-7, Sub. 88
1-B	Manilla to Sioux City, IA	96	June	Docket AB-7, Sub. 88
1-B	Sioux City, IA to Aberdeen, SD	229	June	Docket AB-7, Sub. 88
1-B	Elk Point to Sioux Falls Jct., SD	68	June	Docket AB-7, Sub. 88
1-B	Elk Point to Sioux Falls Jct., IA	35	June	Docket AB-7, Sub. 88
1-B	Egan to Madison, SD	26	June	Docket AB-7, Sub. 88
1-B	Madison to Bryant, SD	48	June	Docket AB-7, Sub. 88
1-B	Napa to Platte, SD	82	June	Docket AB-7, Sub. 88
1-B	Sheldon to Canton, SD	39	June	Docket AB-7, Sub. 88
1-B	Canton to Rapid City, SD	369	June	Docket AB-7, Sub. 88
1-B	Davis Jct. to McNabb, IL	38	Sept.	Docket AB-7, Sub. 89
5-B	Davis Jct. to McNabb, IL	39	Sept.	Docket AB-7, Sub. 89
1-B	Rockton to Kittredge, IL	48	Sept.	Docket AB-7, Sub. 90
5-B	Lakeland Jct., MN to Eau Claire, WI	69	Dec.	Docket AB-7, Sub. 92
1-B	Morningside, MN to Edgeley, ND	32	Dec.	Docket AB-7, Sub. 76F
1-B	Cambria to Portage, WI	16	Dec.	Docket AB-7, Sub. 67F
1-B	Farmington to Benning, MN	1	Dec.	Docket AB-7, Sub. 56F
5-B	West Davenport, IA to Birmingham, MO	236	Dec.	Docket
5-B	Eldon to Ottumwa, IA	10	Dec.	Docket
Total Decrease		5,790		

Increase:

5-M North Harvey to Terre Haute, IN 176 May Docket 29186, Sub 1

Net Decrease 5,614

Decrease:

Class	Description	Miles of Second Main Track	Date	Remarks
5-B	Chehalis Jct. to Portland, OR	88	Apr.	Docket AB-7, 86
1J-B	Longview Jct. to Longview, WA	2	Apr.	Docket AB-7, 86
5-M	Miles City to Tacoma, WA	13	Apr.	Docket AB-7, 86
1-M	Green Island to Council Bluffs, IA	23	June	Docket AB-7, 88
5-M	Green Island to Council Bluffs, IA	2	June	Docket AB-7, 88
5-B	Council Bluffs, IA to Omaha, NE	6	June	Docket AB-7, 88
5-B	Davis Jct. to McNabb, IL	9	Sept.	Docket AB-7, 89
Total Decrease		143		

NOTES AND REMARKS

RC-131300 RICHARD S. OGILVIE, TRUSSEE OF THE PROPERTY
OF CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC
RAILROAD, COMPANY; JEBTOR 1980

3

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

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

5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from third rail or overhead, or internal combustion engines located on the car itself. Trailers equipped for use only in trains of cars that are self-propelled are to be included as self-propelled equipment.

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

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

7. Column (k) should show aggregate capacity for all units reported in column (f), 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.

#017

710. INVENTORY OF EQUIPMENT

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

Line No.	Type or design of units	Units in service of respondent at beginning of year	Changes During the Year				Units at Close of Year			
			New units purchased or built	New units leased from others	Rebuilt units acquired and rewritten into property accounts	All other units including reclassification and second hand units purchased or leased from others	Units retired from service whether owned or leased, including reclassification	Owned and used	Leased from others	Total in service of respondent (col. (h) & (i))
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
Locomotive Units										
1 Diesel-Freight A units		34					5	29		29
2 Diesel-Freight B units		11						11		11
3 Diesel-Passenger A units		29		1					30	30
4 Diesel-Passenger B units		429					10	241	178	419
5 Diesel-Multiple purpose A units							20	157		157
6 Diesel-Multiple purpose B units		177					2	438	208	646
7 Diesel-Switching A units		2					37			
8 Diesel-Switching B units		682		1						
9 Total (lines 1 to 8)										
10 Electric-Locomotives										
11 Other self-powered units										
12 Total (lines 9, 10 and 11)		682		1			37	438	208	646
13 Auxiliary units		5						5		5
14 Total Locomotive Units (lines 12 and 13)		687		1			37	443	208	651
										XXXX
										XXXX

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

DISTRIBUTION OF LOCOMOTIVE UNITS IN SERVICE OF RESPONDENT AT CLOSE OF YEAR, DISREGARDING YEAR OF REBUILDING																
Line No.	Type or design of units	Before Jan. 1, 1960	Between Jan. 1, 1960, and Dec. 31, 1964		Between Jan. 1, 1965, and Dec. 31, 1969		Between Jan. 1, 1970, and Dec. 31, 1974		Between Jan. 1, 1975 and Dec. 31, 1979		During Calendar Year				TOTAL	
			(b)	(c)	(d)	(e)	(f)	1980	1981	1982	1983	1984				
	(a)										(g)	(h)	(i)	(j)	(k)	
15 Diesel		280	19	133	142	71					1					646
16 Electric																
17 Other self-powered units																
18 Total (lines 15 to 17)		280	19	133	142	71					1					646
19 Auxiliary units		5														5
20 Total Locomotive Units (lines 18 and 19)		285	19	133	142	71					1					651

710. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data:

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.

2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.

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

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year		Changes During the Year			
		Time-mileage cars	All others	Units Installed			
				New units purchased or built ¹	New or rebuilt units leased from others ¹	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹	All other units, including reclassification and second hand units purchased or leased from others
(a)		(b)	(c)	(d)	(e)	(f)	(g)
FREIGHT TRAIN CARS							
41	Plain Box Cars - 40' (B100-129)	4,399				20	
42	Plain Box Cars - 50' (B200-229; B300-329)	5,394				2	9
43	Equipped Box Cars (All Code A)	1,973				483	196
44	Plain Gondola Cars (G092-392; G401-492)	549				1	7
45	Equipped Gondola Cars (All Codes C and E)	762				1	45
46	Covered Hopper Cars (L151-154; 251-254; 351-354; 451-454; 551-554; 651-654; 751-754)	3,816	100		513	3	
47	Open Top Hopper Cars-General Service (All Code H)	1,209					
48	Open Top Hopper Cars-Special Service (All Codes J and K)	17					
49	Refrigerator Cars - Non-mechanical (R100, 101, 102, 103, 105, 106, 107, 108, 109, 113, 114, 115, 116, R200, 201, 202, 203, 205, 206, 207, 208, 209, 213, 214, 215, 216)	792	286				
50	Refrigerator Cars - Mechanical (R104, 110, 111, 112, 117, 118, R204, 210, 211, 212, 217, 218)	320					
51	Flat Cars - TOFC/COFC (F071-078; F871-978)	13	119				
52	Flat Cars - Multi-level (All Code V)		1,241		6		
53	Flat Cars - General Service (F101-109; F201-209)	875	9126				73
54	Flat Cars - Other (F111-139; 211-289; 301-389; 401-540)	603	844909		151		14429
55	Tank Cars - Under 22,000 Gallons (T-0, T-1, T-2, T-3, T-4, T-5)		2				
56	Tank Cars - 22,000 Gallons & Over (T-6, T-7, T-8, T-9)	1					
57	All Other Freight Cars (F191-199; 291-391; L006-048; L070, L080, L090 - All "L" with second numeric 6; L161-L764; T-770; All Class S)	1,213				1	
58	Total (lines 41 to 57)	21,936	2,683		670	511	474409
59	Caboose (All N)	XXXX	392				
60	Total (lines 58, 59)	21,936	3,075		670	511	474409
'Box unequipped, XF boxcars and plain gondolas (which relate to incentive per diem orders).		New units purchased or built			Units rebuilt or acquired		
		General funds		Incentive funds	General funds		Incentive funds

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* See last year's rpt. (not in publication)

710. INVENTORY OF EQUIPMENT--Continued

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

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

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

Changes during year (Concluded)	Units At Close of Year						Line No.
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)	Leased to others	
			Time-mileage cars	All other			
Units retired from service of respondent whether owned or leased in- cluding re- classification	(i)	(j)	(k)	(l)	(m)	(n)	
(h)	(i)	(j)	(k)	(l)	(m)	(n)	
890	2,937	592	3,529		194,073		41
1,089	4,098	218	4,316		314,525		42
104	1,710	838	2,548		184,795		43
124	433		433		36,795		44
125	409	274	683		56,216		45
49	2,815	1,568	4,284	99	401,363		46
180	979	50	1,029		65,149		47
17							48
							49
85	667	326	759	234	66,583		
124	95	101	196		12,713		50
123	9		9		356		51
181		1,066		1,066	47,402		52
149 214	736	89	736	89	50,170		53
351	597	794	597	794	106,627		54
2							55
1							56
							57
652	472	90	562		30,918	112	
4,246 431	15,957	6,006	19,681	2,282	1,567,685	112	58
10	368	14	xxxx	382	xxxxxxxxxxx		59
4,256 432	16,325	6,020	19,681	2,664	1,567,685	112	60

710. INVENTORY OF EQUIPMENT—Concluded

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

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

NOTES AND REMARKS

Notes for Page 88

9 diesel electric passenger locomotives owned by North Suburban Mass Transit District and operated under 25-year purchase and lease agreement between the District and Respondent.

13 diesel electric passenger locomotives owned by Northwest Suburban Mass Transit District and operated under a 25-year purchase and lease agreement between the District and Respondent.

8 diesel electric passenger locomotives owned by Regional Transportation Authority and operated under a lease agreement between the Regional Transportation Authority and Respondent.

710. INVENTORY OF EQUIPMENT—Concluded

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

Changes during year (Concluded)	Units At Close of Year					Line No.	
	Owned and used	Leased from others	Total in service of respondent (col. (i) & (j))		Aggregate capacity of units reported in col. (k) & (l) (see ins. 4)		Leased to others
			Pier diem	All other			
Units retired from service of respondent whether owned or leased, including reclassification	(i)	(j)	(k)	(l)	(m)	(n)	
			X X X X			61	
	2		X X X X	2		62	
	2		X X X X	2		63	
						64	
						65	
						66	
						67	
						68	
						69	
						70	
						71	
						72	
						73	
						74	
						75	

NOTES AND REMARKS

Notes for Page 89

- 5 Bi-level Suburban Coaches owned by North by North Suburban Mass Transit District and operated under 25-year purchase and lease agreement between the District and Respondent.
- 98 Bi-level Suburban Coaches owned by Northwest Suburban Mass Transit District and operated under a 25-year purchase and lease agreement between the District and Respondent.
- 25 Bi-level Suburban Coaches owned by Regional Transportation Authority and operated under a lease agreement between the Regional Transportation Authority and Respondent.

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

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

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

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

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

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

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

7. Report dollars in thousands.

NEW UNITS

Line No.	Class of equipment (a)	Number of units (b)	Total weight (tons) (c)	Total cost (d)	Method of acquisition (see instructions) (e)
1					
2					
3					
4	NONE				
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25	TOTAL		XXXX		XXXX

REBUILT UNITS

26					
27					
28	NONE				
29					
30					
31					
32					
33					
34					
35					
36					
37			XXXX		XXXX
38	TOTAL		XXXX		XXXX
39	GRAND TOTAL		XXXX		XXXX

Road Initials: MILW

Year 19 80

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NOTES AND REMARKS

715. HIGHWAY MOTOR VEHICLE OPERATIONS

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

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

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

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

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

A. OPERATED BY RESPONDENT
(Revenue and nonrevenue service)

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

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

B. OPERATED BY OTHERS
(Revenue service)

Line No.	Item (a)	Bogies (b)	Buses (c)	Chassis (d)
Traffic carried:				
20	Tons—Revenue freight	XXXXXX	XXXXXX	XXXXXX
21	Revenue passengers	XXXXXX	NONE	XXXXXX
Traffic handled 1 mile:				
22	Ton-miles—Revenue freight	XXXXXX	XXXXXX	XXXXXX
23	Revenue passenger-miles	XXXXXX	NONE	XXXXXX

715. HIGHWAY MOTOR VEHICLE OPERATIONS—Concluded

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

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

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

Containers (e)	Semitrailers (f)	Tractors (g)	Trailers (h)	Trucks (i)	Combination bus-trucks (j)	Line No.
						1
						2
						3
						4
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX		5
XXXXXX		XXXXXX			XXXXXX	6
XXXXXX				XXXXXX	XXXXXX	7
						8
						9
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	10
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	11
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	12
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	13
XXXXXX	XXXXXX	XXXXXX	XXXXXX		XXXXXX	14
XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	XXXXXX	15
		2	80	564		16
		1		24		17
			7	128		18
		3	73	460		19

B. OPERATED BY OTHERS—Concluded
(Revenue service)

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

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

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

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

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

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

Line No.	Name and address of highway motor-vehicle enterprise (a)	Nature of respondent's interest (b)	Date on which respondent's direct or indirect interest was originally acquired (c)
1	The Milwaukee Motor Transportation	Direct	December 1942
2	Company, Chicago, Illinois		
3			
4	M.T.I. Incorporated	Indirect, The Milwaukee	July 1961
5	Chicago, Illinois	Motor Transportation	
6		Company (Intermediary)	
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

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

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

*Track category

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

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

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

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

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

2. These schedules shall only include those lines maintained by the reporting carrier. It shall not include track maintained by others over which the reporting carrier has trackage rights.
 3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.
 4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

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

NOTE: Only lines shown on Title VIII map dated December 15, 1980 are reported. Potential abandonments consist of that trackage shown on said map as being Category 1, 2 or 3.

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

Line No.	Track category (a)	Mileage of tracks at end of period (b)	Average annual traffic density in millions of gross ton-miles per mile** (c)	Average running speed limit (d)	Average speed reduction per slow order track mile (e)	Track miles under slow orders at end of period (f)
1	A					
2	B	493	11.9	65 MPH	24 MPH	111
3	C	690	9.4	37 MPH	16 MPH	141
4	D	837	3.3	30 MPH	12 MPH	539
5	E	456	0.3	21 MPH	12 MPH	184
6	F	1,288	-	-	-	-
7	Potential abandonments	499	XXXXXXXXXX	XXXXX	XXXXX	-
8	Total	1,493	XXXXXXXXXX	30 MPH	10 MPH	165
		5,756	6.3	40 MPH	13 MPH	410
						1,550

721. TIES LAID IN REPLACEMENT

(1) Disclose the requested information concerning ties laid in replacement.

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

(3)

Line No.	Track Category (a)	Number of cross-ties laid in replacement										Total (i)	Switch and Bridge Ties (Board feet) (j)	% of Spot Maintenance (k)
		New Ties			Second-hand ties			Other (e)	Concrete (d)	Other (h)				
		Wooden		Untreated (c)	Wooden		Untreated (g)							
		Treated (b)	Untreated (b)		Treated (f)	Untreated (g)								
1	A	69,286							344			69,630	119,699	17%
2	B	153,334							44,238			197,572	235,446	20%
3	C	165,489							50,294			215,783	328,197	28%
4	D	42,386							7,524			49,910	37,463	62%
5	E	35,181							42,923			81,104	374,673	68%
6	F	28,524							311			28,835	87,740	0%
7	Potential Abandonment's	125,660							7,042			132,702	79,732	25%
8	Total	622,860							152,676			775,536	1,262,950	30%

Remarks:

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

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

In column (a) classify the ties as follows:

(U) Wooden ties untreated when applied.

(T) Wooden ties treated before application.

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

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

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

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)
		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	889	\$ 14.1689	\$ 13	37.759	\$ 409.3974	\$ 15	New Ties
2	T	10	1.75	*				SH Ties
3								
4								
5								
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20	Total	899	14.0308	13	37.759	409.3974	15	
21	* Less than \$500							
	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which ties were laid							
	NONE							
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid							
	.3987							

723. RAILS LAID IN REPLACEMENT

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

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

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)						Total		Percent of spot maintenance (h)
		New rail		Relay rail		Bolted rail (e)	Welded rail (f)	Bolted rail (g)		
		Welded rail (b)	Bolted rail (c)	Welded rail (d)						
1	A	59.28	3.82			8.95	59.28	12.77	16.8%	
2	B		6.67			11.49		18.16	100%	
3	C		0.39	48.06		23.05	48.06	23.44	32.8%	
4	D		0.40			6.82		7.22	100%	
5	E		3.17	2.40		23.28	2.40	26.45	91.7%	
6	F	12.56	3.87			9.56	12.56	13.43	51.7%	
7	Potential Abandonments		1.24			15.48		16.72	100%	
8	Other									
9	TOTAL	71.84	19.56	50.46		98.63	122.30	118.19	48.9%	

Remarks

728. DEFERRED MAINTENANCE-TRACKS

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

Line No.	Type of Track	Monetary Amount of Deferred Maintenance		
		End of the Year (b)	Beginning of the Year (c)	
1	A	\$ 7,670,000	\$ 15,010,000	
2	B	27,223,000	59,998,000	
3	C	82,004,000	27,232,000	
4	D	35,371,000	31,444,000	
5	E	49,830,000	41,568,000	
6	F	11,908,000	6,232,000	
7	Potential Abandonments	88,010,000	577,892,000	
8	Total Tracks	302,016,000	759,376,000	
Selected Track Maintenance		Quantities of Deferred Maintenance		
		End of the Year	Beginning of the Year	
9	Crossies	3,502,000 EA	8,875,000 EA	
10	Rail	1,103 Track Miles	3,648 Track Miles	
11	Ballast	2,743,000 CY	4,968,000 CY	

Remarks

Deferred maintenance, for this purpose, is that work required to restore the trackage to its desired utility.

NOTES AND REMARKS

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

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

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

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

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

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

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS			
		Weight of Rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc., during year	Average cost per ton (2,000 lb.)	Weight of Rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb.)
		Pounds per yard of rail	Number of tons (2,000 lb.)			Pounds per yard of rail	Number of tons (2,000 lb.)		
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	4					90 SH	4.965	*	41.09
2	4					100 SH	45.425	3	61.23
3	2					100	7.867	2	250.45
4	2					133	3.081	1	469.06
5	4					133 SH	3.990	*	40.00
6	2					115	0.633	*	254.48
7	4					85 SH	4.675	*	40.00
8									
9									
10									
11									
12									
13									
14									
15									
16	Total	X X X				X X X	70.636	6	97.81

* Cost less than \$500.00

17 Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid NONE

18 Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid .3987

19 Track-miles of welded rail installed this year 61.15 : total to date 174.04

725. WEIGHT OF RAIL

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

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

Line No.	Weight of rails per yard (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)
1	Pounds 132	526		
2	131	524		
3	130	49		
4	115	560		
5	112	757		
6	110	4		
7	105	1		
8	100	359		
9	90	635		
10	85	118		
11	80	6		
12	75	22		
13	70	4		
14	65	128		
15	60	65		
16				

726. SUMMARY OF TRACK MAINTENANCE

1. Disclose the requested information concerning the summary of track maintenance.
2. In column (d), (f), and (i) give the percentage of replacements to total units of property at year end.

Line No.	Track category (a)	Ties		Percent replaced (d)	Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Ballast	Track surfacing	
		Number of ties replaced Cross-ties (Board Feet) (b)	Switch and Bridge Ties (Board Feet) (c)					Cubic yards of ballast placed (g)	Percent surfaced (i)
1	A	70	120	5.0%	72.05	7.31%	107,585	40.3	8.17%
2	B	197	235	10.1%	18.16	1.32%	37,879		0%
3	C	216	328	9.1%	71.50	4.27%	103,903	40	4.78%
4	D	50	37	3.9%	7.22	0.79%	32,076	16.1	3.53%
5	E	81	375	2.2%	28.85	1.12%	11,155	6	0.47%
6	F	29	88	2.0%	25.99	2.60%	26,116	10	2.00%
7	Potential abandonments	133	80	3.1%	16.72	0.56%	3,500		0%
8	Total	776	1,263	4.7%	240.49	2.09%	322,214	112.4	1.95%

727. TEN-YEAR SUMMARY OF TRACK MAINTENANCE

1. Report in appropriate columns total numbers of replacements for all categories of track lines and the percentage of replacements to the units of property.
2. Explain in "Remarks" changes in track mileage due to acquisition, mergers, major abandonments and other disposals.

Line No.	Year (a)	Ties		Percent replaced (d)	Miles of rail replaced (rail-miles) (e)	Percent replaced (f)	Ballast	Track surfacing	
		Number of ties replaced Cross-ties (Board Feet) (b)	Switch and Bridge Ties (Board Feet) (c)					Cubic yards of ballast placed (g)	Percent surfaced (i)
1	Current year 1980	776	1,263	4.7%	240.49	2.09%	322,214	112.4	1.95%
2	First preceding 1979	1,066	1,463	3.1%	202.26	0.85%	789,976	535.7	4.48%
3	Second preceding 1978	756	1,235	2.2%	171.95	0.70%	364,035	108.1	0.88%
4	Third preceding 1977	776	1,288	2.2%	138.14	0.54%	254,408	145.2	1.14%
5	Fourth preceding 1976	414	1,307	1.1%	140.88	0.55%	141,641	70.8	0.55%
6	Fifth preceding 1975	384	1,048	1.0%	149.83	0.58%	107,341	55.9	0.43%
7	Sixth preceding 1974	626	1,290	1.7%	214.42	0.82%	312,977	286.0	2.18%
8	Seventh preceding 1973	589	1,345	1.6%	320.89	1.21%	212,282	284.4	2.15%
9	Eighth preceding 1972	713	1,261	1.9%	207.45	0.78%	164,255	169.8	1.27%
10	Ninth preceding 1971	641	1,582	1.7%	214.23	0.79%	36,512	99.9	0.73%

REMARKS

Columns (b) and (c) are in thousands (000) for both Schedule 726 and Schedule 727

Road Initials: MILW

Year 19 80

750. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS

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

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

A. LOCOMOTIVES

Line No.	Kind of locomotive service (a)	Diesel	Electric	Other (Steam, Gas Turbine, Etc.)	
		Diesel oil (gallons) (b)	Kilowatt-hours (c)	Coal (tons) (d)	Fuel oil (gallons) (e)
1	Freight	50,839,820			
2	Passenger	4,171,737			
3	Yard switching	7,604,347			
4	Total	62,615,904			
5	Cost of Fuel*	\$51,597	\$	\$	\$
6	Work Train	429,864			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	Diesel	Electric	Gasoline
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
7	Freight			
8	Passenger			
9	Yard switching			
10	Total			
11	Cost of Fuel*	\$	\$	\$
12	Work Train			

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

760. GRADE CROSSINGS

A—Railroad With Railroad

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

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

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

Line No.	Number of crossings	Interlocking	Automatic signals (automatic interlocking)	Derails on one line, no protection on other	Hand-operated signals, without interlocking	Gates	Total specially protected	Total not specially protected	Grand total
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
1	Number at beginning of year	25	51		3	19	98	63	161
2	Crossing added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection	4	23			8	35	36	71
6	Other causes	21	28		3	11	63	27	90
7	Number at close of year								
8	Number at Close of Year by States:								
113 8	Illinois	7	1				8	6	14
114 9	Indiana	3*	3			1	7	2	9
115 10	Iowa		9		2	3	14	2	16
122 11	Michigan						8	4	12
123 12	Minnesota	2	6					2	2
125 13	Missouri						4	1	5
141 14	South Dakota		3		1				
149 15	Wisconsin	9	6			7	22	8	30
16									
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*Includes five crossings operating from two interlocking plants.

760. GRADE CROSSINGS—Continued
B—Railroad With Highway

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

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

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

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

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

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE

TYPES OF PROTECTION FOR, AND NUMBERS OF CROSSINGS AT GRADE																		
Line No.	Item of Annual Change	(a)	Automatic gates with flashing lights		Automatic flashing light signals		Gates manually operated		Watchmen only		Audible signals only	Other automatic signals	Total indicating warning of train approach	"Railroad crossing" crossbuck	Cross-buck signs with other fixed signs	Other fixed signs only	No signs or signals	Total crossings at grade
			(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)								
1	Number at beginning of year		256	1,243	1	2		5	42	675	2,224	6,124	24	407		8,779		
2	Added: By new, extended or relocated highway																	
3	By new, extended or relocated railroad																	
4	Total added																	
5	Eliminated: By closing or relocation of highway																	
6	By relocation or abandonment of railroad		43	494					9	225	771	3,331	21	364		4,487		
7	By separation of grades		1															
8	Total eliminated		44	496					9	225	774	3,361	21	364		4,520		
9	Changes in protection: Number of each type added		23	13							36					36		
10	Number of each type deducted			14						1	15	21						
11	Net of all changes		-21	-497					-9	-226	-753	-3375	-21	-364		-4,513		
12	Number at close of year		235	746	1	2		5	33	449	1,471	2,749	3	43		4,266		
13	Number at close of year by States:																	
14	Illinois		105	122		1			2	104	334	198				532		
15	Indiana		3	31					22	56	141					197		
16	Iowa		12	111		1		3		58	185	633	2	16		836		
17	Michigan			3							3	10				13		
18	Minnesota		24	120	1				66	211	568			27		806		
19	Missouri		1	11					1	13	58					71		
20	Montana		1	6						7	23					30		
21	North Dakota		2	8						10	151					161		
22	South Dakota		4	23						27	207					234		
23	Wisconsin		83	311				2	31	198	625	760	1			1,386		
24																		
25																		
26																		

761. GRADE SEPARATIONS Highway-Railroad

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

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

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

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

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

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

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

Line No.	Items of Annual Change (a)	Types and numbers of highway-railroad grade separations		
		Overpass (Highway above railroad) (b)	Underpass (Railroad above highway) (c)	TOTAL (d)
1	Number at beginning of year	626	564	1,190
2	Added: By new, extended or relocated highway			
3	By new, extended or relocated railroad			
4	By elimination of grade crossing	1		1
5	Total added	1		1
6	Deducted: By closing or relocation of highway	267	226	493
7	By relocation or abandonment of railroad	267	226	493
8	Total deducted	-266	-226	-492
9	Net of all changes	360	338	698
10	Number at close of year			
11	Number at close of year by States:			
113 11	Illinois	32	111	143
114 12	Indiana	9	8	17
115 13	Iowa	45	44	89
123 14	Minnesota	97	69	166
125 15	Missouri	15	15	30
126 16	Montana	2	1	3
134 17	North Dakota	6	1	7
141 18	South Dakota	24	14	38
149 19	Wisconsin	130	75	205
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800. CONTRACTS, AGREEMENTS, ETC.

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

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

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

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

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

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

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

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

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

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

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

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

1. (a) - None

1. (b) Purchase Agreement dated February 8, 1980 between respondent and Escanaba & Lake Superior Railroad Company covering purchase by the E&LS of respondent's line of railroad extending from Iron Mountain, Michigan to Ontonagon, Michigan.

Agreement For Options And Right Of First Refusal To Purchase Railroad Properties dated February 8, 1980 between respondent and Escanaba & Lake Superior Railroad Company covering respondent's line of railroad extending from Iron Mountain, Michigan to Green Bay, Wisconsin.

Agreement dated February 22, 1980 between the respondent and Chicago, Madison & Northern Railroad Company covering CM&N's short-term lease of respondent's trackage between Janesville and Monroe, Wisconsin.

Two agreements dated February 26, 1980 between respondent and the Chicago, Madison and Northern Railway Company whereby the respondent grants unto the CM&N the non-exclusive right to operate its trains, engines and cars over respondent's solely owned tracks, as well as to interchange cars, at Janesville and Sparta Wisconsin.

Agreement dated March 1, 1980 between Missouri Pacific Railroad Company and respondent whereby each party grants the right to operate its locomotive units and cabooses to the other over the other's line of railroad in connection with the operation of through freight trains delivered by one party to the other at Kansas City, Missouri.

1. (b) Lease Agreement No. 83154 dated March 3, 1980 whereby the respondent leases to the Seattle & North Coast Railroad Company of Seattle, Washington its line of railroad, Port Townsend to Port Angeles, Washington.

Letter Agreement dated March 7, 1980 between respondent and Cedar Rapids and Iowa City Railway Company covering CR&IC's operation over respondent's line between Middle Amana, Iowa and Cedar Rapids, Iowa; over the Rock Island's 4th Street Corridor in Cedar Rapids where respondent has been operating under trackage rights; and over certain terminal and industry tracks in Cedar Rapids, Iowa, authorized by ICC Service Order No. 1431, March 4, 1980.

Letter Agreement dated March 10, 1980 between respondent, Washington, Idaho and Montana Railway Company and Burlington Northern, Inc. covering sale of respondent's land and trackage in Washington, Idaho, Montana, North and South Dakota, Minnesota and Wisconsin to BN Inc.

Burlington Northern Inc. letter of March 14, 1980 and respondent's wire of March 27, 1980 constituting agreement to cover BN's temporary use of respondent's trackage for purpose of constructing connections to respondent's trackage which BN is purchasing.

Memorandum of Understanding dated March 27, 1980 between the Kansas City Terminal Railway Company and respondent detailing the responsibilities before, at, and after the transition from KCT operation to respondent's operation of the following lines of the Rock Island Railroad now operated by the respondent under Service Order:
West Davenport to Muscatine, including Muscatine, through to Fruitland, Iowa.
Scymour to Centerville, Iowa.
Industry tracks at Washington, Iowa.
Newport to St. Paul Park, Minnesota.

Purchase Agreement dated March 28, 1980 between respondent and Union Pacific Railroad Company covering sale by the respondent to the UP of certain lines of railroad and facilities in Washington and Idaho.

Two agreements dated April 1, 1980 between respondent and Davenport, Rock Island and North Western Railway Company providing for lease by the respondent to the DRI&NW of six diesel-electric locomotives and one caboose.

Letter Agreement dated April 8, 1980 between respondent and Chicago and North Western Transportation Company covering C&NW's operation over respondent's lines of railroad at Lake Preston, Mitchell and Sioux Falls, South Dakota; at Miloma and Montgomery, Minnesota; between Jefferson and Marathon, Iowa; between Jefferson and Waukeg, Iowa and between Manning and Huxley, Iowa, authorized by ICC Service Order No. 1432, March 4, 1980.

Agreement dated April 1, 1980 granting Chicago and North Western Transportation Company operating rights over respondent's Trackage between Merriam Park and Norwood, Minnesota, a distance of 43.64 miles.

1. (b) Letter Agreement dated April 9, 1980 between respondent and LaSalle and Bureau County Railroad Company covering L&EC's operation over respondent's line of railroad between Mendota, Illinois and Ladd, Illinois, authorized by ICC Service Order No. 1457, March 28, 1980.

Agreement dated June 23, 1980 between respondent and Wisconsin & Southern Railroad Company, Inc. providing for lease by the respondent to the W&SRC, Inc. of one SD-9 and two SD-7 diesel-electric locomotives.

Purchase Agreement dated July 28, 1980 between respondent and the Cedar Rapids and Iowa City Railway Company ("CRANDIC") providing for sale to CRANDIC of 23 miles of railroad between Cedar Rapids and Amana, Iowa.

Letter Agreement dated August 8, 1980 between Chicago and North Western Transportation Company and respondent setting forth understanding that ICC Service Order No. 1474 grants the C&NW bridge rights only over the trackage between Merriam Park and Norwood, Minnesota with the respondent remaining as the maintaining and operating carrier.

Purchase Agreement dated August 22, 1980 between respondent and Illinois Central Gulf Railroad Company covering sale to the ICG of approximately 9.11 miles of railroad, including land, operating right of way, etc., in the vicinity of Cedar Rapids, Iowa.

Fife Yard Purchase Agreement dated September 8, 1980 between respondent, Milwaukee Land Company and Union Pacific Railroad Company providing for the sale by the respondent and Milwaukee Land Company of properties owned by each of them at Fife, Washington to the Union Pacific.

Agreement dated September 11, 1980 between respondent, Chehalis Western Railroad Company and Weyerhaeuser Company covering the sale by the respondent of 123.1 miles of railroad in Pierce, Thurston and Lewis Counties, Washington and 99 eight stake log flat cars to the Chehalis Western Railroad Company.

Two agreements dated September 22, 1980 between respondent and Davenport, Rock Island and North Western Railway Company providing for lease by the respondent to the DRI&NW of two 1750 H.P. diesel-electric locomotives and one caboose.

Four agreements, effective September 29, 1980 whereby the respondent assigns unto the Escanaba & Lake Superior Railroad Company its interest in pipeline, pole and wire, highway crossing, trackage, lease and license agreements covering facilities between Iron Mountain, Michigan and Ontonagon, Michigan.

Agreement dated and effective September 29, 1980 whereby the respondent assigns unto Escanaba & Lake Superior Railroad Company its interest in agreement dated August 24, 1979 between respondent and Michigan State Transportation Commission concerning rehabilitation of the right of way between Iron Mountain, Michigan and Ontonagon, Michigan.

Agreement dated July 1, 1980 between Wisconsin & Southern Railroad Company and respondent whereby W&S grants to the respondent the right to operate switch engines and crews over W&S trackage between M.P. 93.72 and M.P. 97.88 in North Milwaukee, Wisconsin and the respondent grants to the W&S the right to operate W&S engines and crews over trackage between M.P. 93.72 and Glendale Yard, including yard tracks, Milwaukee, Wisconsin.

1. (b) Agreement of Compromise Settlement dated October 27, 1980 between respondent and Union Pacific Railroad Company and Oregon-Washington Railroad & Navigation Company providing that Agreement T-637 dated October 4, 1923, as supplemented, between the parties, shall be deemed to have been terminated as of May 1, 1977, and that the respondent has relinquished, as of said date, any right to use the Union Passenger Station, certain railroad tracks, yards, etc., at Seattle, Washington.

Letter Agreement dated October 28, 1980 between the Soo Line Railroad Company and the respondent providing for an annual revision of rates based on AAR indices for services performed by the respondent for the Soo Line in Milwaukee, Wisconsin under Agreement T-853#10 dated August 1, 1963.

Agreement dated November 12, 1980 between respondent and Consolidated Rail Corporation covering Conrail's use of respondent's trackage between Terre Haute (Preston) and Chase, Indiana.

Agreement dated November 17, 1980 between respondent and Davenport, Rock Island and North Western Railway Company providing for lease by the respondent to the DRI&NW of four diesel-electric locomotives.

Purchase Agreement dated November 26, 1980 between respondent and Chicago and North Western Transportation Company covering the respondent's sale to the C&NW of its line of railroad (7.22 miles) from Marathon to Albert City, Iowa.

Agreement dated December 19, 1980, effective October 19, 1980, between respondent and Missouri-Kansas-Texas Railroad covering operation of motive power and cabooses in "run through" service of certain freight trains delivered by one party to the other in the Kansas City, Missouri area.

Six Agreements dated December 22, 1980, effective December 30, 1980 whereby the respondent assigned unto the Union Pacific Railroad Company its interest in various agreements and licenses covering facilities at and between:
 Plummer Jct., Idaho to Manito, Washington.
 Spokane, Washington.
 Black River Jct. to Tacoma Jct., Washington.
 Tacoma Jct. to Lincoln Ave.; between Lincoln Ave. and 11th Street;
 and at St. Regis Spur, all in Tacoma, Washington.
 Seattle, Washington.
 Helsing Jct. to Hoquiam, Washington.

Assignment Agreement effective December 30, 1980 whereby the respondent assigns unto the Chehalis Western Railroad Company its interest in various agreements and licenses covering facilities between Tacoma Jct. and Morton, Washington; Frederickson and Maytown, Washington; and Maytown and Chehalis Jct., Washington.

Termination on March 6, 1980 of Agreement dated September 12, 1978 which granted the respondent operating rights over Chicago and North Western Transportation Company trackage from Tama to Clinton, Iowa.

1. (c) - None
1. (d) - None
1. (e) - None

1. (f) Bill of Sale and Release dated March 31, 1980 whereby the respondent purchased from Mercantile Trust Company National Association 45 auto racks which had been the subject of a lease dated September 1, 1969.

Termination Agreement dated as of June 2, 1980 between respondent, E. A. Leasing Corporation, Potlatch Corporation, First Security Bank of Utah, N. A., and The Provident Bank providing for termination of lease dated May 1, 1976 relating to the Railroad Company's lease of 200 high-stake log flat cars from E. A. Leasing Corporation.

Lease Agreement dated September 15, 1980 covering lease by the respondent of 100 covered hopper cars from Rex Leasing, Inc.

Lease Agreement dated September 16, 1980 covering lease by the respondent of 200 covered hopper cars from XTRA Leasing, Inc.

Lease Agreement dated September 16, 1980 covering lease by the respondent of 100 covered hopper cars from Rex Leasing, Inc.

Lease Agreement dated September 17, 1980 covering lease by the respondent of 28 covered hopper cars from Rex Leasing, Inc.

Lease Agreement dated September 18, 1980 covering lease by the respondent of 72 covered hopper cars from Rex Leasing, Inc.

Rider No. 1 to Lease Agreement dated October 21, 1980, executed by the respondent on December 4, 1980 and by BRAE Railcar Management, Inc. on December 5, 1980 covering lease by the respondent of 275 covered hopper cars from BRAE Railcar Management, Inc.

Equipment Lease and Participation Agreement, each dated as of October 31, 1980, covering lease by the respondent of 500 gondola cars from RAILEASE Inc.

Rider No. 1 to Lease Agreement dated December 4, 1980 executed by the respondent on December 4, 1980 and by BRAE Railcar Management, Inc. on December 5, 1980, covering lease by the respondent of 50 - 4750 cubic foot covered hopper cars from BRAE Railcar Management, Inc.

1. (g) - None

1. (h) Stipulation dated January 16, 1980 between respondent and the Department of Transportation of the State of Wisconsin covering the resolution of outstanding differences with respect to the abandonment of sale of certain lines of railroad in Wisconsin.

1. (h) Letter Agreement dated January 16, 1980 between Regional Transportation Authority and respondent concerning installation of an engine purge control system to 22 locomotives in use on the Milwaukee Road.

Agreement dated February 27, 1980, effective March 19, 1980, whereby respondent assigns unto The Port of Pend Oreille its interest in easements and license agreements covering facilities located between Newport and Metaline Falls, Washington. By quitclaim deed dated March 19, 1980 the respondent conveyed to the Port of Pend Oreille its line of right of way between Newport and Metaline Falls, Washington, together with its tracks, sidings, spurs and industrial trackage and the operating rights acquired over Burlington Northern trackage from Newport to Spokane, Washington.

Equipment Lease Supplement No. 10 dated April 25, 1980 between Regional Transportation Authority and respondent covering lease to the respondent of one EMD, F-40-PH locomotive.

Sale and Purchase Agreement dated May 1, 1980 between respondent, Washington, Idaho & Montana Railway Company, Potlatch Corporation and St. Maries River Railroad Company providing for sale by the respondent and WI&M of properties in Idaho owned by each of them to Potlatch Corporation and St. Maries River Railroad Company.

Agreement dated May 1, 1980 between respondent and Potlatch Corporation providing for lease to Potlatch Corporation of the X12 Derrick, the X922234 Boom Car and the X908228 Water Car.

Agreement dated May 9, 1980 between respondent and the State of South Dakota granting to the State an assignable non-exclusive easement solely to operate trains in private carriage over the respondent's line of railroad, including right of way and yard and side track facilities between Sioux Falls and Dell Rapids, South Dakota.

Agreement dated May 27, 1980 between respondent and Potlatch Corporation providing for lease to Potlatch Corporation of 107 AAR type F191, eight stake log flat cars.

Three agreements dated June 12, 1980, effective May 27, 1980, whereby respondent assigns unto Potlatch Corporation and St. Maries River Railroad Company its interest in pole and wire, water line and sewer line licenses, spur track agreements, etc., covering facilities located St. Maries to Bovill, Idaho; east of St. Maries to Plummer, Idaho; and Avery to east of St. Maries, Idaho.

1. (h) Agreement dated June 30, 1980 between respondent, Burlington Northern Inc., Oregon-Washington Railroad & Navigation Company - Union Pacific Railroad Company and the City of Seattle covering lease of right of way and track in Seattle, Washington to the City of Seattle for use as a streetcar line.

Agreement dated July 9, 1980 between Regional Transportation Authority and respondent covering the respondent's inspection and testing of ten new RTA bi-level coaches.

Equipment Lease Supplement No. 11 dated July 18, 1980 between Regional Transportation Authority and respondent covering lease to the respondent of five trailing coaches.

Equipment Lease Supplement No. 12 dated July 18, 1980 between Regional Transportation Authority and respondent covering lease to the respondent of three cab control coaches and two trailing coaches.

Agreement dated July 21, 1980 between respondent and State of South Dakota granting to the State an assignable non-exclusive easement to transport highway materials in private carriage between Rapid City, Canton and Sioux Falls, South Dakota.

Agreement dated August 28, 1980 and Letter Agreement dated September 3, 1980 between the State of Minnesota, Department of Transportation, respondent, and Pioneerland Shippers Association, providing for the replacement of rail between Alden and Winnebago, Minnesota, and the complete rehabilitation of additional rail lines between Wells and Minnesota Lake, Minnesota (8.53 miles) and between Albert Lea and Alden, Minnesota (10 miles).

Agreement dated September 8, 1980 between respondent and the State of South Dakota granting to the State an assignable non-exclusive easement solely to operate trains in private carriage over the respondent's line of railroad between Sioux Falls and East Wye Switch, South Dakota for movement of ballast by the State or its sub-lessee.

Second Amendment to Agreement #2 dated October 1, 1980 between Regional Transportation Authority and respondent providing for the rehabilitation of the existing 3rd main track between Peoria Street and Tower A-2, Chicago, Illinois, which is a portion of a joint facility owned by Conrail and the respondent.

1. (h) Agreement dated October 1, 1980 between respondent and Beaverville Grain and Lumber Company covering sale by the respondent of 56.81 miles of railroad extending from Hooper, Illinois to Myron, Illinois to the Beaverville Grain and Lumber Company.

Purchase Agreement dated October 27, 1980 between respondent, South Dakota Railroad Authority and State of South Dakota providing for sale of the following railroad lines to the South Dakota Railroad Authority:

- Canton to Chamberlain
- Chamberlain to Kadoka
- Kadoka to Rapid City
- Aberdeen to Mitchell
- North Sioux City to Mitchell
- Trent to Sioux Falls
- Sioux Falls
- Sioux Falls to Canton
- Napa to Platte
- Britton to Burlington Norther Interchange.

Agreement dated October 27, 1980 between respondent and the South Dakota Railroad Authority granting to the Authority options to lease and/or purchase the following three railroad lines in Iowa and South Dakota:

- East Wye Switch to Canton
- Sioux City Line
- Canton to Sheldon Line.

Letter Agreement dated October 29, 1980 between respondent and Potlatch Corporation providing for lease to Potlatch Corporation of five additional eight stake log flat cars.

Agreement dated January 14, 1980 granting respondent trackage rights over approximately 3,297.7 feet of GB&W track, use of approximately 0.598 miles of GB&W-C&NW joint track and bridge, and use of Procter & Gamble Paper Company track at Green Bay, Wisconsin.

850. COMPETITIVE BIDDING--CLAYTON ANTITRUST ACT

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

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

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

	Nature of bid (a)	Date Published (b)	Contract number (c)	No. of bidders (d)	Method of awarding bid (e)	Date filed with the Commission (f)	Company awarded bid (g)
1	NONE						
2							
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900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

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

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

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

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

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

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

Commissions, bonuses, shares in profits;

Contingent compensation plans;

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

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

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

(Dollars in thousands)

Line No.	Name of person		Position or Title	Salary per annum as of close of year (see instructions)	Other compensation during the year
	(a)	(b)			
1	W.L.Smith	Jan. 1 - Dec. 31	President and Chief	155	4
2			Executive Officer		
3	P.F.Cruikshank, Jr.	Jan. 1 - Dec. 31	Vice President-	94	1
4			Operations		
5	P.C.White	Jan. 1 - Jan. 31	Vice Pres.-Planning	75	1
6		Feb. 1 - Dec. 31	Vice Pres.-Marketing	80	
7	R.F.Kratochwill	Jan. 1 - Dec. 31	Vice President-	74	1
8			Accounting		
9	L.V.Anderson	Jan. 1 - Jan. 31	V.P.-Adm.&Spl.Prjts.	69	1
10		Feb. 1 - Dec. 31	V.P.-Non-Oper.Props.	69	
11	L.W.Harrington	Jan. 1 - Dec. 31	V.P.-Administration	68	
12	B.J.Worley	Jan. 1 - Jan. 31	V.P.-Chief Engineer	67	1
13		Feb. 1 - Dec. 31	V.P.-Mtl.Recy.&Disp.	67	
14	W.F.Plattenberger	Jan. 1 - May 31	Asst.V.P.-Oprns.-	59	1
15		Jun. 1 - Dec. 31	General Manager	67	
16	N.E.Smith	Jan. 1 - Jan. 31	Asst.Ch.Engr.-Mtce.	55	1
17		Feb. 1 - Dec. 31	Asst.V.P.-Ch.Engr.	63	
18	T.F.Power, Jr.	Jan. 1 - Jan. 31	Asst.V.P.-Finance	55	
19		Feb. 1 - Dec. 31	Vice Pres.-Finance	62	
20	J.J.Nagle	Jan. 1 - Nov. 30	General Solicitor	54	
21		Dec. 1 - Dec. 31	General Counsel	61	
22	F.B.Cederholm	Jan. 1 - May 31	Asst.V.P.-Transp.	52	
23		Jun. 1 - Dec. 31	Asst.V.P.-Car Mgmt.	60	
24	D.M.Wiseman	Jan. 1 - Dec. 31	Vice President-	59	1
25			Sales & Service		
26	G.F.Reynolds	Jan. 1 - Dec. 31	Vice President-Mkt.	59	
27			Devlmt.& Pricing		
28	F.H.Miller	Jan. 1 - May 31	Comptroller	53	
29		Jun. 1 - Dec. 31	Asst.to V.P.-Finance	57	
30	M.D.Sullivan	Jan. 1 - Aug. 31	General Solicitor-	48	
31		Sep. 1 - Nov. 30	Corporate	51	
32		Dec. 1 - Dec. 31		56	
33	C.B.Smith	Jan. 1 - Jan. 31	Dir.-Fincl. Planning	40	
34		Feb. 1 - Aug. 15	V.P.-Fin.Contr.&Plan	46	
35		Aug. 16 - Dec. 31	Asst.V.P.-Mechanical	53	

900. COMPENSATION OF OFFICERS, DIRECTORS, ETC.

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

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

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

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

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

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

Commissions, bonuses, shares in profits;

Contingent compensation plans;

Monies paid or accrued for any pension, retirement, savings,

retirement annuities, deferred compensation, or similar plan;

Premiums on life insurance where the respondent is not the beneficiary. Do not report premiums on group life insurance

for benefits less than \$50,000.

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

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

(Dollars in thousands)

Line No.	Name of person	Position or Title	* Salary per annum as of close of year (see instructions)	Other compensation during the year
	(a)	(b)	(c)	(d)
1	W.W.Poirier	Jan. 1 - Mar. 31 Asst.V.P.-Purchases	44	
2		Apr. 1 - Aug. 31 & Material	46	
3		Sep. 1 - Dec. 31	51	
4	B. H. Bobbitt	Jan. 1 - May 31 Asst. Vice Pres.-	47	
5		Jun. 1 - Dec. 31 Property Mgmt.	51	
6	D.C.Young	Jan. 1 - Mar. 31 Treasurer	41	
7		Apr. 1 - May 31	43	
8		Jun. 1 - Jun. 15	46	
9		Jun. 16 - Dec. 31 Dir. of Fincl. Plng.	46	
10	M.W.Bonnom	Jan. 1 - Mar. 31 Asst.V.P.-Bus. Plan.	36	
11		Apr. 1 - Jun. 15	37	
12		Jun. 16 - Nov. 30 Treasurer	42	
13		Dec. 1 - Dec. 31	45	
14	W.R.Bickley	Jan. 1 - Oct. 31 Asst.V.P.-Sales East	38	
15		Nov. 1 - Nov. 30 Dir.-Corp. Relations	38	
16		Dec. 1 - Dec. 31	41	
17	G.G.Grudnowski	Jan. 1 - Mar. 31 Secy/Dir. of Ins.	35	
18		Apr. 1 - May 31	36	
19		Jun. 1 - Dec. 31	38	
20				
21				
22				
23				
24				
25				
26	*Salaries shown in column (c) were subject to a 10% wage deferral effective			
27	August 1, 1980.			
28				
29				
30				
31				
32				
33				
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35				
36				
37				
38				

Road Initials M.L.W. Year 1980

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 Illinois

County of Du Page

R. F. Kratochwill makes oath and says that he is Vice President-Accounting

(Insert here name of the affiant)

(Insert here the official title of the affiant)

Of RICHARD B. OGILVIE, TRUSTEE OF THE PROPERTY OF CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY, DEBTOR

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

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

January 1, 19 80, to and including December 31, 19 80

R. F. Kratochwill
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public in and for the State and county above named, this 22nd day of April, 19 81

My commission expires May 8, 1984

Use an
L.S.
impression seal

Faren L. Ham
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of The Vice President-Accounting has direct charge of the
County of accounts and financial books and records of the respondent.

_____ makes oath and says that he is _____
(Insert here name of the affiant) (Insert here the official title of the affiant)

Of _____
(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

_____, 19 _____, to and including _____, 19 _____.

(Signature of affiant)

Subscribed and sworn to before me, a _____ in and for the State and county above named, this _____ day of _____, 19 _____

My commission expires _____

Use an
L.S.
impression seal

(Signature of officer authorized to administer oaths)

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MONTHLY REPORT OF EMPLOYEES, SERVICE, AND COMPENSATION—Continued

Full names of reporting company -

CHICAGO, ILLINOIS, ST PAUL AND PACIFIC RAILROAD COMPANY

Month of Jan. 1931
For calendar year Jan. 1, Thru Dec. 31, 1931
(Please Print Name)

[illegible]

MONTHLY REPORT OF EMPLOYEES, SERVICE, AND COMPENSATION—Continued

ALL NAME of reporting company CHICAGO, MIDLAND, ST. PAUL AND PACIFIC RAILROAD COMPANY

Month of For calendar year Jan. 1, 1931 Dec. 31, 1931
(Include One One)

EMPLOYEE NO.	REPORTING DIVISION	NUMBER OF EMPLOYEES IN DIVISION	NUMBER OF EMPLOYEES IN DIVISION AT END OF MONTH	SERVICE RECORD				COMPENSATION				TOTAL	DOLLARS
				Time actually worked on job in month (A)	Overseas pay for month (B)	Overseas pay for month (C)	Overseas pay for month (D)	Overseas pay for month (E)	Overseas pay for month (F)	Overseas pay for month (G)	Overseas pay for month (H)		
V. TRANSPORTATION—OTHER THAN TRAIN, ENGINE, AND													
TARD—Continued													
80	Station agents (telegraphers and telephonists)	78	89	148 137	10 892	27 011	186 140	1 585 440	152 781	258 376	1 792 587	80	
81	Chief telegraphers and telephonists or wire clerks	28	30	53 149	4 249	8 036	67 528	524 782	94 260	82 182	649 164	81	
82	Chief telegraphers and telephonists or wire clerks	28	30	53 149	4 249	8 036	67 528	524 782	94 260	82 182	649 164	82	
83	Station messengers and telephonists	167	119	147 215	19 334	33 858	250 557	1 811 082	321 755	319 875	2 362 426	83	
84	Supervising baggage agents	1	1	280								84	
85	Baggage agents and assistants											85	
86	General messengers (freight station, warehouse, grain elevator, and dock)	1	1	2 000		280	2 280	17 622		2 484	19 708	86	
87	Assistant general messengers (freight station, warehouse, grain elevator, and dock)											87	
88	Chief messengers (freight station, warehouse, grain elevator, and dock)											88	
89	Chief messengers (freight station, warehouse, grain elevator, and dock)											89	
90	Truckmen (freight station, warehouse, grain elevator, and dock)	1	1	2 112	166	274	2 450	17 375	3 301	2 240	29 616	90	
91	Truckmen (freight station, warehouse, grain elevator, and dock)											91	
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200	Truckmen (freight station, warehouse, grain elevator, and dock)											200	
201	Truckmen (freight station, warehouse, grain elevator, and dock)											201	
202	Truckmen (freight station, warehouse, grain elevator, and dock)												

MONTHLY REPORT OF EMPLOYEES, SERVICE, AND COMPENSATION—Continued

Full name of reporting company: **CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY**

Month: **March**
For calendar year: **Jan. 1, 1939, Thru Dec. 31, 1939**
Contract over time

EMPLOYEE NO.	REPORTING DIVISION	NUMBER OF EMPLOYEES ON REPORT (SEE INSTRUCTIONS)	SERVICE DOWNS				TOTAL	DAYS OFF FOR SICK LEAVE
			(1)	(2)	(3)	(4)		
VI (b). TRANSPORTATION (TRAIN AND ENGINE)								
111	Road passenger conductors	45	58	154,921	158,369	97,645	74,530	258,544
112	Assistant road passenger conductors and ticket collectors	157	188	337,656	478,005	23,935	30,699	300,431
113	Road freight conductors (through freight)	91	89	191,219	207,098	23,935	74,128	200,431
114	Road freight conductors (local and way freight)	4	4	3,098	8,991	16,052	21,645	35,797
115	Road passenger brakemen	59	58	104,598	113,579	36,757	39,045	151,652
116	Road freight brakemen and flagmen	584	584	501,338	788,778	36,757	39,045	1,316,128
117	Road freight brakemen and flagmen (through freight)	276	276	795,491	855,491	41,805	106,755	943,041
118	Road freight brakemen and flagmen (local and way freight)	276	276	350,968	355,491	36,757	106,755	428,003
119	Yard conductors and yard foremen	542	542	719,917	788,778	41,805	106,755	1,636,255
120	Yard brakemen and yard helpers	57	57	117,186	126,479	16,052	21,645	154,338
121	Road passenger engineers and motormen	179	179	337,656	478,005	23,935	30,699	300,431
122	Road freight engineers and motormen (through freight)	166	166	191,219	207,098	23,935	74,128	200,431
123	Road freight engineers and motormen (local and way freight)	257	257	498,145	540,979	31,859	16,190	608,795
124	Yard engineers and motormen	25	25	110,535	131,998	16,052	21,645	148,190
125	Road passenger firemen and helpers	10	10	50,283	55,491	5,549	21,645	62,488
126	Road freight firemen and helpers (through freight)	10	10	50,283	55,491	5,549	21,645	62,488
127	Road freight firemen and helpers (local and way freight)	47	47	93,565	100,979	10,098	16,190	120,853
128	Yard firemen and helpers	24	24	48,565	52,491	5,249	16,190	63,990
TOTAL (Transportation—train and engine)								
TOTAL, ALL GROUPS (Divisions 901-909)								
129		9,244	9,244	177,800	193,545	37,545	16,190	227,280
COMPENSATION*								
REPORTING DIVISION								
VI (b). TRANSPORTATION (TRAIN AND ENGINE)—Continued								
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116	Road freight brakemen and flagmen	584	584	501,338	788,778	36,757		

FORM QCS PAGE 2
YEAR OF 1980
ED - 5,080

FROM CONNECTING CARRIERS																
	TERMINATING ON LINE			DELIVERED TO CONNECTIONS			TERMINATING ON LINE			DELIVERED TO CONNECTIONS			TOTAL REVENUE FREIGHT CARRIED CAR LOADS	TOTAL REVENUE FREIGHT CARRIED TONS	GROSS REVENUE FREIGHT DOLLARS	
	CAR LOADS	TONS		CAR LOADS	TONS		CAR LOADS	TONS		CAR LOADS	TONS					
014 LIVESTOCK & PROD																
0141 LIVESTOCK	11	282		22	489		2	56		37	872		32			20,091
01411 CATTLE	1	32								1						220
01413 HOGS AND PIGS																
01414 SHEEP AND LAMBS																
0142 DAIRY FARM PRODS																
0143 ANIMAL FIBERS																
01431 WOOL	10	250		22	489		1	28		1						
015 POULTRY & PRODUCTS	1	8		21	484		1	28		35	812		25			19,612
0151 LIVE POULTRY										25	545					13,463
0152 POULTRY EGGS																
019 MISC FARM PRODUCTS																
0191 HORTIC SPECIALTIES	1	18		1	58		47	2,469		49	2,545		17			36,744
0192 ANIMAL SPECIALTIES	1	18		1	58		15	1,171		17	1,247					22,211
08 FOREST PRODUCTS																
084 GUMS & BARKS CRUDE																
08423 LATEX & GUMS																
086 MISC FOREST PRODS																
09 MARINE PRODUCTS																
091 FRESH FISH ETC																
0912 FISH & WHALE PRODS																
09131 SHELLS																
098 TROPICAL FISH H&F																
10 METALLIC ORES																
101 IRON ORES	1	34		1	25		233	15,725		49	2,482					20,412
10112 BENEF-GRADE ORE							1	56		1,137	91,992					
102 COPPER ORES										988	76,790		1,372			860,909
103 LEAD & ZINC ORES										3	1,802		989			568,554
1031 LEAD ORES							4	259		120	12,432		3			3,091
1032 ZINC ORES										1	534		124			107,255
104 GOLD & SILVER ORES													1			895
105 BAUXITE&ALUMI ORES	1	34		1	25					1	534		1			895
106 MANGANESE ORES													1			202
107 CHROMIUM ORES							176	12,632		23	2,013		200			144,301
108 TUNGSTEN ORES							25	1,231		2	96		27			15,400
109 MISC METAL ORES							27	1,517		3	127		30			24,302

INTERSTATE COMMERCE COMMISSION
REPORT OF FREIGHT COMMODITY STATISTICS
RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
REVENUE, FREIGHT ORIGINATING
ON RESPONDENTS ROAD
REVENUE FROM
FROM CONTINUED

[illegible]

INTERSTATE COMMERCE COMMISSION
REPORT OF FREIGHT COMMODITY STATISTICS

RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
REVENUE FREIGHT ORIGINATING
ON RESPONDENTS ROAD

MILES OF ROAD OPERATED - 5,080

	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	REVENUE FREIGHT RECEIVED FROM CONNECTING CARRIERS	DELIVERED TO CONNECTIONS	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	TOTAL REVENUE FREIGHT CARRIED	GROSS FREIGHT REVENUE DOLLARS
	CAR LOADS	TONS	CAR LOADS	TONS	CAR LOADS	TONS	CAR LOADS	TONS	LOADS	TONS
23 APPAREL ETC	2	37	4	79	181	2,369	2	87	199	116,649
231 MEN & BOY CLOTHING	135	2,488	8	308	11,497	526,927	5,307	255,486	32,185	1,358,950
233 WOMEN GIRL CLOTHING	2	21	2	138	1,592	62,424	29	1,505	10,134	445,149
235 MILLINERY	131	2,428	1	91	1,584	42,920	3	112	1,664	64,463
237 FUR GOODS					382	13,862	5	253	1,237	56,095
238 MISC APPAREL & ACC					24	1,252	1	72	48	2,089
239 MISC TEXTILE PRODS	2	14,361	2,071	81,355	6,036	270,621	4,246	202,489	12,774	568,826
24 LUMBER PRODUCTS	7,998	8,563	1,403	66,098	5,561	260,647	4,185	200,414	11,332	535,742
241 PRIM FORES PRODS	461	19,584	44	1,847	126	5,600	10	876	189	8,911
24114 PULPWOOD LOGS	735	33,739	115	5,241	475	9,974	60	2,075	1,442	33,084
24115 PULPWOOD&WOOD CHIPS	7	282	16	483	101,261	607	29,147	6,506	213,772	4,474,036
24116 POSTS POLES PILING	421	14,361	2,071	81,355	2,088	101,261	507	1,776	3,108	1,640,972
242 LUMBER	182	8,563	1,403	66,098	123	3,409	51	1,776	3,254	157,134
24212 SAWED TIES	21	984	32	1,451	1,956	97,719	549	27,214	109	37,146
2429 MISC MILL PRODUCTS	239	5,778	668	15,257	38	591	5	143	2,642	129,057
243 MILLWORK VENEER ET	232	5,073	3,578	78,291	1,743	92,030	420	22,202	622	22,546
2431 MILLWORK	155	2,550	2,779	47,341	459	16,219	54	2,584	3,619	34,887
2432 VENEER & PLYWOOD	50	2,310	699	29,891	1,705	14,502	280	3,198	2,973	28,386
244 WOODEN CONTAINERS	45	978	21	434	1,233	10,101	177	2,216	125	1,336
249 MISC WOOD PRODUCTS	110	3,859	369	10,966	115	1,445	3	68	45	898
2491 TREATED WOOD PRODS	64	2,580	45	1,163	29	568	3	68	476	3,767
25 FURNITURE & FIXTUR	250	2,758	1,384	14,429	328	1,115	99	904	2,422	35,465
251 FURNITURE	228	2,368	1,335	13,703	22,098	1,115,716	8,971	478,383	62,463	2,422,468
253 BLDG FURNITURE	2	75	7	304	4,319	289,588	833	59,076	6,816	448,428
254 STORE FIXTURES ETC	11	238	2	28	5,847	332,233	1,278	71,600	384,271	4,928,902
259 MISC FURN & FIXTRS	9	226,540	22,155	601,827	1,618	107,899	263	17,721	1,887	125,980
26 PULP PAPER PRODS	228	14,846	1,386	81,090	842	52,748	135	9,446	5,688	265,426
261 PULP	109	6,357	462	29,250	2,147	116,082	756	37,544	91,716	1,141,355
26111 PAPER /EX BUILDING/	800	30,780	3,697	143,756	783	41,471	101	5,515	11	564
262 NEWSPRINT	3	155	3	205	11	564	9	329	889	24,327
26211 GRND WD PPR UNCTD	2	84	12	603	430	12,956	6,437	333,972	19,307	978,040
26212 PRINTING PAPER	508	19,079	2,277	92,721	7,618	403,439	235	6,739	23,522	352,713
26214 WRAPPING PAPER	253	10,558	775	34,172	3,420	63,495	20	751	318	9,612
26217 INDUSTRIAL PAPER					279	8,409	20	751	318	9,612
26218 SAN TISSUE STOCK	4	73	446	10,969	184,215	51,641	200	5,551	331,176	10,321,564
263 PAPERBOARDS ETC	1,785	77,512	3,457	163,117	2,950	51,641	91	1,867	1,065	18,335
264 CONVERTD PAPERD PRD	5,993	94,130	12,874	188,349	5,815	5,397	71	3,425	46,581	772,515
2643 PAPER BAGS	10	229	9	223	526	19,340	58	2,923	39,517	637,458
26471 SAN TSU HLTH PROD	5,760	89,769	12,617	184,215	17,251	16,115				
265 BOXES PAPERBOARD ETC	369	5,818	261	5,153						
266 BUILDING PAPER ETC	64	3,454	500	20,362						
26613 WALLBOARD	56	3,228	390	17,251						

RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
 INTERSTATE COMMERCE COMMISSION
 REPORT OF FREIGHT COMMODITY STATISTICS
 REVENUE FREIGHT ORIGINATING
 ON RESPONDENTS ROAD

FORM QCS PAGE 8
 YEAR OF 1980
 MILES OF ROAD OPERATED - 5,080

FROM CONNECTING CARRIERS															
	TERMINATING ON LINE			DELIVERED TO CONNECTIONS			TERMINATING ON LINE			DELIVERED TO CONNECTIONS			TOTAL REVENUE FREIGHT CARRIED		GRCS REVENUE DOLLARS
	CAR LOADS	TONS		CAR LOADS	TONS		CAR LOADS	TONS		CAR LOADS	TONS		CAR LOADS	TONS	
29116 ASPH TAR & PITCHES	7	406		8	383		83	4,885		50	2,261		58	5,874	72,630
29117 RESIDUAL FUEL OIL	462	35,133		57	2,652		1,298	92,044		47	2,063		1,867	132,090	1,662,437
29119 PROD OF PETRO RENG	11	588		49	1,321		410	27,207		30	2,144		517	31,179	423,432
291 LIQ PETRO GAS ETC	60	3,270		120	7,474		770	55,305		21	953		980	68,193	804,284
291 PAVING & ROOF MATL	127	6,367		16	730		245	11,130		1	50		409	19,190	207,456
2951 PAVING MIX & BLOCK	127	6,367		16	730		100	3,979		1	50		101	4,029	36,638
2952 ASPH FELT&COATINGS	360	15,336		1,541	81,955		750	37,325		20	903		308	15,151	170,818
299 MISC PET&COAL PROD	16	784		26	1,179		16	706		118	6,379		2,769	141,595	1,882,022
29911 COKE&COAL BRIQUETS	340	15,001		1,011	46,345		50	3,421		24	1,929		53	2,649	29,595
29913 PET COKE, EXC BRIQ	167	3,550		250	3,064		630	30,051		89	4,188		74	5,350	47,248
29914 COKE FR CL EX BRIQ	16	285		62	1,432		1,577	27,105		76	1,218		2,070	95,585	1,131,860
30 RUBBER&FLASTIC PRD	1	82		2	100		1,265	23,432		33	693		1,376	34,937	965,593
301 TIRES & INNER TUBE	3	146		2	100		1	10		2	54		1	82	394
302 RUBBER FOOTWEAR	147	3,037		186	1,532		18	176		41	471		6	256	3,970
303 RECLAIMED RUBBER	16	322		13	318		293	3,487		5	205		20	230	7,536
304 PBR & PLSTC HS&BLT	16	322		9	261		261			3	155		34	845	311,419
305 MISC RUBBER PRD				4	57		57			2	50		28	738	22,909
307 MISC PLASTIC PRD										2	50		2	50	18,261
31 LEATHER & PRODUCTS										4			4		3,552
311 LEATHER															
312 LEATH BLTNG&PACKNG															
313 BOOT&SHOE MATERIALS															
314 FOOTWEAR /EX RUBR/															
315 LEATH GLOVES ETC															
316 LUGGAGE HNDGBGS ETC															
319 MISC LEATHER GOODS															
32 STNE CLAY&GLS PROD	3,578	214,116		2,579	150,247		6,614	400,677		684	45,483		13,455	810,523	8,659,934
321 FLAT GLASS	3	187		18	1,127		57	2,086		10	161		78	3,400	79,701
322 GLASS PRESSD&BLOWN	141	2,551		742	15,787		155	3,450		6	80		1,048	21,949	448,743
3221 GLASS CONTAINERS	140	2,490		739	15,743		142	3,308		2	33		1,027	21,621	438,587
324 HYDRAULIC CEMENT	1,844	138,349		1,056	81,659		1,332	94,690		2	83		4,223	314,781	2,541,657
32411 CEMENT HYDRAUL ETC	1,839	138,114		1,052	81,499		1,330	94,576		80	5,076		1,697	99,378	2,535,645
325 STRUCT CLAY PRD	143	8,684		267	14,939		1,207	70,679		41	2,523		1,439	85,917	951,289
3251 BRICK & CLAY TILE	137	8,337		214	12,411		1,047	62,648		41	2,523		1,399	83,806	781,274
32511 BRICK	137	8,337		214	12,411		1,007	60,535		39	2,553		246	13,007	164,268
3253 CERAMIC TILE	1	20		53	2,528		11	434		4	113		14	243	4,960
3255 REFRACTORIES	5	327					149	7,599							
3259 MISC CLAY PRODUCTS															
32594 ROOFING TILE															
326 POTTERY & PRODUCTS															

RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
INTERSTATE COMMERCE COMMISSION
REPORT OF FREIGHT COMMODITY STATISTICS
REVENUE FREIGHT ORIGINATING
ON RESPONDENTS ROAD
REVENUE FROM

FROM CONNECTING CARRIERS																	
		TERMINATING ON LINE			DELIVERED TO CONNECTIONS			TERMINATING ON LINE			DELIVERED TO CONNECTIONS			TOTAL REVENUE			GROSS FREIGHT REVENUE DOLLARS
		CAR LOADS	TONS	LOADS	CAR LOADS	TONS	LOADS	CAR LOADS	TONS	LOADS	CAR LOADS	TONS	LOADS	CAR LOADS	TONS	LOADS	
327	CONC GYP&PLAS PROD	178	10,448	26	1,530	234	12,105	12	718	450	24,801	378,247					
3271	CONCRETE PRODUCTS	5	243	4	247	12	442	1	48	22	980	18,778					
3274	LIME	164	9,819	15	853	29	2,216	6	429	214	13,317	234,862					
3275	GYPSUM PRODUCTS	9	386	7	430	193	9,447	5	241	214	10,504	124,607					
328	CUT STONE & PRODS	2	37	1	54	3	138										
329	ABRASVS ASBEST ETC	1,267	53,860	469	35,141	3,616	217,399	576	39,332	239	3,820						
3291	ABRASIVE PRODUCTS	4	171	24	1,110	47	2,674										
3295	NUMETIC MNRLS GRND	549	42,437	418	33,599	3,158	207,546	561	39,163	3,955	57,711						
33	PRIMARY METAL PROD	5,072	241,840	4,586	212,576	12,228	847,383	1,037	64,866	22,923	1,366,665	14,706,421					
331	STEEL MILL PRODS	4,883	230,280	1,964	118,309	8,912	609,835	703	40,825	15,462	999,249	9,180,415					
33111	PIG IRON	32	2,199	18	1,192	230	17,147	8	500	288	21,038	191,660					
33112	SLAG	6	338	8	366												
33119	COKE OVEN PROD ETC																
3312	PRIMARY I&S PRODS	4,657	221,944	1,750	103,517	8,647	590,676	580	39,509	178	12,804	6,874					
33121	STEEL INGOTS&SHAPES	247	15,808	27	1,829	414	2,076	24	1,150	15,734	955,646	109,925					
3313	FERRO-ALLOYS	50	3,011	2	99	35	2,012	12	607	712	49,563	8,668,582					
3315	STL WIRE NAILS ETC	138	2,788	8	331			3	209	99	5,729	448,410					
332	IRON&STEEL CASTINGS	29	1,380	57	3,525	34	1,479	17	1,023	149	3,328	111,448					
33211	I&S CAST PIPE ETC	5	331	3	134	9	397			137	7,407	71,926					
333	PRIM SMELTER PRODS	81	5,854	311	22,113	2,577	196,113	263	13,360	17	852	135,036					
3331	COPPER SMELTR PROD	29	2,761	80	7,311	254	21,939	85	5,520	3,312	242,440	3,365,865					
3332	LEAD SMELTER PRODS	1	14	3	222	36	2,657	1	30	428	37,531	557,680					
3333	ZINC SMELTER PRODS																
3334	ALUM SMELTER PRODS	51	3,079	218	13,957	253	17,837	61	4,367	41	2,923	41,326					
335	NONFERROUS SHAPES	27	1,367	1,049	41,149	135	8,382	135	8,382	322	22,679	275,515					
3351	CPR BRZ SHAPES	4	192	16	1,361	544	36,930	33	3,144	2,518	178,098	2,488,720					
3352	ALUMINUM SHAPES	21	1,012	18	1,361	9	458	7	501	1,653	82,590	1,397,411					
3357	NONFERROUS WIRE	2	163	8	39,302	525	35,150	26	2,643	36	2,512	44,362					
336	NONFERROUS CASTINGS																
3361	ALUMINUM CASTINGS	52	2,959	47	3,440	7	198	17	762	1,595	79,107	1,334,888					
3362	CPR BRZ BRZ CASTGS	47	2,615	5	181	46	872	1	41	3,312	242,440	3,365,865					
339	MISC PRI M'L PRODS									428	37,531	557,680					
3391	I&S FORGINGS	52	2,959	47	3,440	34	2,136	20	1,473	1,206	24,971	477,368					
3392	NONFERROUS FORGNGS	47	2,615	5	181	27	1,661	1	58	1,202	24,877	475,674					
34	FABR METAL PRODS																
341	METAL CANS	923	21,735	1,889	69,065	849	21,147	131	3,198	153	10,008	170,328					
342	CUTLRY TOOLS& HWRE	345	2,215	184	1,793	185	2,464	72	1,031	80	4,516	55,707					
343	PLUMBING EXTRS ETC	40	684	5	117	25	676	71	1,506								
3433	HEATING EQUIPMENT	3	47	18	321	50	1,048	3	89	3,792	115,145	2,497,377					
344	FAB STRUCT MTL PRD	383	15,715	995	56,264	48	1,014	74	1,506	787	7,508	412,354					
3441	FAB STRUCT MTL PRD	190	5,751	87	3,880	293	14,121	2	79	71	1,506	36,747					
34411	FAB STRTL IRON STL	190	5,751	83	3,576	289	14,121	28	1,174	53	1,171	56,912					
							8,736	9	400	1,901	87,274	1,376,716					
							8,496	9	400	571	18,767	315,789					
												305,583					

INTERSTATE COMMERCE COMMISSION
REPORT OF FREIGHT COMMODITY STATISTICS

RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
REVENUE FREIGHT ORIGINATING
ON RESPONDENT'S ROAD

REVENUE FREIGHT RECEIVED
FROM CONNECTING CARRIERS

MILES OF ROAD OPERATED - 5,080

	TERMINATING ON LINE	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	DELIVERED TO CONNECTIONS	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	DELIVERED TO CONNECTIONS	TOTAL REVENUE FREIGHT CARRIED	GROSS FREIGHT REVENUE DOLLARS
	CAR LOADS	TONS	CAR LOADS	TONS	CAR LOADS	TONS	CAR LOADS	TONS	
345	1	20	3	102	4	95	8	217	4,433
346	28	825	90	1,424	32	1,008	151	3,318	93,044
347	2	65	5	159	2	33	10	318	4,739
348	120	2,164	588	8,880	57	1,701	790	13,499	472,432
349	105	1,449	528	5,913	24	392	668	7,995	392,357
3491	4	227	8	535	2	59	14	821	12,390
3494	520	9,758	7,988	162,418	1,051	18,508	10,043	205,602	6,456,952
35	10	241	22	499	10	381	48	1,441	43,791
351	182	4,120	4,827	78,706	844	12,412	5,883	99,848	3,510,441
352	8	93	2,749	75,716	48	808	101	1,888	58,609
3524	82	2,535	2,292	64,606	99	3,042	3,129	88,593	2,134,800
353	50	1,420	2,292	64,606	44	1,895	2,592	75,188	1,717,367
3531	17	816	193	5,669	19	541	230	8,038	235,899
3532	1	20	3	102	4	95	8	217	4,433
3533	1	20	3	102	4	95	8	217	4,433
3537	7	386	10	763	11	340	29	1,522	59,375
354	4	167	22	802	9	337	51	1,651	41,851
355	172	1,022	424	2,749	22	519	628	5,795	354,828
356	8	151	3	24	4	50	36	175	2,756
357	15	280	18	243	4	50	36	175	2,756
358	40	856	115	2,913	45	1,419	228	5,988	287,259
359	298	5,201	1,196	25,358	450	11,074	2,249	48,462	1,485,030
36	4	269	9	585	39	1,903	71	3,349	116,449
361	3	87	20	1,588	35	1,448	60	3,150	87,577
362	169	2,481	733	11,448	229	3,798	1,403	21,669	890,768
363	13	159	48	644	54	800	128	1,825	71,342
3631	71	721	284	3,227	104	1,206	615	7,091	333,355
3632	13	137	23	383	7	104	98	1,598	65,028
3633	4	97	4	82	108	1,843	125	2,236	43,132
364	16	319	123	2,006	10	173	149	2,498	64,144
365	1	20	20	615	1	615	20	615	9,750
366	101	1,928	287	9,033	29	1,909	420	12,925	253,210
367	3,886	86,833	13,126	308,878	16,239	416,054	34,092	835,100	27,505,049
369	2,785	59,397	11,865	286,325	15,184	390,708	30,078	741,776	26,271,058
371	784	19,409	5,448	119,774	10,397	246,265	18,847	390,307	16,571,492
3711	514	13,118	161	4,705	8,895	215,696	9,771	238,042	9,984,309
37111	266	6,170	5,287	115,069	1,488	30,291	7,054	151,803	6,554,461
37112	1	25	54	873	7	171	12	157	6,560
37113	6	157	54	873	7	171	12	157	6,560
3712	1	25	54	873	7	171	12	157	6,560
3713	6	157	54	873	7	171	12	157	6,560

RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
 INTERSTATE COMMERCE COMMISSION
 REPORT OF FREIGHT COMMODITY STATISTICS
 REVENUE FREIGHT ORIGINATING
 ON RESPONDENTS ROAD
 REVENUE FREIGHT RECEIVED
 FROM CONNECTING CARRIERS
 MILES OF ROAD OPERATED - 5,080
 YEAR OF 1980
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	TERMINATING ON LINE	LOADS	TONS	DELIVERED TO CONNECTIONS	CAR LOADS	TONS	TERMINATING ON LINE	LOADS	TONS	DELIVERED TO CONNECTIONS	CAR LOADS	TONS	DELIVERED TO CONNECTIONS	CAR LOADS	TONS	TOTAL REVENUE FREIGHT CARRIED	TONS	GROSS FREIGHT REVENUE DOLLARS
3714	MOTR VEH PARTS ETC	1,833	38,155	6,253	163,911	4,771	144,187	7	246	12,864	346,499	9,533,171						
37147	MOTOR VHL BODY PTS	93	1,753	16	287	514	9,699			623	11,739	338,934						
3715	TRUCK TRAILERS	162	1,676	110	1,767	9	85	1	23	282	3,551	118,500						
372	AIRCRAFT & PARTS			1	12						31	1,328						
373	SHIPS & BOATS	1	18	1	49	2	10		60	5	137	2,892						
374	RAILROAD EQUIPMENT	1,053	26,842	1,225	21,964	587	26,240	589	17,710	3,854	90,756	1,161,361						
37422	FREIGHT TRAIN CARS	983	23,993	1,001	14,480	886	20,239	478	12,025	3,348	70,737	730,455						
375	MOTORCYCLES ETC	41	464	27	322	65	1,072	1	11	134	1,869	59,209						
376	GDD MSL & VHL PRTS			5	177			1	20	6	197	4,170						
379	MISC TRANSP EQUIPT	6	112	2	29			4	169	13	334	5,031						
38	INSTRUM PHOTOGRAPHY	1	20			14	117	2	26	17	163	12,736						
381	SCIENTIFIC INSTRUM	1	20							1	20	3,736						
383	OPTICAL INSTRUMENT					14	117	2	26	16	143	9,000						
384	SURGICAL INSTR ETC																	
385	OPTICIANS GOODS																	
386	PHOTO EQUIP & SUPPL																	
387	CLOCKS & DEVICES																	
39	MISC PRODS OF MFG	24	496	121	2,136	175	1,895	24	457	344	4,884	169,338						
391	JEWELRY ETC			3	80					3	60	372						
393	MUSICAL INSTR&PRTS																	
394	TOYS ATH GOODS ETC	9	163	96	1,601	167	1,788	19	325	291	3,877	143,324						
3949	ATHLETIC GOODS	1	19	2	12	12	170			15	201	6,672						
395	PENS PENCILS ETC																	
396	COSTUME JEWELRY ETC																	
399	MISC MFGD PRODS	15	333	22	475	1	7			1	7	732						
40	WASTE & SCRAP MATL	8,672	473,689	10,471	531,830	3,693	171,581	5	132	48	1,040	24,910						
401	ASHES			2	41			1,382	58,215	24,218	1,235,315	11,522,543						
402	WASTE & SCRAP	8,672	473,689	10,469	531,789	3,693	171,581	1,382	58,215	24,218	1,235,315	11,522,543						
4021	METAL SCRAP ETC	8,951	409,635	7,499	420,319	2,071	109,931	1,382	58,215	24,218	1,235,315	11,522,543						
40211	I&S SCRAP WSTE ETC	6,665	398,535	6,587	385,160	1,590	89,506	440	19,844	16,981	959,829	8,155,588						
4022	TEXTILE WASTE ETC	32	967	190	5,501	108	3,038	20	527	350	890,574	7,073,884						
4024	PAPER WASTE&SCRAP	1,640	60,829	2,572	97,828	1,378	53,755	890	36,255	6,478	248,467	2,970,224						
4026	RUBBER&PLAST SCRAP	13	279	118	3,435	70	1,634	2	152	203	5,500	82,543						
41	MISC FRT SHIPMENTS	169	5,067	423	6,130	113	1,664	21	840	726	13,701	343,991						
411	MISC FRT SHIPMENTS	15	294	423	6,130	113	1,664	21	840	572	8,928	292,166						
41111	OUTFITS OR KITS			7	166	9	91	2	30	18	287	10,234						
41114	USED ARTICLES	14	204	408	5,654	96	1,364	15	359	533	7,581	262,679						
41115	USED ART RETURNED	1	90	4	260	5	174			10	524	11,636						
412	MISC COMMOD NEC	154	4,773							154	4,773	51,825						

INTERSTATE COMMERCE COMMISSION
REPORT OF FREIGHT COMMODITY STATISTICS

RESPONDENT - CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
REVENUE FREIGHT ORIGINATING
ON RESPONDENTS ROAD

REVENUE FREIGHT RECEIVED
FROM CONNECTING CARRIERS

MILES OF ROAD OPERATED - 5,080

	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	TERMINATING ON LINE	DELIVERED TO CONNECTIONS	TOTAL REVENUE FREIGHT CARRIED	GROSS FREIGHT REVENUE
	CAR LOADS	TONS	CAR LOADS	TONS	CAR LOADS	DOLLARS
42 CONTAINERS RETURNED	3,657	31,561	552	8,175	5,612	808,909
421 CONT RETD MTY ETC	190	2,447	520	7,559	1,729	546,435
422 TRAILERS RETD MTY	3,467	29,114	32	516	3,883	262,474
44 FRT FORWARDER TRAF	410	7,220	1	32	466	158,497
441 FRT FWDTR TRAF CL	410	7,220	1	32	466	158,497
45 SHIPPER ASSN ETC	11,009	153,649	9,064	187,257	20,686	6,423,042
451 SHIP ASSN TRAF CL	11,009	153,649	9,064	187,257	20,686	6,423,042
46 MISC MIXED SHIPMENTS	14,889	257,034	7,864	178,212	27,053	10,480,127
461 ALLFREIGHT RATE	14,883	256,825	7,862	178,147	27,037	10,452,263
462 MIXED SHIPMENTS	6	209	2	65	16	7,864
469	181,792	10,524,936	190,015	9,621,390	588,295	358,868,199
47 SMALL PACK FREIGHT	139			3,711	146,455	233,689
471 SMALL SHIPMENTS LCL	139			3,711	146,455	233,689
479	181,792	10,525,075	190,015	9,625,101	588,295	359,101,888

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