

R-1 1970 SPOKANE, PORTLAND AND SEATTLE RAILWAY 1 of 6
COMPANY

**Railroad
Annual Report Form A**

(Class I Line-haul and Switching and Terminal Companies)

Budget Bureau No. 60-R098.21

INTERSTATE
COMMERCE COMMISSION
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FINAL RECORDS & SERVICE
MAIL BRANCH

ANNUAL REPORT

OF

Spokane, Portland and Seattle Railway Company

and

Affiliated Companies

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

PERIOD

JANUARY 1, 1970 THROUGH FEBRUARY 28, 1970

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, Washington, D.C., 20423, by March 31, of the year following that for which the report is made. Attention is specially directed to the following provisions of Part I of the Interstate Commerce Act:

Sec. 20. (1) 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.

(2) 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. * * *

(7)(b) 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: * * *

(7)(c) 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.

(8) 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 108 A, page 105.

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. Items of an unusual character should be indicated by appropriate symbol and footnote.

Money items (except averages) throughout this annual report form should be shown in units of dollars adjusted to accord with footings.

6. Each respondent should make its annual report to this Commission in triplicate, retaining one copy in its files for reference in case correspondence with regard to such report becomes necessary. For this reason three copies of the Form are sent to each corporation concerned.

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 E.)

Operating companies (including switching and terminal) 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 \$5,000,000, or more. (For this class, Annual Report Form A is provided.)

Class II companies are those having annual operating revenues below \$5,000,000. (For this class, Annual Report Form C is provided.)

In applying this classification to any switching or terminal company which is operated as a joint facility of owning or tenant railroads, the sum of the annual railway operating revenues, the joint facility rent income, and the returns to joint facility credit accounts in operating expenses, shall be used in determining its class.

Switching and terminal companies are further classified as:

Class S1. Exclusively switching. This class of companies includes all those performing switching service only, whether for joint account or for revenue.

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

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

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

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

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.

9. All companies using this Form should complete all schedules, with the following exceptions, which should severally be completed by the companies to which they are applicable:

Schedules restricted to Switching and Terminal Companies		Schedules restricted to other than Switching and Terminal Companies	
Schedule.....	414	Schedule.....	411
".....	415	".....	412
".....	532		

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FINAL

ANNUAL REPORT

OF

Spokane, Portland and Seattle Railway Company

and

Affiliated Companies

TO THE

INTERSTATE COMMERCE COMMISSION

FOR THE

PERIOD

JANUARY 1, 1970 THROUGH FEBRUARY 28, 1970

Call Burlington Mon.

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

(Name) L. F. Lawson (Title) Comptroller

(Telephone number) 1-503 228-9111
(Area code) (Telephone number)

(Office address) 1101 N.W. Hoyt Street, Portland, Oregon 97207
(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.

Pages 220, 221, and 222: Schedule 211. Road and Equipment Property

Provisions made for reporting Leased property capitalized rentals, and Other investments; instructions added for these items.

Page 224: Schedule 211B. Depreciation Base and Rates—Road and Equipment Owned and Used and Leased from Others

Instructions amended to clarify reporting of data applicable to improvements on leased property.

Page 230A: Schedule 211N-2. Investment in Railway Property Used in Transportation Service

Instructions revised to specify reporting of investments by primary accounts.

Page 239: Schedule 220. Interest on Income Bonds

Instruction added to clarify reporting maximum extent of unpaid interest.

Page 319: Schedule 376. Hire of Freight Cars

Provision made for reporting of TOFC flat cars.

Page 405: Schedule 417. Inventory of Equipment

Car type codes revised to reflect new AAR car type codes effective January 1, 1969.

Page 411: Schedule 421. Highway Motor Vehicle Operations

Schedule transferred from page 414.

Page 414: Schedule 422. Highway Motor-Vehicle Enterprises in which the Respondent Had a Direct or Indirect Interest During the Year

Schedule transferred from page 415.

Page 415: Schedule 510. Grade Crossings—A-Railroad With Railroad

This portion of schedule transferred from page 500.

Page 500: Schedule 510. Grade Crossings—Continued—B-Highway With Railroad

This portion of schedule revised to provide additional information.

Page 503: Schedule 511. Grade Separations, Highway With Railroad

This is a new schedule provided for reporting of types and numbers of highway—railroad grade separations.

Spokane, Portland and Seattle Railway Company
101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 530.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between railroad and railway. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 533). 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. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Spokane, Portland and Seattle Railway Company

2. Date of incorporation August 23, 1905

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

General Laws - State of Washington
Remington's Compilations - State of Washington
Title XXVI, Chapter 1, Sections 3803 - 3851

Not in Bankruptcy

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

Not a consolidated or merged company

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

Not reorganized

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

No

7. Class of switching and terminal company
(See section No. 7 on inside of front cover)

Not applicable

Spokane, Portland and Seattle Railway Company

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (e) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

102. DIRECTORS - Trustees

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Louis W. Meek	St. Paul, Minnesota	12-12-69	12-12-70	None	
2	John M. Budd	" "	"	"	"	
3	John A. Barth	Seattle, Washington	"	"	"	
4	Robert F. Kelly	"	"	"	"	
5	N. S. Westergard	Portland, Oregon	"	"	"	
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board None Secretary (or clerk) of board None

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

Louis W. Meek, John M. Budd, management, control and direction of the affairs of the company

103. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE February 28, 1970

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
GENERAL OFFICERS OF CORPORATION					
31	President	Executive	John M. Budd	None	St. Paul, Minnesota
32	Vice President *	"	Louis W. Meek	"	" " "
33	"	"	N. S. Westergard	"	Portland, Oregon
34	Secretary	"	R. F. Moy	"	" "
35	Asst. Secretary	"	R. M. O'Kelly	"	St. Paul, Minnesota
36	"	"	F. A. Dewing	"	" " "
37	General Counsel	Law	H. L. Riggs	"	Portland, Oregon
38	Treasurer	Fiscal	J. H. Earlanbaugh	"	" "
39	Comptroller	Accounting	L. E. Lawson	"	" "
40	Purchasing Agent	Purchasing	W. T. Cowan	"	" "
41	General Manager	Operating	N. S. Westergard	"	" "
42	Superintendent	"	F. S. Barlow, Jr.	"	" "
43	General Mach. Supt.	"	L. Z. Daniels	"	Vancouver, Washington
44	Traffic Manager	Traffic	R. A. Lawrence	"	Portland, Oregon
45					
46					
47					
48					
49					
50	* The following changes of officers became effective January 1, 1970				
51					
52	President - John M. Budd				
53	Vice President - Louis W. Meek				
54					

1. In schedule No. 104A should be entered the names of all corporations which are controlled either solely or jointly by the respondent carrier, except corporations controlled through title to securities. Enter in column (a), schedule 104B, the names of all corporations indirectly controlled by respondent through one or more intermediaries, whether the intermediary (1) is required to file annual reports with this Commission, or (2) controls the corporation listed in column (a) through ownership of its securities or by any other direct or indirect means. Schedule 205, on pages 210, 211, 212, and 213, provides for corporations controlled by respondent through title to securities.

2. By "control" is meant *ability to determine the action of a corporation*. Attention is specifically directed to Section 1 (3) (b) of Part I of the Interstate Commerce Act which provides that, "For the purposes of sections 5, 12 (1), 20, 204 (a) (7), 210, 220, 304 (b), 310, and 313 of this Act, where reference is made to control (in referring to a relationship between any person or persons and another person or persons), such reference shall be construed to include actual as well as legal control, whether maintained or exercised through or by reason of the method of or circumstances surrounding organization or operation, through or by common directors, officers, or stockholders, a voting trust or trusts, a holding or investment company or

companies, or through or by any other direct or indirect means; and to include the power to exercise control.

3. In column (c) should be entered the names of the corporations or others, if any, that with the respondent corporation jointly control the corporation listed.

4. In column (d) should be shown the form of control exercised. For the purposes of this report, the following are to be considered forms of control:

(a) Right through agreement of some character or through some source other than title to securities, to name the majority of the board of directors, managers, or trustees of the controlled corporation;

(b) Right to foreclose a first lien upon all or a major part in value of the tangible property of the controlled corporation;

(c) Right to secure control in consequence of advances made for construction of the operating property of the controlled corporation;

(d) Right to control only in a specific respect the action of the controlled corporation.

5. A leasehold interest in the property of a corporation is not to be classed as a form of control over the lessor corporation.

6. In column (e) should be shown the extent of the inter-

est of respondent corporation in the controlled corporation.

7. Indirect control is that exercised through an intermediary. When an intermediary is a holding company or any other corporation (or an individual), the names of all its controlled corporations should be entered with the name of such intermediary. For corporations indirectly controlled, the entries in schedule 104B, columns (b), (c), (d), and (e), should show the relationship between the corporation named in column (a) and that named in column (f).

8. Corporations should be grouped in the following order:

1. Transportation companies—active.
2. Transportation companies—inactive.
3. Nontransportation companies—active.
4. Nontransportation companies—inactive.

9. 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. All other corporations are to be regarded as *active*.

104A. CORPORATIONS CONTROLLED BY RESPONDENT OTHER THAN THROUGH TITLE TO SECURITIES

Line No.	Name of corporation controlled (a)	CHARACTER OF CONTROL				Remarks (f)
		Sole or joint (b)	Other parties, if any, to joint agreement for control (c)	How established (d)	Extent (e)	
1			None			
2						
3						
4						
5						

104B. CORPORATIONS INDIRECTLY CONTROLLED BY RESPONDENT

Line No.	Name of corporation controlled (a)	CHARACTER OF CONTROL				Name of intermediary through which indirect control exists (f)
		Sole or joint (b)	Other parties, if any, to joint agreement for control (c)	How established (d)	Extent (e)	
21			None			
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						

Spokane, Portland and Seattle Railway Company

108. CORPORATE CONTROL OVER RESPONDENT *

1. Did any corporation or corporations, transportation or other, hold control over the respondent at the close of the year? Yes

If control was so held, state: (a) The form of control, whether sole or joint Joint

(b) The name of the controlling corporation or corporations Northern Pacific Railway Company and
Great Northern Railway Company

(c) The manner in which control was established Ownership of capital stock

(d) The extent of control Entire

(e) Whether control was direct or indirect Direct

(f) The name of the intermediary through which control, if indirect, was established None

2. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? No

If control was so held, state: (a) The name of the trustee None

(b) The name of the beneficiary or beneficiaries for whom the trust was maintained None

(c) The purpose of the trust None

108A. STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____
(date)

☒ No annual report to stockholders is prepared.

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$100 per share; first preferred, \$ per share; second preferred, \$ per share; debenture stock, \$ per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing December 11, 1969 Annual meeting of stockholders
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. 400,000 votes, as of December 11, 1969
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. Two 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 on page 202, 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			Other securities with voting power
				Common	PREFERRED		
	(a)	(b)	(c)	(d)	Second (e)	First (f)	(g)
1	Northern Pacific Ry. Co.	St. Paul, Minnesota	200,000	200,000	-	None	-
2	Great Northern Ry. Co.	" " "	200,000	200,000			
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
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10. State the total number of votes cast at the latest general meeting for the election of Trustees 400,000 votes cast.
11. Give the date of such meeting December 11, 1969
12. Give the place of such meeting Seattle, Washington

110. GUARANTIES AND SURETYSHIPS System

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 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.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12		None		
13				
14				
15				
16				
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
41	Spokane, Portland and Seattle Ry. Co.	Great Northern Ry. Co.	\$615,000	Joint
42	Equipment Trust of 1957. Payment	Northern Pacific Ry. Co.	Principal and	
43	One-thirtieth Semi-Annually.		interest	
44	Maturing date April 1, 1972			
45				
46				
47				
48				
49				
50				
51				

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS System

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the account-

ing requirements followed in column (c). The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)			Account or Item (b)	Balance at close of year (c)		
				CURRENT ASSETS			
1	\$	1	414 559	(701) Cash		352	318
2		1	800 000	(702) Temporary cash investments (p. 203)	5	200	000
3			37	(703) Special deposits (p. 203)			37
4				(704) Loans and notes receivable (p. 203)			
5				(705) Traffic and car-service balances—Debit			
6		1	759 655	(706) Net balance receivable from agents and conductors	1	970	765
7		1	363 157	(707) Miscellaneous accounts receivable	1	326	559
8			4 876	(708) Interest and dividends receivable		3	142
9		4	548 622	(709) Accrued accounts receivable (p. 203)	5	557	716
10			966	(710) Working fund advances			881
11		8	945	(711) Prepayments		6	920
12		4	146 256	(712) Material and supplies	4	219	103
13			176 061	(713) Other current assets (p. 203)		162	744
14		15	223 134	Total current assets	18	800	185
				SPECIAL FUNDS			
				(b ₁) Total book assets at close of year			(b ₂) Respondent's own issues included in (b ₁)
15				(715) Sinking funds (pp. 206 and 207)			
16		147	880	(716) Capital and other reserve funds (pp. 206 and 207)	151	876	
17		33	293	(717) Insurance and other funds (pp. 206 and 207)	33	293	
18		181	173	Total special funds		185	169
				INVESTMENTS			
19		1	512 834	(721) Investments in affiliated companies (pp. 210, 211, 212 and 213)	1	512	834
20			774 621	(722) Other investments (pp. 214, 215, 216 and 217)		771	100
21				(723) Reserve for adjustment of investment in securities—Credit			
22		2	287 455	Total investments (accounts 721, 722 and 723)	2	283	934
				PROPERTIES			
23		156	490 710	(731) Road and equipment property (pp. 220, 221 and 222)	162	037	920
24	x	x	x x x x	Road	106	224	459
25	x	x	x x x x	Equipment	48	870	039
26	x	x	x x x x	General expenditures	5	716	063
27	x	x	x x x x	Other elements of investment		144	506
28	x	x	x x x x	Construction work in progress	1	082	853
29		685	706	(732) Improvements on leased property (pp. 220, 221 and 222)		686	182
30	x	x	x x x x	Road		686	182
31	x	x	x x x x	Equipment			
32	x	x	x x x x	General expenditures			
33		157	176 416	Total transportation property (accounts 731 and 732)	162	724	102
34		36	473 505	(735) Accrued depreciation—Road and Equipment (pp. 226 and 226B)	36	877	714
35		2	671 033	(736) Amortization of defense projects—Road and Equipment (p. 227)	2	668	089
36		39	144 538	Recorded depreciation and amortization (accounts 735 and 736)	39	545	803
37		118	031 878	Total transportation property less recorded depreciation and amortization (line 33 less line 36)	123	178	299
38		7	021 126	(737) Miscellaneous physical property (pp. 230B and 231)	6	988	959
39		1	458 267	(738) Accrued depreciation—Miscellaneous physical property (pp. 230B and 231)	1	468	775
40		5	562 859	Miscellaneous physical property less recorded depreciation (account 737 less 738)	5	520	184
41		123	594 737	Total properties less recorded depreciation and amortization (line 37 plus line 40)	128	698	483
				OTHER ASSETS AND DEFERRED CHARGES			
42		280	849	(741) Other assets (p. 232)		279	621
43				(742) Unamortized discount on long-term debt			
44		577	384	(743) Other deferred charges (p. 232)		451	683
45		858	233	Total other assets and deferred charges		731	304
46		142	144 732	TOTAL ASSETS	150	699	075

NOTE.—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY System

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the accounting requirements followed

in column (c). The entries in short column (b₁) should reflect total book liability at close of year. The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)	Account or item (b)	Balance at close of year (c)
CURRENT LIABILITIES			
47		(751) Loans and notes payable (p. 242A)	
48	185,631	(752) Traffic and car-service balances—Credit	4,370,886
49	105,825	(753) Audited accounts and wages payable	1,093,289
50	5,249	(754) Miscellaneous accounts payable	501,132
51	37	(755) Interest matured unpaid	854,238
52		(756) Dividends matured unpaid	
53	781,590	(757) Unmatured interest accrued	15,696
54		(758) Unmatured dividends declared	
55	672,779	(759) Accrued accounts payable (p. 242A)	4,108,114
56	229,000	(760) Federal income taxes accrued (p. 242B)	
57	8,016	(761) Other taxes accrued (p. 242B)	646,554
58	147,553	(763) Other current liabilities (p. 242A)	1,608,814
		Total current liabilities (exclusive of long-term debt due within one year)	13,202,221
LONG-TERM DEBT DUE WITHIN ONE YEAR			
		(b ₁) Total issued (b ₂) Held by or for respondent	
59	4,419	(764) Equipment obligations and other debt (pp. 234, 235, 236, and 237)	1,264,413
LONG-TERM DEBT DUE AFTER ONE YEAR			
		(b ₁) Total issued (b ₂) Held by or for respondent	
61	2,000	(765) Funded debt unmatured (pp. 234, 235, 236, and 237)	43,710,000
62	1,173	(766) Equipment obligations	7,421,499
63		(767) Receivers' and Trustees' securities	
64		(768) Debt in default	
65		(769) Amounts payable to affiliated companies (p. 242)	
66	508,479	Total long-term debt due after one year	50,131,499
RESERVES			
67		(771) Pension and welfare reserves	
68		(772) Insurance reserves	
69	223,276	(773) Equalization reserves	223,276
70	223,276	(774) Casualty and other reserves (p. 243)	223,276
		Total reserves	223,276
OTHER LIABILITIES AND DEFERRED CREDITS			
71		(781) Interest in default (p. 236)	
72	498,131	(782) Other liabilities (p. 243)	509,214
73		(783) Unamortized premium on long-term debt	
74	113,516	(784) Other deferred credits (p. 243)	120,013
75	55,607	(785) Accrued depreciation—Leased property (p. 226A)	56,382
76	667,254	Total other liabilities and deferred credits	685,609
SHAREHOLDERS' EQUITY			
<i>Capital stock (Par or stated value)</i>			
		(b ₁) Total issued (b ₂) Held by or for company	
77	40,000,000	(791) Capital stock issued—Total	40,000,000
78		Common stock (p. 245)	51,950,000
79		Preferred stock (p. 245)	200,000
80		(792) Stock liability for conversion (p. 246)	380,000
81		(793) Discount on capital stock	
82	40,000,000	Total capital stock	40,000,000
<i>Capital surplus</i>			
83		(794) Premiums and assessments on capital stock (p. 247)	
84	9,300,000	(795) Paid-in surplus (p. 247)	9,300,000
85		(796) Other capital surplus (p. 247)	
86	9,300,000	Total capital surplus	9,300,000
<i>Retained income</i>			
87		(797) Retained income—Appropriated (p. 247)	
88	35,687,655	(798) Retained income—Unappropriated (p. 302)	35,763,049
89	35,687,655	Total retained income	35,763,049
90	114,987,655	Total shareholders' equity	85,063,049
91	142,144,732	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	150,699,075

NOTE—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

COMPARATIVE GENERAL BALANCE SHEET—EXPLANATORY NOTES System

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) the procedure in accounting for pension funds including payments to trustees and recording in the accounts pension costs, indicating whether or not consistent with the prior year, and state the amount, as nearly as practicable, of unfunded past service costs; (2) 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; (3) particulars concerning obligations for stock purchase options granted to officers and employees; and (4) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code. \$ 3,754,469

(b) Estimated accumulated net reduction in Federal income taxes because of accelerated depreciation of facilities since December 31, 1953, under provisions of section 167 of the Internal Revenue Code and depreciation deductions resulting from the use of the guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. \$ 3,441,639

(c) Estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962 compared with the income taxes that would otherwise have been payable without such investment tax credit. \$ 1,487,707

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
			\$ None
			\$ None

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	As recorded on books				Amount not recorded
	Amount in dispute	Account Nos.			
		Debit	Credit		
Per diem receivable.....	\$ 194,133	741	784	\$ None	
Per diem payable.....	85,339	784	741		
Net amount.....	\$ 108,794	x x x x x	x x x x x	\$ None	

4. 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

5. 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, 1970. \$ None

Respondent carries a service interruption policy with The Imperial Insurance Company, Limited, under which it will be entitled to \$33,293 daily indemnity for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies respondent may be obligated to pay a maximum of \$665,860 additional premiums for each year of this policy.

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

System

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show each item (or the aggregate of a

class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)		
			\$		
1	702	Time Deposits - Open Account		100	000
2		Commercial Paper Notes	5	100	000
3		Total Account 702	5	200	000
4	703	Other items each less than \$100,000			37
5		Total Account 703			37
6					
7	709	Accounts receivable from others for which bills have not been rendered	2	297	255
8		Estimated unreported interline freight and passenger revenue	2	698	000
9		Federal income tax refund 1967 & 1968		329	000
10		Estimated per diem due from foreign lines		219	000
11		Other items each less than \$100,000		14	461
12		Total Account 709	5	557	716
13					
14	713	Local and interline freight advances in transit		162	252
15		Other items each less than \$100,000			492
16		Total Account 713		162	744
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204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS System

Give the particulars called for with respect to reserve funds included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

respondent's records; the kind of fund, such as sinking, capital, property insurance, pension, and relief; the rate of interest (if any); and the date of maturity.

In column (b) give the name by which the fund is designated in the

Insert totals separately for each account. Such totals of columns (g)

Line No.	Account No.	Name, kind, and purpose of fund	Name of trustee or depository	Balance at beginning of year—Book value		
	(a)	(b)	(c)	(d)		
1	716	Deposits in lieu of mortgaged	The First National Bank	\$	147	880
2		equipment destroyed	of Oregon, Trustee, Portland,			
3		(Equipment Trust of 1957)	Oregon			
4						
5						
6						
7		Total Account 716			147	880
8						
9						
10	717	Insurance and other funds:				
11		Service Interruption Insurance	Barclays Bank, Nassau, Bahamas		33	293
12						
13						
14						
15						
16		Total Account 717			33	293
17						
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			TOTAL			

204. SINKING, CAPITAL, INSURANCE, AND OTHER RESERVE FUNDS—Concluded

System

and (j) should be the same as those stated in short columns (b₁) and (b₂), respectively, in the comparative general balance sheet statement.

Entries in column (g) should be the sums of corresponding entries in columns (d) and (e), less those shown in column (f), and the sum of

entries in columns (h), (j), and (l) should equal those in column (g).

All conversions of cash into securities, or vice versa, shall be treated as withdrawals from the fund in column (f) and as additions to the fund in column (e).

Additions during the year—Book value			Withdrawals during the year—Book value			Balance at close of year—Book value			ASSETS IN FUNDS AT CLOSE OF YEAR												Line No.
									Cash	SECURITIES ISSUED OR ASSUMED BY RESPONDENT				OTHER SECURITIES AND INVESTED ASSETS							
										Par value	Book value	Par value	Book value	Par value	Book value						
																(i)	(j)	(k)	(l)		
(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	(v)	(w)	(x)	(y)	(z)
\$		\$		\$		\$		\$		\$		\$		\$		\$		\$		\$	
3	996	151	876	4	734									151	375	147	142				
3	996	151	876	4	734									151	375	147	142				

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 205 AND 206

1. Schedules 205 and 206 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 as investments including obligations of the United States, of a State or local government, or of an individual, so held; investments made, disposed of, or written down during the year; and dividends and interest credited to income. 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. These investments should be subdivided to show the par value pledged, unpledged, and held in fund accounts. Under "pledged" include the par value of securities recorded in accounts Nos. 721, "Investments in affiliated companies," and 722, "Other investments," which are deposited with some pledgee or other trustee, or held subject to the lien of a chattel mortgage, or subject to any other restriction or condition which makes them unavailable for general corporate purposes. "Unpledged" should include all securities held by or for the respondent free from any lien or restriction, recorded in the accounts mentioned above. Under "In sinking, insurance, and other funds" include the par value of securities recorded in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; and 717, "Insurance and other funds."

3. 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:

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

5. 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.

6. By carriers, as the term is here used, 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.

7. Noncarrier companies should, for the purposes 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.

8. 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.

205. INVESTMENTS IN AFFILIATED COMPANIES

System

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 and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR							
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
						Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
	(a)	(b)	(c)	(d)	(e)	(f)		(g)		(h)		(i)	
					%	\$		\$		\$		\$	
1		A-1	VII	Railway Express Agency, Inc.									
2				Common									
3													
4		A-3	VI	Ruth Realty Company									
5				Common	100			227	100			227	100
6													
7	721	A		Total				227	100			227	100
8													
9		D-1	VII	Railway Express Agency, Inc.									
10				Note									
11													
12	721	D		Total									
13													
14		E-1	VIII	Association of Western									
15				Railways - Advances									
16													
17		E-3	VI	Ruth Realty Company									
18				Advances									
19													
20	721	E		Total									
21													
22													
23													
24													
25													
26													
27													
28				Grand Total Account 721				227	100			227	100
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

System

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (l), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR					INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR							DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value		Par value			Book value		Selling price		Rate	Amount credited to income			
(f)			(h)			(i)	(m)			(n)		(o)		(p)	(q)				
\$			\$		\$		\$			\$			\$		%	\$			
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued System

Line No.	Ac- count No.	Class No.	Kind of in- dustry	Name of issuing company and description of security held; also lien reference, if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR									
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR									
						Pledged			Unpledged			In sinking, insurance, and other funds			Total par value
						(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
					%	\$			\$			\$			\$
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206. OTHER INVESTMENTS

System

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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....." In making entries in this column, abbreviations

Line No.	Ac- count No.	Class No.	Kind of indus- try	Name of issuing company or government and description of security held; also lien reference, if any	INVESTMENTS AT CLOSE OF YEAR							
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR							
					Pledged		Unpledged		In sinking, insurance, and other funds		Total par value	
					(e)		(f)		(g)		(h)	
	(a)	(b)	(c)	(d)	\$		\$		\$		\$	
1	716	B-3	IX	U. S. Treasury Obligations						161	375	161 375
2				Invested deposits in lieu of								
3				Trust Equipment destroyed								
4				First National Bank of								
5				Oregon, Trustee								
6				Total Account 716						161	375	161 375
7												
8												
9	722	B-3	IX	U. S. Treasury Bonds 1965 - 1970								
10				U. S. Treasury Bonds 1967 - 1972								
11												
12				Sub-Total								
13												
14	722	C-3	VIII	Terminal Transfer Inc.								
15				Construction loan dated								
16				February 16, 1967 covering								
17				construction of warehouse and								
18				trackage.								
19												
20				Sub-Total								
21												
22												
23												
24												
25												
26												
27												
28												
29				Total Account 722								
30												
31												
32												
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53												

206. OTHER INVESTMENTS—Continued

System

In common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (j), and (l).

7. In reporting advances, columns (e), (f), (g), (h), (j), and (l) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR		Line No.
Total book value			Par value		Book value	Par value		Book value	Selling price	Rate	Amount credited to income			
(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	(v)	
\$ 147 142	\$ 4 000	\$ 3 855										Various	None	1
														2
														3
														4
														5
														6
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206. OTHER INVESTMENTS—Continued

System

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	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
	(a)	(b)	(c)	(d)	(e)			(f)			(g)			(h)		
					\$			\$			\$			\$		
54																
55																
56																
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206. OTHER INVESTMENTS—Concluded System

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR									DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income			
(l)			(j)			(k)			(l)			(m)			(n)			(o)	(p)			
\$			\$			\$			\$			\$			\$			%	\$			
																						54
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System

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER 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 Part 1 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.

2. This schedule should include all securities, open account advances, and other intangible

Line No.	Class No. (a)	Name of issuing company and security or other intangible thing in which investment is made (b)	INVESTMENTS AT CLOSE OF YEAR						INVESTMENTS MADE DURING YEAR					
			Total par value (c)			Total book value (d)			Par value (e)			Book value (f)		
			\$			\$			\$			\$		
1														
2														
3														
4														
5														
6														
7														
8														
9														
10														
11														
12		None												
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NOTES AND REMARKS

System

209. SECURITIES, ADVANCES, AND OTHER INTANGIBLES OWNED OR CONTROLLED THROUGH NONREPORTING CARRIER AND NONCARRIER SUBSIDIARIES—Continued

property owned or controlled by nonreporting companies shown in schedules 104 A, 104 B, and 205, 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 instructions 3 and 4, page 209.

INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR									Names of subsidiaries in connection with things owned or controlled through them (j)	Line No.
Par value (g)			Book value (h)			Selling price (i)				
\$			\$			\$				
										1
										2
										3
										4
										5
										6
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NOTES AND REMARKS

211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 222)

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.....	2	823 367				
2	(2) Land for transportation purposes.....	6	626 870				
3	(2½) Other right-of-way expenditures.....		61 872				
4	(3) Grading.....	39	692 987				
5	(5) Tunnels and subways.....	3	266 043				
6	(6) Bridges, trestles, and culverts.....	13	559 703				
7	(7) Elevated structures.....						
8	(8) Ties.....	3	218 734				
9	(9) Rails.....	8	281 620				
10	(10) Other track material.....	6	955 755				
11	(11) Ballast.....	4	173 877				
12	(12) Track laying and surfacing.....	3	974 240				
13	(13) Fences, snowsheds, and signs.....		324 516				
14	(16) Station and office buildings.....	1	980 397				
15	(17) Roadway buildings.....		642 843				
16	(18) Water stations.....						
17	(19) Fuel stations.....		145 486				
18	(20) Shops and enginehouses.....	2	307 109				
19	(21) Grain elevators.....						
20	(22) Storage warehouses.....						
21	(23) Wharves and docks.....		2 763				
22	(24) Coal and ore wharves.....						
23	(26) Communication systems.....	1	285 731				
24	(27) Signals and interlockers.....	3	567 771				
25	(29) Power plants.....		8 396				
26	(31) Power-transmission systems.....		96 934				
27	(35) Miscellaneous structures.....		29 008				
28	(37) Roadway machines.....	1	381 475				
29	(38) Roadway small tools.....		26 718				
30	(39) Public improvements—Construction.....	1	474 643				
31	(43) Other expenditures—Road.....		1 955				
32	(44) Shop machinery.....		987 856				
33	(45) Power-plant machinery.....		63 088				
34	Leased property capitalized rentals (explain).....						
35	Other (specify and explain).....						
36	Total expenditures for road.....	106	941 771				
37	(51) Steam locomotives.....	19	433 408				
38	(52) Other locomotives.....	19	072 821				
39	(53) Freight-train cars.....	3	357 361				
40	(54) Passenger-train cars.....						
41	(56) Floating equipment.....	1	114 114				
42	(57) Work equipment.....		423 446				
43	(58) Miscellaneous equipment.....	43	401 150				
44	Total expenditures for equipment.....						
45	(71) Organization expenses.....	4	870 206				
46	(76) Interest during construction.....		845 857				
47	(77) Other expenditures—General.....	5	716 063				
48	Total general expenditures.....	156	058 984				
49	TOTAL.....		144 506				
50	(80) Other elements of investment (p. 223).....		972 926				
51	(90) Construction work in progress.....	157	176 416				
52	GRAND TOTAL.....						

Sch. 211

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211. ROAD AND EQUIPMENT PROPERTY (See Instructions page 222)

EXPENDITURES FOR ADDITIONS AND BETTERMENTS DURING THE YEAR				CREDITS FOR PROPERTY RETIRED DURING THE YEAR				Net additions during the year	Adjustments during year (See Instruction No. 11)	Net charges during the year	Balance at close of year			Line No.
Made on owned property (e)		Made on leased property (f)		Owned property (g)		Leased property (h)					(i)	(j)	(k)	
4	449				1			4 448		4 448	4 448	2 807	815	1
(	917)							(917)		(917)	(917)	6 625	953	2
												61	872	3
(19	880)		477					(19 403)		(19 403)	(19 403)	39 673	584	4
(2	579)				3	721		(6 300)		(6 300)	(6 300)	3 266	043	5
(1	836)					808		(2 644)		(2 644)	(2 644)	3 216	090	7
6	425					84		6 341		6 341	6 341	8 287	961	8
17	003				1	178		15 825		15 825	15 825	6 971	580	9
(15	092)							(15 092)		(15 092)	(15 092)	4 158	785	10
5	426					383		5 043		5 043	5 043	3 979	283	11
1	031							1 031		1 031	1 031	325	547	12
2	965							2 965		2 965	2 965	1 983	362	13
												642	849	14
														15
												145	486	16
	962							962		962	962	2 308	071	17
														18
														19
												2 763		20
(4	589)				13	948		(18 537)		(18 537)	(18 537)	1 267	194	21
(1	760)				4	017		(5 777)		(5 777)	(5 777)	3 561	994	22
												8 396		23
(	289)							(289)		(289)	(289)	96 645		24
												29 008		25
1	138							1 138		1 138	1 138	1 382	613	26
1								1		1	1	26 719		27
75								75		75	75	1 474	724	28
												1 955		29
												987	858	30
												63 088		31
														32
														33
														34
(7	467)		477		24	040		(31 130)		(31 130)	(31 130)	106 910	641	35
														36
2	822							2 822		2 822	2 822	19 436	230	37
5 384	037				17	668		5 366 369		5 366 369	5 366 369	24 439	190	38
	315							315		315	315	3 357	676	39
														40
38	965							38 965		38 965	38 965	1 153	079	41
63	155				2	737		60 418		60 418	60 418	483	864	42
5 489	294				20	405		5 468 889		5 468 889	5 468 889	48 870	039	43
														44
												4 870	206	45
												845	857	46
												5 716	063	47
5 481	827		477		44	545		5 437 759		5 437 759	5 437 759	161 496	743	48
												144	506	49
109	927							109 927		109 927	109 927	1 082	853	50
5 591	754		477		44	545		5 547 686		5 547 686	5 547 686	162 724	102	51
														52

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 211 ON PAGES 220 and 221

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. 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 (k), inclusive. Column (l) is the aggregate of columns (b) to (k), inclusive. Grand totals of columns (b) and (l) 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, Issue of 1962, 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 (e) and (f), should be included all entries covering expenditures for additions and betterments, as defined, whether replacing other property or not.

5. In column (f) show particulars for improvements made on property held under lease or other form of long-term contract and not charged to the owning company.

6. In columns (g) and (h) should be entered all credits representing property sold, abandoned, or otherwise retired.

7. 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.

8. 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.

9. Report on line 34 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 under "Notes and Remarks," below.

10. Report on line 35 amounts not includible in the accounts shown, or in line 34. 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.

11. 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.

12. If an amount of less than \$500 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, Issue of 1962, state in a footnote the amount used and give reference to the authority therefor.

13. In column (j) include adjustments in primary accounts for the year for redistribution of amounts to road and equipment accounts based on cost of property in valuation records, pursuant to the Commission's order dated April 17, 1963—amounts redistributed to other than primary road and equipment accounts should be described hereunder or in another appropriate place in this report, suitably cross-referenced. The entries in column (a) of Schedule 200A are not to be restated to include the adjustments in column (j) of Schedule 211. The entries in Schedule 211, column (l), for balance at close of year should include the adjustments in column (j); the entries in column (b), for balance at beginning of year should not be restated to include such adjustments.

14. Notes referring to entries in this schedule should be shown hereunder, including citation of the Interstate Commerce Commission's authority for construction, acquisition, or abandonment.

NOTES AND REMARKS

211A. OTHER ELEMENTS OF INVESTMENT System

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.

Line No.	Item (a)	Contra account number (b)	Charges during the year (c)			Credits during the year (d)		
			\$			\$		
1								
2								
3								
4								
5								
6								
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50								
51								
52								
53								
	TOTALS.....	X X X						
	NET CHANGES..	X X X						

211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 38 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. 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. 503 to 507, 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 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 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.

Line No.	Account	OWNED AND USED				LEASED FROM OTHERS			
		DEPRECIATION BASE		Annual composite rate (percent)	%	DEPRECIATION BASE		Annual composite rate (percent)	%
		At beginning of year (b)	At close of year (c)			At beginning of year (e)	At close of year (f)		
	(a)	\$	\$			\$	\$		
1	ROAD								
2	(1) Engineering	2 707 387	2 709 978	41		42 637	42 637	40	
3	(2 1/2) Other right-of-way expenditures	100 237	100 237	69					
4	(3) Grading	39 808 532	39 934 741	68		529 884	529 884	65	
5	(5) Tunnels and subways	3 142 531	3 140 531	74					
6	(6) Bridges, trestles, and culverts	13 335 053	13 335 103	2 16		103 398	103 398	2 51	
7	(7) Elevated structures								
8	(13) Fences, snowsheds, and signs	303 069	304 130	4 80		11 798	11 798	4 72	
9	(16) Station and office buildings	1 857 615	1 858 349	2 16		15 610	15 610	2 67	
10	(17) Roadway buildings	651 273	651 273	2 37		5 854	5 854	2 36	
11	(18) Water stations								
12	(19) Fuel stations	117 537	117 537	2 19					
13	(20) Shops and enginehouses	1 759 746	1 759 737	2 42					
14	(21) Grain elevators								
15	(22) Storage warehouses								
16	(23) Wharves and docks	2 439	2 439	5 00					
17	(24) Coal and ore wharves								
18	(26) Communication systems	1 158 747	1 137 667	3 02					
19	(27) Signals and interlockers	3 386 766	3 387 046	2 85		1 584	1 584	2 29	
20	(29) Power plants	10 575	10 575	2 34					
21	(31) Power transmission systems	95 071	95 071	4 07					
22	(35) Miscellaneous structures	63 229	63 229	2 35					
23	(37) Roadway machines	1 395 936	1 397 074	7 86					
24	(39) Public improvements—Construction	1 041 924	1 041 925	1 64		16 488	16 488	1 75	
25	(44) Shop machinery	970 810	970 809	2 18					
26	(45) Power-plant machinery	68 547	68 548	2 31					
27	All other road accounts								
28	Amortization (other than defense projects)								
29	Total road	72 061 927	72 085 292	1 66		727 253	727 253	1 26	
30	EQUIPMENT								
31	(51) Steam locomotives								
32	(52) Other locomotives	18 871 211	18 873 998	4 17					
33	(53) Freight-train cars	18 966 173	18 954 945	2 95					
34	(54) Passenger-train cars	3 352 213	3 352 213	2 38					
35	(56) Floating equipment								
36	(57) Work equipment	1 091 622	1 129 757						
37	(58) Miscellaneous equipment	138 254	496 587	0 61					
38	Total equipment	42 710 473	42 807 500	3 66					
39	GRAND TOTAL	114 781 470	114 892 799	X X	X X	727 253	727 253	X X	X X

Notes: Depreciation Base for Accounts 1, 2 1/2, 3, 5 and 39 include non-depreciable property.

211C. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT LEASED TO OTHERS System

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 account No. 509.

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 37 of this column

show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary accounts composite rates to the depreciation base used in computing the depreciation for December and dividing the total so computed by the depreciation base.

4. If the depreciation base for accounts 1, 2½, 3, 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.

Line No.	Account (a)	DEPRECIATION BASE						Annual com- posite rate (percent)	
		Beginning of year (b)			Close of year (c)			(d)	
		\$			\$				%
1	ROAD								
2	(1) Engineering.....								
3	(2½) Other right-of-way expenditures.....								
4	(3) Grading.....								
5	(5) Tunnels and subways.....								
6	(6) Bridges, trestles, and culverts.....								
7	(7) Elevated structures.....								
8	(13) Fences, snowsheds, and signs.....								
9	(16) Station and office buildings.....								
10	(17) Roadway buildings.....								
11	(18) Water stations.....								
12	(19) Fuel stations.....								
13	(20) Shops and enginehouses.....								
14	(21) Grain elevators.....								
15	(22) Storage warehouses.....								
16	(23) Wharves and docks.....								
17	(24) Coal and ore wharves.....								
18	(26) Communication systems.....								
19	(27) Signals and interlockers.....								
20	(29) Power plants.....								
21	(31) Power transmission systems.....								
22	(35) Miscellaneous structures.....								
23	(37) Roadway machines.....								
24	(39) Public improvements—Construction.....								
25	(44) Shop machinery.....								
26	(45) Power-plant machinery.....								
27	All other road accounts.....								
28	Total road.....								
29	EQUIPMENT								
30	(51) Steam locomotives.....								
31	(52) Other locomotives.....								
32	(53) Freight-train cars.....								
33	(54) Passenger-train cars.....								
34	(56) Floating equipment.....								
35	(57) Work equipment.....								
36	(58) Miscellaneous equipment.....								
37	Total equipment.....								
38	GRAND TOTAL.....								

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED System

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211E for the reserve relating to road and equipment owned but not used by the respondent.) If any

entries are made for "Other credits" or "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."

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

Line No.	Account	Balance at beginning of year			CREDITS TO RESERVE DURING THE YEAR						DEBITS TO RESERVE DURING THE YEAR						Balance at close of year		
					Charges to operating expenses			Other credits			Retirements			Other debits					
	(a)	(b)			(c)			(d)			(e)			(f)			(g)		
		\$			\$			\$			\$			\$			\$		
1	ROAD																		
2	(1) Engineering	133	034		1	843					102						194	279	
3	(2) Other right-of-way expenditures	14	314			115											14	429	
4	(3) Grading	508	664		3	006											511	670	
5	(5) Tunnels and subways	515	467		3	874											519	341	
6	(6) Bridges, trestles, and culverts	4	828	112	47	920					88			5	168		4	870	952
7	(7) Elevated structures																		
8	(13) Fences, snow sheds, and signs	182	245		1	941											184	386	
9	(16) Station and office buildings	867	157		6	679											873	846	
10	(17) Roadway buildings	356	670		2	573					1			1	720		357	524	
11	(18) Water stations																		
12	(19) Fuel stations	71	215			489											71	404	
13	(20) Shops and enginehouses	811	710		7	090											818	800	
14	(21) Grain elevators																		
15	(22) Storage warehouses																		
16	(23) Wharves and docks	2	419														2	439	
17	(24) Coal and ore wharves																		
18	(26) Communication systems	724	492		5	783							12	949			726	333	
19	(27) Signals and interlockers	1	262	382	16	127					3	398					1	275	111
20	(29) Power plants	8	721			4											8	762	
21	(31) Power-transmission systems	41	812			646											42	458	
22	(35) Miscellaneous structures	39	725			248											39	273	
23	(37) Roadway machines	812	493		18	091								145			830	439	
24	(39) Public improvements—Construction	462	538		2	857											465	395	
25	(44) Shop Machinery *	702	135		3	523											705	658	
26	(45) Power-plant machinery *	33	254			264											33	518	
27	All other road accounts																		
28	Amortization (other than defense projects)																		
29	Total road	12	438	296	123	110					3	207		20	982		12	537	917
30	EQUIPMENT																		
31	(51) Steam locomotives																		
32	(52) Other locomotives	10	225	318	146	239											10	371	557
33	(53) Freight-train cars	10	427	853	93	223							1	337			10	519	779
34	(54) Passenger-train cars	2	302	983	13	297											2	316	180
35	(56) Floating equipment																		
36	(57) Work equipment	828	212														838	212	
37	(58) Miscellaneous equipment	240	203		7	486		43	814		(6	634)		4	068		294	069	
38	Total equipment	24	034	509	260	245		43	814		(6	634)		5	405		24	339	797
39	GRAND TOTAL	36	473	505	383	355		43	814		(3	427)		26	387		36	877	714

*Chargeable to account 305.

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211E. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED FROM OTHERS

System

1. Give full particulars called for hereunder with respect to credits and debits to account No. 785, "Accrued depreciation—Leased property," during the year relating to road and equipment leased from others, the depreciation charges for which are includible in operating expenses of the respondent.

2. Show in column (c) amounts which were charged to operating expenses, and in column (f) show payments made to the lessor in settlement thereof. A full explanation should be given of all entries in columns (d) and (f).

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. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to account No. 785 are made by the accounting company, show in column (c) the charges to operating expenses and in column (f) show payments made to the lessor in settlement thereof.

Line No.	Account	Balance at beginning of year			CREDITS TO RESERVE DURING THE YEAR						DEBITS TO RESERVE DURING THE YEAR						Balance at close of year					
					Charges to operating expenses			Other credits			Retirements			Other debits								
		(a)			(b)			(c)			(d)			(e)			(f)			(g)		
		\$			\$			\$			\$			\$			\$			\$		
1	ROAD																					
2	(1) Engineering			216			31															
3	(24) Other right-of-way expenditures																					
4	(3) Grading			230			47															
5	(5) Tunnels and subways																					
6	(6) Bridges, trestles, and culverts			808			274															
7	(7) Elevated structures																					
8	(13) Fences, snow sheds, and signs			77			55															
9	(16) Station and office buildings			117			81															
10	(17) Roadway buildings			525			38															
11	(18) Water stations																					
12	(19) Fuel stations																					
13	(20) Shops and enginehouses																					
14	(21) Grain elevators																					
15	(22) Storage warehouses																					
16	(23) Wharves and docks																					
17	(24) Coal and ore wharves																					
18	(26) Communication systems			795			21															
19	(27) Signals and interlockers			456			143															
20	(29) Power plants																					
21	(31) Power-transmission systems																					
22	(35) Miscellaneous structures																					
23	(37) Roadway machines																					
24	(39) Public improvements—Construction			343			97															
25	(44) Shop machinery*																					
26	(45) Power-plant machinery*																					
27	All other road accounts																					
28	Total road		55	607		1	527									752		56	382			
29	EQUIPMENT																					
30	(51) Steam locomotives																					
31	(52) Other locomotives																					
32	(53) Freight-train cars																					
33	(54) Passenger-train cars																					
34	(56) Floating equipment																					
35	(57) Work equipment																					
36	(58) Miscellaneous equipment																					
37	Total equipment																					
38	GRAND TOTAL		55	607		1	527									752		56	382			

*Chargeable to account 305.

Column (f) depreciation on leased property (not carried in Account 732) of the Northern Pacific Railway Company between Willbridge, Oregon and Goble, Oregon is charged monthly to Account 266 and credited to Account 542.

See Schedule 383 page 321

211F. DEPRECIATION RESERVE—ROAD AND EQUIPMENT LEASED TO OTHERS

System

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 account No. 509.

2. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," 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 211D 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 column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr."

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

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211G. AMORTIZATION OF DEFENSE PROJECTS—ROAD AND EQUIPMENT OWNED AND LEASED FROM OTHERS

System

1. Show in columns (b) to (e) the amount of base of road and equipment property for which amortization reserve is provided in account No. 736, "Accrued amortization of defense projects—Road and Equipment" of the respondent. If the amortization base is other than the ledger value stated in the investment account, a full explanation should be given.

year and all credits and debits during the year in reserve account No. 736, "Accrued amortization of defense projects—Road and Equipment."

3. The information requested for "Road" by columns (b) through (i) may be shown by projects amounting to \$100,000 or more, or by single entries as "Total road" in line 28. If

reported by projects, each project should be briefly described, stating kind, location, and authorization date and number. Projects amounting to less than \$100,000 should be combined in a single entry designated "Minor items, each less than \$100,000."

4. Any amounts included in columns (b) and (f), and in column (h) affecting operating expenses, should be fully explained.

2. Show in columns (f) to (i) the balance at the close of the

Line No.	Description of property or account (a)	BASE										RESERVE															
		Debits during year (b)			Credits during year (c)			Adjustments (d)				Balance at close of year (e)			Credits during year (f)			Debits during year (g)			Adjustments (h)				Balance at close of year (i)		
		\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX		
1	ROAD:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX		
2	Spokane, Portland and Seattle																										
3	Railway Company																										
4																											
5	Date Cert. No.																										
6	4-6-1943 WDN 16323 Terminal Facilities											444	044									444	044				
7																											
8																											
9	Minor items (44) each less																										
10	than \$100,000							Dr.	166			738	686					Cr.	166			738	686				
11																											
12																											
13	Oregon Trunk Railway																										
14																											
15	5-15-43 WDN 18038 Yard Tracks											259	287									259	287				
16	3-13-44 NC 519 Yard Tracks											180	304									180	304				
17	Minor items (8) each less																										
18	than \$100,000											122	740									122	740				
19																											
20																											
21	Oregon Electric Railway Company																										
22																											
23	Minor items (16) each less																										
24	than \$100,000											247	845									247	845				
25																											
26																											
27																											
28	TOTAL ROAD									166		1	992	906					166		1	992	906				
29	EQUIPMENT:	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX			
30	(51) Steam locomotives																										
31	(52) Other locomotives											561	671									561	671				
32	(53) Freight-train cars							2	943	Cr.	167	97	325					2	943	Dr.	167	97	325				
33	(54) Passenger-train cars																										
34	(56) Floating equipment																										
35	(57) Work equipment											16	187									16	187				
36	(58) Miscellaneous equipment																										
37	TOTAL EQUIPMENT							2	943		167	675	183					2	943		167	675	183				
38	GRAND TOTAL							2	943		1	2	668	089				2	943		1	2	668	089			

211L UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR System

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 (a) 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 or car 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 417; locomotive units should be identified as to

power source, wheel arrangement, and horsepower per unit; and cars should be identified as to special construction or service characteristics, such as Multiple purpose diesel locomotive A units (B-B), 2500 HP; Aluminum covered hopper cars, LO; Steel boxcars—special service, XAP, etc.

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 reportable in column (c) and (e) of schedule 417, showing returns for new units in the upper section of this schedule and showing returns for rebuilt units acquired and rebuilt units rewritten into respondent's property investment account in the lower section. 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.

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	<u>Other Freight Cars</u>			\$	
2					
3	Numbers 318100 to 318399, incl. "XL"	300			P
4	Box all steel equipped with four				
5	(4) Car-Pac belt rails entire				
6	sides.				
7	300 Cars. - Accounting not complete				
8					
9					
10					
11	<u>Cabooses</u>				
12					
13	Numbers 900 to 905, incl.	* 6	163	174 094	P
14	Steel cabooses complete with				
15	radio, electrical convenience and				
16	sanitary facilities				
17					
18					
19					
20					
21					
22	* United reported in Column (c)				
23	of Schedule 417 year 1969				
24					
25					
26					
27					
28					
29					
30	TOTAL.	306	x x x x	174 094	x x x x

REBUILT UNITS

41					
42					
43					
44					
45	None				
46					
47					
48					
49					
50					
51					
52					
53					
54	TOTAL.	x x x x			x x x x
55	GRAND TOTAL.	306	x x x x	174 094	x x x x

211N-1. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE (SEE INSTRUCTION 2) System

1. Give particulars, as requested, of the investment in transportation property at the close of the year, as related to "Net railway operating income," of the respondent for the year.

2. The term "Investment in railway property used in transportation service" means the aggregate of property owned, and property not owned but used by the respondent, in transportation service, (a) the investment in which is represented in accounts 731 and 732 of the respondent, including operating, lessor, and inactive railroads, (b) road and equipment property leased to or from others, the rentals of which are included in accounts 509 and 542, (c) equipment owned or leased, the lease-rental from which is included in accounts 503 to 507, inclusive, of the respondent, minus (d) investment in property leased to others the lease-rental from which is included in account 509. It does not include investment of others in equipment used by the respondent, rent for which is included in accounts 536 to 540, inclusive, nor does it include investment of other carriers in property jointly used by the respondent, such as trackage rights, rent for which is included in account 541 of the respondent. In column (a), classify each company in this schedule as respondent (R), lessor railroad (L), inactive or proprietary company (P), and other leased properties (O).

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

Show a total for each class of company. Then show, as deductions, data for transportation property leased to carriers and others, rentals from which are included in account 509.

4. In column (c) line-haul carriers should 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, explanation 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.

Line No.	Class (See Ins. 2) (a)	Name of company (b)	Miles of road owned (See Ins. 4) (c)		Investment in property (See Ins. 5) (d)		Depreciation and amortization of defense projects (See Ins. 6) (e)	
					\$		\$	
1	R	Spokane, Portland and Seattle Railway	813.35		162 724 102		33 602 085	
2		Company and Affiliated Companies						
3								
4								
5								
6	L	Northern Pacific Railway Company	35.49		1 498 959		131 637*	
7								
8								
9								
10								
11								
12								
13								
14								
15								
16		* Column (e) line 6 \$131,637 represents depreciation on owner's investment in property leased by S.P. & S. Ry. Co. and credited to Account 542 on books of lessee						
17								
18								
19								
20								
21								
22								
23								
24								
25								
26								
27								
28								
29								
30								
31								
32								
33								
34								
35								
36								
37								
38								
39								
40								
41								
42								
43								
44								
45								
46								
47								
48								
49								
50								
TOTAL			848.84		164 223 061		39 733 722	

211N-2. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE—Continued System

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 52 herein, should correspond with the amount for respondent and with the aggregate amounts for each class of company and properties shown in schedule 211N-1 on page 230. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in this schedule.

3. Report on line 34 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 under "Notes and Remarks," page 228.

4. Report on line 35 amounts not includable in the accounts shown, or in line 34. The items reported should be briefly identified and explained under "Notes and Remarks," page 228. 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.

Line No.	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary) companies (d)	Other leased properties (e)
1	(1) Engineering.....	\$ 2 827 815	\$ 42 637		
2	(2) Land for transportation purposes.....	6 625 053	29 676		
3	(24) Other right-of-way expenditures.....	61 872			
4	(3) Grading.....	39 673 584	529 884		
5	(5) Tunnels and subways.....	3 266 043			
6	(6) Bridges, trestles, and culverts.....	13 553 413	173 398		
7	(7) Elevated structures.....				
8	(8) Ties.....	3 215 090	50 301		
9	(9) Rails.....	8 287 061	170 904		
10	(10) Other track material.....	6 971 580	30 787		
11	(11) Ballast.....	4 158 785	86 082		
12	(12) Track laying and surfacing.....	3 979 383	29 721		
13	(13) Fences, snowsheds, and signs.....	325 547	11 798		
14	(16) Station and office buildings.....	1 083 362	15 617		
15	(17) Roadway buildings.....	613 843	5 854		
16	(18) Water stations.....				
17	(19) Fuel stations.....	142 482	117 253		
18	(20) Shops and enginehouses.....	2 308 771			
19	(21) Grain elevators.....				
20	(22) Storage warehouses.....				
21	(23) Wharves and docks.....	2 763			
22	(24) Coal and ore wharves.....				
23	(26) Communication systems.....	1 267 194			
24	(27) Signals and interlockers.....	3 176 777	1 584		
25	(29) Power plants.....	8 396			
26	(31) Power-transmission systems.....	96 645			
27	(35) Miscellaneous structures.....	29 008			
28	(37) Roadway machines.....	1 382 613			
29	(38) Roadway small tools.....	26 719			
30	(39) Public improvements—Construction.....	1 474 724	16 488		
31	(43) Other expenditures—Road.....	1 955			
32	(44) Shop machinery.....	987 858			
33	(45) Power-plant machinery.....	63 088			
34	Leased property capitalized rentals (explain).....				
35	Other (specify & explain).....				
36	Total expenditures for road.....	106 910 641	1 244 744		
37	(51) Steam locomotives.....				
38	(52) Other locomotives.....	19 436 230			
39	(53) Freight-train cars.....	24 439 190			
40	(54) Passenger-train cars.....	3 357 676			
41	(56) Floating equipment.....				
42	(57) Work equipment.....	1 153 079			
43	(58) Miscellaneous equipment.....	483 864			
44	Total expenditures for equipment.....	48 870 039	None		
45	(71) Organization expenses.....				
46	(76) Interest during construction.....	4 870 206	55 639		
47	(77) Other expenditures—General.....	845 857	17 412		
48	Total general expenditures.....	5 716 063	73 051		
49	TOTAL.....	161 496 742	1 317 795		
50	(80) Other elements of investment.....	144 506	181 164		
51	(90) Construction work in progress.....	1 082 854			
52	GRAND TOTAL.....	162 724 102	1 498 959		

214. MISCELLANEOUS PHYSICAL PROPERTY System

1. Give particulars of all investments of the respondent in physical property includible in account No. 737, "Miscellaneous physical property," together with the revenue, income, expenses, taxes, and depreciation data on such property, as requested.

2. Show in column (a) a description and location of the physical property, and, if operated, the kind of business in which engaged, stating whether the respondent's title is that of ownership or whether the property is held under lease or other incomplete title. All peculiarities of title should be explained. Each item of property investment amounting to \$1,000,000 or more should be separately stated and each item whose net profit or net loss for the year (as per column (b), regardless of amount of investment) is \$50,000 or more should also be separately stated. All other items may be combined in a single entry designated "All other items."

3. If any of the individual items of property shown in column (a) were acquired in consideration of stocks, or of bonds or other evidence of debt, or in exchange for other property, enter in column (c) 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 (c), give particulars in a footnote.

4. If any property investment includible in this schedule, amounting to \$250,000 or more, was disposed of during the year, give particulars in a footnote.

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 at close of year (See ins. 3) (e)
1	Grain Elevator Vancouver, Washington	1934	\$ 10,056	\$ None	\$ 4,284,438
2	North Bank Dock Portland, Oregon	1955			472,930
3	All other items Various locations	Various	900	43,123	2,231,591
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
		TOTAL	10,956	43,123	6,988,959

NOTES AND REMARKS

214. MISCELLANEOUS PHYSICAL PROPERTY—Continued

System

5. In section B include in column (f) the gross amount of revenue or income included in accounts 502 and 511, in column (g) the gross amount of expenses (including depreciation) charged to accounts 511 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).

6. 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 502, 511, 534, 535, and 544, of such accounts in Schedule 300, "Income Account for the Year," should be explained in a footnote.

7. In section C give an analysis of account 738, "Accrued depreciation—Miscellaneous physical property," 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.

8. 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.

B. REVENUES, INCOME, EXPENSES AND TAXES CREDITED AND DEBITED TO ACCOUNTS 502, 511, 534, 535 AND 544 DURING THE YEAR				C. DEPRECIATION RESERVE (ACCOUNT 738)					Line No.
Revenues or income (f)	Expenses (g)	Taxes (h)	Net profit for year after taxes (L loss) (i)	Credits during the year (j)	Debits during the year (k)	Balance at close of year (l)	Base (m)	Rates (n)	
\$ 23,224	\$ 10,508	None	\$ 12,716	\$ 10,508	None	\$ 1,468,775	\$ 4,284,438	1.47 %	1
3,300	31,559	1,379	(29,638)	None	None	None	None	None	2
26,345	22,803	4,700	(1,158)	"	"	"	"	"	3
									4
									5
									6
									7
									8
									9
									10
									11
									12
									13
									14
									15
									16
									17
									18
									19
									20
52,869	64,870	6,079	(18,080)	10,508	None	1,468,775	4,284,438	XXXXX	21
									22

NOTES AND REMARKS

216. OTHER ASSETS AND DEFERRED CHARGES

System

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be

combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)
1	741	Per diem in dispute	\$ 108 724
2		Doubtful collections suspense	114 556
3		Other items each less than \$100,000	56 271
4		Total Account 741	279 621
5			
6	743	Claim suspense overcharge	250 437
7		Other items each less than \$100,000	201 246
8		Total Account 743	451 683
9			
10			
11			
12			
13			
14			
15			
16			
17			
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45			

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 234, 235, 236, AND 237

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (b₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 237, give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies, Issue of 1962.

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 236 and 237, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS System

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			Is OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
1	First Mortgage											
2	Bonds 1(a)	3-1-11	3-1-71	4	3/1 & 9/1	No	Yes	No	Yes		532.84	
3	Total Account 765 1(a)											
4												
5	SP&S Ry. Equipment Trust											
6	Certificates of 1957 4(a)	4-1-57	8-4-1-72	3 3/4	4/1 & 10/1	No	No	No	No			
7	Sub-Total 4(a)											
8												
9	Deferred Payment Contracts											
10												
11	8-Century 425 D.E. Locos											
12	Nos. 310-317, incl. 4(c)	6-1-65	8-7-1-71	4 5/8	Monthly	No	No	No	No			
13												
14	70-Chip Cars											
15	Nos. 9000-9069, incl. 4(c)	7-15-65	8-8-1-71	4 5/8	Monthly	No	No	No	No			
16												
17	6-Century 636 D.E. Locos.											
18	Nos. 330-335, incl. 4(c)	9-22-67	8-2-1-73	5.74	Monthly	No	No	No	No			
19												
20	4-Century 636 D.E. Locos.											
21	Nos. 340-343, incl. 4(c)	8-15-68	8-1-1-74	6 1/2	Monthly	No	No	No	No			
22	2-Century 415 D.E. Locos.											
23	Nos. 100-101 4(c)											
24												
25	500 Box Cars 4(c)											
26	Nos. 318100-318599, incl. 4(c)											
27	6-EMD GP-38 D.E. Locos.	12-10-70	8-3-1-85	9 5/8	3/1 & 9/1	No	No	No	No			
28	Nos. 2072-2077, incl. 4(c)											
29												
30												
31	Sub-Total 4(c)											
32												
33												
34												
35												
36												
37												
38	Total Accounts 764 and 766											
39												
40												
41												
42												
43												
44												
45												
46												
47												
48												
49	* Only a portion of equipment received by February 28, 1970											
50												
51												
52												
53												
54												
55												
56												
GRAND TOTAL									XXXX	XXXX	XXXXX	XXXXX

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued System

Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND—			AMOUNT REACQUIRED AND—			TOTAL AMOUNT ACTUALLY OUTSTANDING						Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled	Total amount actually issued	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)					
(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)					
\$		\$		\$		\$		\$			\$		
80 000 000		6 290 000	73 710 000	31 000 000		42 710 000							1
80 000 000		6 290 000	73 710 000	31 000 000		(1) 42 710 000							2
													3
													4
3 690 000			3 690 000	3 075 000		369 000	246 000						5
3 690 000			3 690 000	3 075 000		(46) 369 000	246 000						6
													7
													8
													9
1 482 907			1 482 907	1 087 785		98 451	296 652						10
													11
1 172 290			1 172 290	840 151		97 679	234 460						12
													13
1 651 019			1 651 019	687 945		632 860	330 214						14
													15
1 435 380			1 435 380	334 922		813 382	287 075						16
													17
													18
													19
5 410 125			5 410 125			5 410 125							20
													21
													22
													23
													24
													25
													26
													27
													28
													29
11 151 721			11 151 721	2 950 803	(40)	7 052 499	1 148 419						30
													31
													32
													33
													34
													35
													36
													37
14 841 721			14 841 721	6 025 803		7 421 499	1 394 419						38
													39
													40
													41
													42
													43
													44
													45
													46
													47
													48
													49
													50
													51
													52
													53
													54
94 841 721	None	6 290 000	88 551 721	37 025 803	None	50 131 499	1 394 419	None					55

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued System

Line No.	Name and character of obligation (List on same lines and in same order as on page 234)	AMOUNT OF INTEREST ACCRUED DURING YEAR										Total amount of interest in default
		Charged to income			Charged to investment accounts			Amount of interest paid during year				
		(a)	(v)	(w)	(x)	(y)						
		\$		\$		\$		\$		\$		
1	First Mortgage											
2	Bonds 1(a)		284 733									
3	Total Account 765 1(a)		284 733									
4												
5	SP&S Ry. Equipment Trust											
6	Certificates of 1957 4(a)		3 842									
7	Sub-Total 4(a)		3 842									
8												
9	Deferred Payment Contracts											
10												
11	8-Century 425 D.E. Locos.											
12	Nos. 310-317, incl. 4(c)		5 131					5 131				
13												
14	70 Chip Cars											
15	Nos. 9000-9069, incl. 4(c)		4 285					4 285				
16												
17	6-Century 636 D.E. Locos.											
18	Nos. 330-335, incl. 4(c)		14 623					14 623				
19												
20	4-Century 636 D.E. Locos. 4(c)											
21	Nos. 340-343, incl. 4(c)		18 392					18 392				
22	2-Century 415 D.E. Locos. 4(c)											
23	Nos. 100 and 101 4(c)											
24												
25	500-Box cars 4(c)											
26	Nos. 318100-318599 4(c)											
27	6-EMD GP-38 D.E. Locos. 4(c)											
28	Nos. 2072 to 2077 4(c)											
29												
30	Sub-Total 4(c)		42 431					42 431				
31												
32												
33												
34												
35												
36												
37												
38	Total Accounts 764 and 766		46 273					42 431				
39												
40												
41												
42												
43												
44												
45												
46												
47												
48												
49												
50												
51												
52												
53												
54												
55												
56	GRAND TOTAL		331 006		None			42 431		None		

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

System

SECURITIES ISSUED DURING YEAR										SECURITIES REACQUIRED DURING YEAR										Line No.
Purpose of the issue and authority (a)	Par value (aa)			Net proceeds received for issue (cash or its equivalent) (bb)			Expense of issuing securities (cc)			AMOUNT REACQUIRED										
										Par value (dd)		Purchase price (ee)								
	\$			\$			\$			\$			\$							
																	1			
																	2			
																	3			
																	4			
																	5			
																	6			
																	7			
																	8			
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																	19			
																	20			
																	21			
																	22			
																	23			
																	24			
																	25			
																	26			
Purchase new equipment	5	410	125	5	410	125											27			
																	28			
																	29			
																	30			
(4c)	5	410	125	5	410	125											31			
																	32			
																	33			
																	34			
																	35			
																	36			
																	37			
	5	410	125	5	410	125											38			
																	39			
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																	49			
																	50			
																	51			
																	52			
																	53			
																	54			
																	55			
																	56			
GRAND TOTAL	5	410	125	5	410	125	None								287	104	287 104	57		

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS System

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price at which the equipment is acquired, and in column (d) the amount of cash paid upon acceptance of the equipment.

Total amount of

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)		Cash paid on acceptance of equipment (d)	
			\$		\$	
1	Equipment Trust of	500 Box Cars Nos. 14000-14499, incl.	5	088 161	1	398 161
2	1957 - Amount \$3,690,000					
3	First National Bank of					
4	Oregon - Portland, Oregon					
5	Trustee					
6						
7						
8						
9	Deferred Payment Contracts	8-Century 425 2500 HP D.E. Locos.				
10		Nos. 310-317, incl.	1	482 907		
11						
12	" " "	70-Ship Cars Nos. 9000-9069, incl.	1	172 290		
13						
14	" " "	6-Century 636 3600 HP D.E. Locos.				
15		Nos. 330-335, incl.	1	651 019		
16	" " "					
17		4-Century 636 3600 HP D.E. Locos.				
18		Nos. 340-343, incl.	1	435 380		
19		2-Century 415 1500 HP D.E. Locos.				
20		Nos. 100 and 101				
21	" " "					
22		500-50' 6" 70-ton steel box cars				
23		Nos. 318100 - 318599	5	410 125 *		
24		6-EMD GP-38 D.E. Locos.				
25		Nos. 2072 - 2077, incl.				
26						
27						
28						
29						
30						
31						
32	* Only a portion of equipment received by February 28, 1970.					
33	Total contract price is \$9,705,000.					
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47						
48						
49						
50						
51						
52						
53						
54						
55						
56						

220. INTEREST ON INCOME BONDS

System

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 218, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal rate of interest shown in columns (a), (v), and (d), respectively, in schedule 218, for each security of the kind indicated. List the names of such securities in the same order as in schedule 218.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

4. In column (e) show the amount of interest charged to the income account for the year.

5. In column (f) show the difference between columns (d) and (e).

6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.

7. In column (k) enter the maximum accumulation of unpaid interest as provided for in the bonds.

8. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus the earned interest unpaid at the close of the year.

9. In the second section of this schedule show the particulars of the several items on the same line and in the same order as in the first section.

Line No.	Name of issue (from schedule 218)	Amount actually outstanding (from schedule 218)	Nominal rate of interest (from schedule 218)	AMOUNT OF INTEREST					
				Maximum amount payable, if earned			Amount actually payable under contingent interest provisions, charged to income for the year		
	(a)	(b)	(c)	(d)			(e)		
		\$		\$			\$		
1									
2									
3									
4									
5									
6	None								
7									
8									
9									
10									

AMOUNT OF INTEREST—Concluded

Line No.	DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE						TOTAL PAID WITHIN YEAR									Maximum period or percentage, for which cumulative, if any (k)	Total accumulated un-earned interest plus earned interest unpaid at the close of year (l)
	Current year (f)			All years to date (g)			On account of current year (h)			On account of prior years (i)			Total (j)				
	\$			\$			\$			\$			\$				
1																	
2																	
3																	
4																	
5									None								
6																	
7																	
8																	
9																	
10																	

222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES System

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and (f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.

Line No.	Name of creditor company (a)	Rate of interest (b)		Balance at beginning of year (c)			Balance at close of year (d)			Interest accrued during year (e)			Interest paid during year (f)		
		%	\$				\$			\$			\$		
1															
2															
3															
4							None								
5															
6															
7															
8															
9															
10															
			TOTAL												

NOTES AND REMARKS

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COMPANY

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

System

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. 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. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)		
			\$		
1	759	Amounts payable to others for which			
2		bills have not been rendered	1	792	872
3		Estimated per diem due foreign lines		456	000
4		Back pay payable within one year		194	610
5		Vacation pay - payable within one year	1	216	134
6		Estimated liability for personal injuries			
7		and loss and damage claims payable			
8		within one year		380	533
9		Other items each less than \$100,000		67	965
10		Total Account 759	4	108	114
11					
12	763	Local and interline prepaid freight forward	1	561	396
13		Other items each less than \$100,000		47	418
14		Total Account 763	1	608	814
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
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44					
45					

224. FEDERAL INCOME AND OTHER TAXES ACCRUED

System

Give the particulars called for with respect to the balances at close of year in accounts Nos. 760, "Federal income taxes accrued" and 761, "Other taxes accrued."

Line No.	Kind of tax (a)	Previous years (b)			Current year (c)			Balance at close of year (d)		
		\$			\$			\$		
1	Federal income taxes (532 or other accounts).....									
2	Federal excess profits taxes (532 or other accounts).....									
3	TOTAL (account 760).....									
4	Railway property State and local taxes (532).....					438	240		438	240
5	Old-age retirement (532).....					141	367		141	367
6	Unemployment insurance (532).....					75	851		75	851
7	Miscellaneous operating property (535).....									
8	Miscellaneous tax accruals (544).....					8	904		8	904
9	All other taxes.....									
10	TOTAL (account 761).....					646	554		646	554

NOTES AND REMARKS

225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS System

Give description and particulars for each item or class of items of like description in accounts Nos. 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits," at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)		
			\$		
1	774	Transcontinental Division Freight Rate			
2		Case I.C.C. Docket No. 31503		208	367
3		Other items each less than \$100,000		14	909
4		Total Account 774		223	276
5					
6	782	Adjustment of value of stock and paid in surplus of subsidiary companies to value			
7		of stock on books of respondent		454	304
8		Other items each less than \$100,000		54	820
9		Total Account 782		509	214
10					
11	784	Per Diem in dispute		108	794
12		Other items each less than \$100,000		11	219
13		Total Account 784		120	013
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
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35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					

228. CAPITAL STOCK System

Give particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.

In the second section list particulars of the various issues on the same lines and in the same order as in the first section.

Identify the entries in columns (m) to (s), inclusive, in a manner which will indicate whether par value or the number of shares is shown.

In stating the date of an authorization the date of the latest assent or ratification necessary to its validity should be shown; e. g., in case an authorization is required to be ratified by stockholders after action by the board of directors, but is not required to be approved by any State or other governmental board or officer, give the date of approval by stockholders; if the assent

of a State railroad commission or other public board or officer is necessary, give the date of such assent, or if subsequent to such assent notice has to be filed with a secretary of state or other public officer and a tax or other fee has to be paid as a condition precedent to the validity of the issue, give the date of such payment. In case some condition precedent has to be complied with after the approval and ratification of the stockholders has been obtained, state, in a footnote, the particulars of such condition and of the respondent's compliance therewith.

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 for a valuable consideration, and such purchaser 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 require them to be considered as held alive, and not canceled or retired, they are considered to be *nominally outstanding*.

Column (d) refers to the initial preference dividend payable before any common dividend; columns (k) and (l) to participations in excess of initial preference dividend; at a specified percentage or amount (nonpar stock) (column (k)) or a percentage or proportion of the profits (column (l)).

PREFERRED STOCK

Line No.	Class of stock	Date issue was authorized	Par value per share (if nonpar, so state)	Dividend rate specified in contract	PREFERRED STOCK									
					Total amount of accumulated dividends			CUMULATIVE		Noncumulative ("Yes" or "No")	OTHER PROVISIONS OF CONTRACT			
								To extent earned ("Yes" or "No")	Fixed \$ rate or percent specified by contract		Convertible ("Yes" or "No")	Callable or redeemable ("Yes" or "No")	PARTICIPATING DIVIDENDS	
													Fixed amount or percent (Specify)	Fixed ratio with common (Specify)
	(a)	(b)	(c)	(d)	(e)			(f)	(g)	(h)	(i)	(j)	(k)	(l)
			\$		\$									
1	Common SP&S Ry. Co.	8-23-05	100	XXXXX	XX	XX	XX	XXXXX	XXXXXXXX	XXXXX	XXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXX
2	" " "	4-4-08	100	XXXXX	XX	XX	XX	XXXXX	XXXXXXXX	XXXXX	XXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXX
3	" " "	2-15-11	100	XXXXX	XX	XX	XX	XXXXX	XXXXXXXX	XXXXX	XXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXX
4	OT " "	11-5-09	100	XXXXX	XX	XX	XX	XXXXX	XXXXXXXX	XXXXX	XXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXX
5	Preferred " "	12-4-10	100											
6	OE " "	4-22-08	100											
7	Preferred " "	4-22-08	100	6%	None			No	6%	No	No	Yes	No	No
8	Deferred " "	4-22-08	100											
9														
10	Receipts outstanding for installments paid*													
11														
12														
13	TOTAL		XXXXX	XXXXX				XXXXX	XXXXXXXX	XXXXX	XXXXX	XXXXXXXX	XXXXXXXX	XXXXXXXX

PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK

STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR

PAR VALUE OF PAR-VALUE STOCK OR NUMBER OF SHARES OF NONPAR STOCK													STOCK ACTUALLY OUTSTANDING AT CLOSE OF YEAR															
Line No.	Authorized			Authenticated			NOMINALLY ISSUED AND						Actually issued			REACQUIRED AND				Number of shares			Par value of par-value stock			Book value of stock without par value		
							Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")			Canceled						Held in special funds or in treasury or pledged (Identify pledged securities by symbol "P")												
	(m)	(n)	(o)	(p)	(q)	(r)	(s)	(t)	(u)	(v)																		
1	5 000 000	5 000 000						5 000 000						50 000	5 000 000													
2	20 000 000	20 000 000						20 000 000						200 000	20 000 000													
3	37 500 000	15 000 000						15 000 000						150 000	15 000 000													
4	5 000 000		9 997 500 P																									
5	15 000 000	10 000 000	2 500																									
6	5 000 000	1 950 000	1 947 500 P																									
7	5 000 000	200 000	2 500																									
x8	5 000 000		75 500 P																									
9			78 700					45 800				45 800																
x10	400 000	380 000	380 000 P																									
11																												
12																												
13	92 900 000	52 530 000	12 484 200	None				40 045 800	None			45 800	400 000	40 000 000			None											

*State the class of capital stock covered by the receipts.

229. CAPITAL STOCK CHANGES DURING THE YEAR System

Give full particulars of stocks actually or nominally issued (either original issues or reissues) and of stocks reacquired or canceled during the year.

In the second section of the schedule show the particulars of the several issues on the same lines and in the same order as in the first section.

In column (c) state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. If an issue of securities was authorized for more than one purpose, state amount applicable to each purpose. Also

give the number and date of the authorization by the public authority under whose control such issue was made, naming such authority. In column (e) include as cash all money, checks, drafts, bills of exchange and other commercial paper payable at par on demand. For nominally issued stock, show returns in columns (a), (b), (c), and (d) only. For each class of stock actually issued, the sum of the entries in columns (e), (f), and (h), plus discounts or less premiums in column (g), should equal the total par value or the book value represented by the total number of shares reported in column (d).

Particulars concerning the reacquirement of stock that was actually outstanding should be given in columns (a), (i), and (j).

Line No.	Class of stock	STOCKS ISSUED DURING YEAR						
		Date of issue	Purpose of the issue and authority	Par value (for nonpar stock show the number of shares)			Net proceeds received for issue (cash or its equivalent)	
				(d)			(e)	
	(a)	(b)	(c)	\$			\$	
1								
2								
3								
4								
5			None					
6								
7								
8								
9								
10								
11								
12								
13								
14								
15								
TOTAL								

Line No.	STOCKS ISSUED DURING YEAR—Concluded						STOCKS REACQUIRED DURING YEAR						Remarks				
	Cash value of other property acquired or services received as consideration for issue			Net total discounts (in black) or premiums (in red). Excludes entries in column (h)			Expense of issuing capital stock			Par value (For nonpar stock show the number of shares)				Purchase price			
	(f)			(g)			(h)			(i)				(j)			(k)
	\$			\$			\$			\$				\$			
1																	
2																	
3																	
4																	
5																	
6																	
7										None							
8																	
9																	
10																	
11																	
12																	
13																	
14																	
15																	

230. STOCK LIABILITY FOR CONVERSION OF SECURITIES OF OTHER COMPANIES

If at the close of the year respondent was subject to any liability to issue its own capital stock in exchange for outstanding securities of constituent of other companies, give full particulars thereof hereunder, including names of parties to contracts and abstracts of terms of contracts whereunder such liability exists.

None

231. CAPITAL SURPLUS System

Give an analysis in the form called for below of capital surplus accounts. In column (a) give a brief description of the item added or deducted and in column (b) insert the contra account number to which the amount stated in column (c), (d) or (e) was charged or credited.

Line No.	Item (a)	Contra account number (b)	ACCOUNT NO.								
			794. Premiums and Assessments on Capital Stock (c)			795. Paid-In Surplus (d)			796. Other Capital Surplus (e)		
1	Balance at beginning of year.....	x x x	\$	None		\$	9	300	000	\$	None
2	Additions during the year (describe):										
3											
4											
5											
6											
7	Total additions during the year.....	x x x		None			None			None	
8	Deductions during the year (describe):										
9											
10											
11											
12	Total deductions.....	x x x		None			None			None	
13	Balance at close of year.....	x x x		None			9	300	000		None

232. RETAINED INCOME—APPROPRIATED

Give an analysis in the form called for below of account No. 797, "Retained income—Appropriated."

Line No.	Class of appropriation (a)	Credits during year (b)			Debits during year (c)			Balance at close of year (d)		
		\$			\$			\$		
31	Additions to property through retained income.....									
32	Funded debt retired through retained income.....									
33	Sinking fund reserves.....									
34	Miscellaneous fund reserves.....									
35	Retained income—Appropriated not specifically invested.....									
36	Other appropriations (specify):									
37	None									
38										
39										
40										
41										
42										
43										
44										
45										
46	TOTAL.....									

233. CONTINGENT ASSETS AND LIABILITIES System

1. Give particulars with respect to contingent assets and liabilities, at the close of the year, in accordance with Instruction 6—6 in the Uniform System of Accounts for Railroad Companies, Issue of 1962, that are not reflected in the accounts of the respondent and the value of the item amounts 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 possi-

ble 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.

Line No.	Item (a)	Amount (b)		
		\$		
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19	None			
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
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39				
40				
41				
42				
43				
44				
45				

Give particulars called for regarding inactive proprietary companies, as defined in Schedule No. 411, page 400. The separation of accounts 731 and 732 into the various subdivisions shown below should be estimated, if not actually shown on respondent's books. Enter brief designations of the several proprietary companies at the heads of their respective columns.

Line No.	Item											
1	Mileage owned:											
2	Road, State of _____											
3	Road, State of _____											
4	Road, State of _____											
5	Second and additional main tracks.....											
6	Passing tracks, cross-overs, and turn-outs.....											
7	Way switching tracks.....											
8	Yard switching tracks.....											
9	Road and equipment property:											
10	Road.....											
11	Equipment.....											
12	General expenditures.....											
13	Other property accounts*.....											
14	Total (account 731).....											
15	Improvements on leased property:											
16	Road.....											
17	Equipment.....											
18	General expenditures.....											
19	Total (account 732).....											
20	Depreciation and amortization (accounts 735, 736, and 785).....											
21	Capital stock (account 791).....											
22	Funded debt unmatured (account 765).....											
23	Debt in default (account 768).....											
24	Amounts payable to affiliated companies (account 769).....											

Line No.	Item											
1	Mileage owned:											
2	Road, State of _____											
3	Road, State of _____											
4	Road, State of _____											
5	Second and additional main tracks.....											
6	Passing tracks, cross-overs, and turn-outs.....											
7	Way switching tracks.....											
8	Yard switching tracks.....											
9	Road and equipment property:											
10	Road.....											
11	Equipment.....											
12	General expenditures.....											
13	Other property accounts*.....											
14	Total (account 731).....											
15	Improvements on leased property:											
16	Road.....											
17	Equipment.....											
18	General expenditures.....											
19	Total (account 732).....											
20	Depreciation and amortization (accounts 735, 736, and 785).....											
21	Capital stock (account 791).....											
22	Funded debt unmatured (account 765).....											
23	Debt in default (account 768).....											
24	Amounts payable to affiliated companies (account 769).....	</										

*Includes account Nos. 80, "Other elements of investment," and 90, "Construction work in progress."

300. INCOME ACCOUNT FOR THE YEAR

System

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item	Amount for current year			Amount for preceding year			Offsetting debits and credits for current year		
	(a)	(b)			(c)			(d)		
	ORDINARY ITEMS	\$			\$			\$		
1	OPERATING INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
2	RAILWAY OPERATING INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
3	(501) Railway operating revenues (p. 303)	7	094	194	41	777	592			
4	(531) Railway operating expenses (p. 310)	5	583	776	33	694	786			
5	Net revenue from railway operations	1	510	418	8	683	506			
6	(532) Railway tax accruals (p. 317)		571	579	4	005	973			
7	Railway operating income		938	839	4	677	533			
8	RENT INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
9	(503) Hire of freight cars—Credit balance (p. 319)									
10	(504) Rent from locomotives (p. 320)		147	437	1	096	689			
11	(505) Rent from passenger-train cars (p. 320)		22	422		123	258			
12	(506) Rent from floating equipment									
13	(507) Rent from work equipment		10	679		66	243			
14	(508) Joint facility rent income		111	773		707	386			
15	Total rent income		292	311	1	993	576			
16	RENTS PAYABLE	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
17	(536) Hire of freight cars—Debit balance (p. 319)		541	790	3	018	400			
18	(537) Rent for locomotives (p. 320)		147	318	1	096	208			
19	(538) Rent for passenger-train cars (p. 320)		34	646		175	844			
20	(539) Rent for floating equipment									
21	(540) Rent for work equipment		7	020		53	779			
22	(541) Joint facility rents		141	375		810	503			
23	Total rents payable		871	549	5	154	734			
24	Net rents (lines 15, 23)		(579)	238	(3)	161	158			
25	Net railway operating income (lines 7, 24)		359	601	1	516	375			
26	OTHER INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
27	(502) Revenues from miscellaneous operations (p. 231)		9	088		69	102			
28	(509) Income from lease of road and equipment (p. 318)									
29	(510) Miscellaneous rent income (p. 318)		54	601		314	443			
30	(511) Income from nonoperating property (p. 231)		1	592		174	931			
31	(512) Separately operated properties—Profit (p. 319)									
32	(513) Dividend income									
33	(514) Interest income		55	540		383	431			
34	(516) Income from sinking and other reserve funds		(	33)		6	002			
35	(517) Release of premiums on funded debt									
36	(518) Contributions from other companies									
37	(519) Miscellaneous income (p. 323)			180		54	809			
38	Total other income		120	968	1	002	718			
39	Total income (lines 25, 38)		480	569	2	519	693			
40	MISCELLANEOUS DEDUCTIONS FROM INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
41	(534) Expenses of miscellaneous operations (p. 231)		22	681		125	569			
42	(535) Taxes on miscellaneous operating property (p. 231)									
43	(543) Miscellaneous rents (p. 322)			160		1	664			
44	(544) Miscellaneous tax accruals (p. 231)		6	079		33	474			
45	(545) Separately operated properties—Loss (p. 319)									
46	(549) Maintenance of investment organization									
47	(550) Income transferred to other companies									
48	(551) Miscellaneous income charges (p. 323)		39	112		81	862			
49	Total miscellaneous deductions		68	032		242	576			
50	Income available for fixed charges (lines 39, 49)		412	537	2	276	517			

300. INCOME ACCOUNT FOR THE YEAR—Continued

System

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's Rules Governing the Separation of Railway Operat-

ing Expenses, Taxes, Equipment Rents and Joint Facility Rents, effective January 1, 1953. (See Notes A and B.)

4. Any unusual accruals involving substantial amounts included in column (b) on lines 9 to 25, inclusive, should be fully explained in a footnote.

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

RAIL-LINE, INCLUDING WATER TRANSFERS																				Line No.	
Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			
\$			\$			\$			\$			\$			\$			\$			
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	2
6 843	247		x x	x x	x x	6 843	247		250	947		x x	x x	x x	250	947		x x	x x	x x	3
1 024	191			858	695	4 882	886		587	559			113	331	768	886					4
x x	x x	x x	x x	x x	x x	1 960	361		x x	x x	x x	x x	x x	x x	149	943		None			5
	130	144			372	799		502	943				68	636	68	636					6
x x	x x	x x	x x	x x	x x	1 457	418		x x	x x	x x	x x	x x	x x	518	579					7
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	8
	147	437				147	437														9
									22	422					22	422					10
																					11
					9 783	9 783								896		896					12
60	931			47	602	108	533		1	838		1	402		3	240					13
x x	x x	x x	x x	x x	x x	265	753		x x	x x	x x	x x	x x	x x	26	558		None			14
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	15
	541	790				541	790														16
	147	318				147	318														17
	2	924				2	924		31	122					31	122					18
																					19
	7 020					7 020															20
	96	295		16	587	112	882		24	436		4	057		28	493					21
x x	x x	x x	x x	x x	x x	811	934		x x	x x	x x	x x	x x	x x	59	615					22
x x	x x	x x	x x	x x	x x	546	181		x x	x x	x x	x x	x x	x x	33	057					23
x x	x x	x x	x x	x x	x x	911	237		x x	x x	x x	x x	x x	x x	551	636		None			24

If this report is made for a system, list hereunder the names of all companies included in the system returns:

Spokane, Portland and Seattle Railway Company

Oregon Trunk Railway

Oregon Electric Railway Company

300. INCOME ACCOUNT FOR THE YEAR--Concluded

System

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
51	FIXED CHARGES	x x	x x	x x	x x	x x	x x	x x	x x	x x
52	(542) Rent for leased roads and equipment (p. 321).....		6	137		37	271			
53	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
54	(a) Fixed interest not in default.....		331	006		1	945	150		
55	(b) Interest in default.....									
56	(547) Interest on unfunded debt.....									
57	(548) Amortization of discount on funded debt.....									
58	Total fixed charges.....		337	143		1	982	421		
59	Income after fixed charges (lines 50, 58).....		75	394		294	096			
60	OTHER DEDUCTIONS	x x	x x	x x	x x	x x	x x	x x	x x	x x
61	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
62	(c) Contingent interest.....									
63	Ordinary income (lines 59, 62).....		75	394		294	096			
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS	x x	x x	x x	x x	x x	x x	x x	x x	x x
65	(570) Extraordinary items (net), (p. 323).....									
66	(580) Prior period items (net), (p. 323).....									
67	(590) Federal income taxes on extraordinary and prior period items (p. 323)									
68	Total extraordinary and prior period items.....									
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68).....		75	394		294	096			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR--EXPLANATORY NOTES *System*

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 323.

305. RETAINED INCOME--UNAPPROPRIATED System

1. Show hereunder the items of the Retained Income 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.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 301A) -----	\$	75	394	
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$ None
3	(622) Appropriations released -----				
4	Total -----		75	394	
	DEBITS				
5	(612) Debit balance transferred from Income (p. 301A) -----				
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$ None
7	(620) Appropriations for sinking and other reserve funds -----				
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 302) -----				
10	Total -----				
11	Net increase during year* -----		75	394	
12	Balance at beginning of year (p. 201)* -----	35	687	655	
13	Balance at end of year (carried to p. 201)* -----	35	763	049	

* Amount in parentheses indicates debit balance.

Note.—See p. 323, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.
2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

replenishing the treasury of the respondent after payment of any dividend, give full particulars in a footnote. If any class of stock received a return not reportable in this schedule, state the particulars of the case in a footnote.

3. The sum of the dividends stated in column (e) should equal the amount shown in schedule No. 305.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
				\$	\$		
41							
42							
43							
44							
45							
46				None			
47							
48							
49							
50							
51							
52							
53				TOTAL			

310. RAILWAY OPERATING REVENUES

System

1. State the railway operating revenues of the respondent for the year classifying them in accordance with the Uniform System of Accounts for Railroad Companies and distribute the amounts among the classes of service as indicated. In the absence of records separating revenues between freight and passenger trains, the distribution should be estimated on the basis of the best data available.

2. Assign rail-line revenues, including revenues from water transfers and highway motor vehicle operations, to "Freight service" or to "Passenger and allied services" according to the type of train (or other equipment) by which the traffic moved.

3. Incidental revenues should be assigned as provided for in the schedule.

4. Revenues which are not assignable to freight service or to passenger and allied services are includible in column (e) only in cases where the related operating expenses are reportable in column (i) of schedule No. 320. If the expenses are assigned to the classes of service mentioned, the revenues, likewise, should be distributed on an equitable basis.

5. Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.

Line No.	Class of railway operating revenues (a)	Amount of revenue for the year (b)			RAIL-LINE REVENUES, INCLUDING WATER TRANSFERS						Other revenues not assign- able to freight or to passenger and allied services (e)			Remarks (f)
					Assignable to freight service (c)			Assignable to passenger and allied services (d)						
		\$			\$			\$			\$			
TRANSPORTATION—RAIL LINE														
1	(101) Freight*	6	638	537	6	603	307		25	230				
2	(102) Passenger*		83	615			178		83	437				
3	(103) Baggage		1	590					1	590				
4	(104) Sleeping car		12	448					12	448				
5	(105) Parlor and chair car		1	243					1	243				
6	(106) Mail		147	242		4	505		142	537				
7	(107) Express													
8	(108) Other passenger-train†			917						917				
9	(109) Milk													
10	(110) Switching*		161	542		161	542							
11	(113) Water transfers													
12	Total rail-line transportation revenue	7	015	738	6	769	532		246	206			None	
INCIDENTAL														
13	(131) Dining and buffet		10	666		8	000		2	666				
14	(132) Hotel and restaurant													
15	(133) Station, train, and boat privileges			231						231				
16	(135) Storage—Freight			99			99							
17	(137) Demurrage		55	765		55	765							
18	(138) Communication													
19	(139) Grain elevator													
20	(141) Power													
21	(142) Rents of buildings and other property		8	260		7	967			293				
22	(143) Miscellaneous		3	635		3	100			535				
23	Total incidental operating revenue		78	656		74	931		3	725			None	
JOINT FACILITY														
24	(151) Joint facility—Cr			893			123			1	016			
25	(152) Joint facility—Dr			1	093		1	093						
26	Total joint facility operating revenue			200			1	216		1	016			None
27	Total railway operating revenues	7	094	194	6	843	247		250	947			None	

* Report hereunder the charges to these accounts representing:

A. Payments made to others for—

1. Terminal collection and delivery services when performed in connection with line-haul transportation of freight on the basis of freight tariff rates: \$ 19,404

(a) Of the amount reported for item A 1, 100 % (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 (X) Estimated ()

2. 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: \$ (44,626)

3. 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)

(a) Payments for transportation of persons: \$ 15

(b) Payments for transportation of freight shipments: \$ None

† Governmental aid for providing passenger commuter or other passenger-train service included in account 108, as provided by Order of October 7, 1965: \$ None

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):

1. Charges for service for the protection against heat: \$ 31,469

2. Charges for service for the protection against cold: \$ 1,061

320. RAILWAY OPERATING EXPENSES System

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 analyzing them in accordance with the Commission's Rules Governing the Separation of Railway Operating Expenses, Taxes, Equipment Rents, and Joint Facility Rents. The returns to accounts 202-221 should be classified as provided for by instructions pertaining to those accounts in the effective rules. The designations shown in column (a) for these accounts are defined as follows:

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)		
		\$		
	MAINTENANCE OF WAY AND STRUCTURES			
1				
2	(201) Superintendence		93	052
3	(202) Roadway maintenance—Yard switching tracks		9	491
4	Roadway maintenance—Way switching tracks			552
5	Roadway maintenance—Running tracks		31	879
6	(206) Tunnels and subways—Yard switching tracks			
7	Tunnels and subways—Way switching tracks			
8	Tunnels and subways—Running tracks			
9	(208) Bridges, trestles, and culverts—Yard switching tracks			118
10	Bridges, trestles, and culverts—Way switching tracks		18	206
11	Bridges, trestles, and culverts—Running tracks			
12	(210) Elevated structures—Yard switching tracks			
13	Elevated structures—Way switching tracks			
14	Elevated structures—Running tracks			
15	(212) Ties—Yard switching tracks		4	135
16	Ties—Way switching tracks	403,27		365
17	Ties—Running tracks		35	767
18	(214) Rails—Yard switching tracks		1	441
19	Rails—Way switching tracks	275,36		181
20	Rails—Running tracks		25	914
21	(216) Other track material—Yard switching tracks		15	354
22	Other track material—Way switching tracks		2	606
23	Other track material—Running tracks		19	031
24	(218) Ballast—Yard switching tracks			282
25	Ballast—Way switching tracks			
26	Ballast—Running tracks		4	713
27	(220) Track laying and surfacing—Yard switching tracks		25	687
28	Track laying and surfacing—Way switching tracks		1	437
29	Track laying and surfacing—Running tracks		215	020
30	(221) Fences, snowsheds, and signs—Yard switching tracks			35
31	Fences, snowsheds, and signs—Way switching tracks			
32	Fences, snowsheds, and signs—Running tracks		9	861
33	(227) Station and office buildings		35	220
34	(229) Roadway buildings		3	933
35	(231) Water stations			
36	(233) Fuel stations			249
37	(235) Shops and engine houses		11	085
38	(237) Grain elevators			
39	(239) Storage warehouses			
40	(241) Wharves and docks			
41	(243) Coal and ore wharves		16	900
42	(247) Communication systems		24	692
43	(249) Signals and interlockers			90
44	(253) Power plants			350
45	(257) Power-transmission systems			92
46	(265) Miscellaneous structures		120	852
47	(266) Road property—Depreciation (p. 312)		3	157
48	(267) Retirements—Road (p. 312)		42	332
49	(269) Roadway machines			
50				
51				
52				

320. RAILWAY OPERATING EXPENSES—Continued

System

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

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

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

Any unusual accruals involving substantial amounts included in column (b) should be fully explained in a footnote.

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS

Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)			Line No.
\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	1
	34	444		53	586		88	030					5	022		5	022				2
	5	815		3	450		9	265						226			226				3
		552						552													4
	48	004		39	833		87	837					4	042		4	042				5
																					6
																					7
					109			109						9			9				8
																					9
	25	459		6	740		18	719					513			513					10
																					11
																					12
																					13
																					14
	4	018			162		4	180						15			15				15
		365						365													16
	33	368		2	174		35	542						225			225				17
	1	056			354		1	410						31			31				18
		181						181													19
	24	635		1	153		25	788						126			126				20
	14	252		1	981		16	233						121			121				21
	2	606					2	606													22
	11	073		7	187		18	260						771			771				23
		89			176			265						17			17				24
																					25
	1	992		2	468		4	460						253			253				26
	17	786		7	374		25	160						527			527				27
	1	437					1	437													28
	149	976		59	096		209	072		29				5	919		5	948			29
		35						35													30
																					31
	2	714		6	494		9	208						653			653				32
	24	711		6	778		31	489		824				2	907		3	731			33
	2	652		1	035		3	694		168				71			239				34
																					35
					211			211						38			38				36
		917		8	658		9	575						1	510		1	510			37
																					38
																					39
																					40
																					41
	9	290		6	508		15	798		103				999		1	102				42
	10	580		9	787		20	367						4	325		4	325			43
					86			86						4			4				44
		61			273			334						16			16				45
					87			87						5			5				46
	48	473		66	083		114	556						6	296		6	296			47
	(3	157)					(3	157													48
	16	259		24	381		40	640						1	692		1	692			49
																					50
																					51
xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	xx	52

320. RAILWAY OPERATING EXPENSES—Continued

System

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)		
		\$	xx	xx
MAINTENANCE OF WAY AND STRUCTURES—Continued				
53	(270) Dismantling retired road property.....			552
54	(271) Small tools and supplies.....		24	830
55	(272) Removing snow, ice, and sand.....		8	854
56	(273) Public improvements—Maintenance.....		5	747
57	(274) Injuries to persons.....		9	030
58	(275) Insurance.....			786
59	(276) Stationery and printing.....			871
60	(277) Employees' health and welfare benefits.....		32	023
61	(281) Right-of-way expenses.....			287
62	(282) Other expenses.....		57	286
63	(278) Maintaining joint tracks, yards, and other facilities—Dr.....		68	667
64	(279) Maintaining joint tracks, yards, and other facilities—Cr.....		120	852
65	Total—All road property depreciation (account 266).....		781	265
66	Total—All other maintenance of way and structures accounts.....		902	117
67	Total maintenance of way and structures.....			
MAINTENANCE OF EQUIPMENT				
68	(301) Superintendence.....		26	284
69	(302) Shop machinery.....		5	747
70	(304) Power-plant machinery.....			231
71	(305) Shop and power-plant machinery—Depreciation (p. 314).....		3	787
72	(306) Dismantling retired shop and power-plant machinery.....			
73	(308) Steam locomotives—Repairs—Yard.....			
74	Steam locomotives—Repairs—Other.....		42	542
75	(311) Other locomotives—Repairs, Diesel locomotives—Yard.....		286	965
76	Other locomotives—Repairs, Diesel locomotives—Other.....			
77	Other locomotives—Repairs, Other than Diesel—Yard.....			
78	Other locomotives—Repairs, Other than Diesel—Other.....		304	824
79	(314) Freight-train cars—Repairs*.....		68	686
80	(317) Passenger-train cars—Repairs.....			
81	(323) Floating equipment—Repairs.....		5	209
82	(326) Work equipment—Repairs.....		12	893
83	(328) Miscellaneous equipment—Repairs.....		1	089
84	(329) Dismantling retired equipment.....			301
85	(330) Retirements—Equipment (p. 314).....		260	245
86	(331) Equipment—Depreciation (p. 314).....		9	545
87	(332) Injuries to persons.....			466
88	(333) Insurance.....		1	052
89	(334) Stationery and printing.....		26	959
90	(335) Employees' health and welfare benefits.....			727
91	(339) Other expenses.....		15	216
92	(336) Joint maintenance of equipment expenses—Dr.....		6	175
93	(337) Joint maintenance of equipment expenses—Cr.....		264	032
94	Total—All equipment depreciation (accounts 305 and 331).....		811	959
95	Total—All other maintenance of equipment accounts.....		1	075
96	Total maintenance of equipment.....			991
TRAFFIC				
97	(351) Superintendence.....		43	296
98	(352) Outside agencies.....		27	533
99	(353) Advertising**.....		11	517
100	(354) Traffic associations.....		1	687
101	(355) Fast freight lines.....			
102	(356) Industrial and immigration bureaus.....		4	741
103	(357) Insurance.....			89
104	(358) Stationery and printing.....		4	311
105	(359) Employees' health and welfare benefits.....		2	243
106	(360) Other expenses.....			
107	Total traffic.....		95	417
108	*Includes debits of \$ 77,425 for charges on account of work done by others and includes credits of \$ 66,046 on account of work charged to others.			
109	**Value of transportation issued in exchange for advertising, \$ None			

320. RAILWAY OPERATING EXPENSES—Continued System

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS																						
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)			Line No.	
\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx	\$	xx	xx		
		1 552						1 552													53	
	11	041		12	872		23	913						917			917				54	
	3	996		4	507		8	503						351			351				55	
	3	410		2	194		5	604						143			143				56	
	6	745		2	091		8	836						194			194				57	
		203			537			740						46			46				58	
		347			478			825						46			46				59	
	13	470		16	937		30	407					1	616			1 616				60	
																					61	
		150			117			267						13			13				62	
	46	160		3	409		49	569		8	251			166		8	417				63	
	(40	843)		(24	697)		(65	540)		(1	280)			(1	847)		(3	127)				64
	48	473		66	083		114	556					6	296		6	296				65	
	487	408		255	106		742	511		8	095		30	656		38	751				66	
	535	881		321	189		857	070		8	095		36	952		45	047				67	
																					68	
	6	993		23	359		30	352					5	932		5	932				69	
		165		4	475		4	640					1	107		1	107				70	
					221			221						10			10				71	
		408		3	224		3	632						155			155				72	
																					73	
																					74	
	42	097					42	097			445						445				75	
	226	619					226	619		60	346					60	346				76	
																					77	
																					78	
	304	824					304	824													79	
										68	686					68	686				80	
																					81	
	1	357		3	512		4	869						340			340				82	
	3	829		7	771		11	600					1	293		1	293				83	
		63			797			860						229			229				84	
	(19)			(225)		(244)							(57)		(57)						85	
	214	265		4	503		218	768		40	717			760		41	477				86	
	8	871			481		9	352			23			170			193				87	
		37			350			387						79			79				88	
		192			681			873						179			179				89	
	3	920		18	329		22	249					4	710		4	710				90	
		8			547			555						172			172				91	
	12	149			10		12	159		3	057					3	057				92	
	(6	110)		(56)		(6	166)						(9)		(9)						93	
	214	673		7	727		222	400		40	717			915		41	632				94	
	604	995		60	252		665	247		132	557		14	155		146	712				95	
	819	668		67	979		887	647		173	274		15	070		188	344				96	
																					97	
	33	853					33	853		9	443					9	443				98	
	24	009					24	009		3	524					3	524				99	
	7	353					7	353		4	164					4	164				100	
		726						726			961						961				101	
																					102	
	4	741					4	741													103	
		73						73			16						16				104	
	4	167					4	167			144						144				105	
	1	876					1	876			367						367				106	
																					107	
	76	798					76	798		18	619					18	619				108	

320. RAILWAY OPERATING EXPENSES—Continued

System

Line No.	Name of railway operating expense account	Amount of operating expenses for the year			
		(b)			
	(a)	\$			
		I	I	I	I
	TRANSPORTATION—RAIL LINE				
110	(371) Superintendence.....			81	862
111	(372) Dispatching trains.....			45	771
112	(373) Station employees.....			559	195
113	(374) Weighing, inspection, and demurrage bureaus.....			8	581
114	(375) Coal and ore wharves.....				
115	(376) Station supplies and expenses.....			33	587
116	(377) Yardmasters and yard clerks.....			213	077
117	(378) Yard conductors and brakemen.....			297	091
118	(379) Yard switch and signal tenders.....			19	700
119	(380) Yard enginemen.....			144	068
120	(382) Yard switching fuel.....			15	106
121	(383) Yard switching power produced.....				
122	(384) Yard switching power purchased.....				
123	(385) Water for yard locomotives.....			24	35
124	(386) Lubricants for yard locomotives.....				598
125	(387) Other supplies for yard locomotives.....				273
126	(388) Enginehouse expenses—Yard.....			27	326
127	(389) Yard supplies and expenses.....			14	484
128	(392) Train enginemen.....			311	553
129	(394) Train fuel.....			248	235
130	(395) Train power produced.....				
131	(396) Train power purchased.....				
132	(397) Water for train locomotives.....				991
133	(398) Lubricants for train locomotives.....			23	200
134	(399) Other supplies for train locomotives.....			3	954
135	(400) Enginehouse expenses—Train.....			73	547
136	(401) Trainmen.....			514	090
137	(402) Train supplies and expenses*.....			138	030
138	(403) Operating sleeping cars.....			20	420
139	(404) Signal and interlocker operation.....			14	898
140	(405) Crossing protection.....			3	793
141	(406) Drawbridge operation.....			22	198
142	(407) Communication system operation.....			11	581
143	(408) Operating floating equipment.....				
144	(409) Employees' health and welfare benefits.....			60	612
145	(410) Stationery and printing.....			18	170
146	(411) Other expenses.....				279
147	(414) Insurance.....				145
148	(415) Clearing wrecks.....			4	433
149	(416) Damage to property.....			5	821
150	(417) Damage to livestock on right of way.....			1	773
151	(418) Loss and damage—Freight.....			50	965
152	(419) Loss and damage—Baggage.....				286
153	(420) Injuries to persons.....			39	218
154	(390) Operating joint yards and terminals—Dr.....			360	661
155	(391) Operating joint yards and terminals—Cr.....			203	005
156	(412) Operating joint tracks and facilities—Dr.....			24	273
157	(413) Operating joint tracks and facilities—Cr.....			44	716
158	Total transportation—Rail line.....			3168	190
	*Includes gross charges and credits for heater and refrigerator service as follows:				
159	Freight train cars: Refrigerator—Charges.....			24	416
160	—Credits.....			25	926
161	Heater—Charges.....				--
162	—Credits.....			1	061
163	TOFC trailers: Refrigerator—Charges.....				
164	—Credits.....				
165	Heater—Charges.....				
166	—Credits.....				

320. RAILWAY OPERATING EXPENSES—Continued System

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS																					Line No.	
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)				
\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX	\$	XX	XX		
	17	833		53	690		70	523		3	575		6	764		10	339				110	
	10	022		30	877		40	899					4	872		4	872				111	
468,483	468	472		63	402	53,886				24	043		3	267		27	310				112	
	8	581						8	581												113	
	25	841		4	025			30	766		2	585		236		3	821				114	
	111	951		24	519			206	500			6	577		6	577					115	
	290	284						290	284		6	807			6	807					116	
	10	145		8	212			18	053				643			643					117	
	141	819						141	819		3	149			3	149					118	
	15	116						15	116			380				380					119	
																					120	
																					121	
	2			12				34													122	
	1	559						1	559		39					39					123	
	266							266			7					7					124	
	25	552						25	552		774					774					125	
	10	794		3	476			14	270		40			174			214				126	
	261	122						261	122		50	421				50	421				127	
	218	475						218	475		29	760				29	760				128	
																					129	
																					130	
																					131	
	991							991													132	
	20	056						20	056		3	144				3	144				133	
	3	418						3	418		536					536					134	
	62	229						62	229		11	318				11	318				135	
	458	422						458	422		55	668				55	668				136	
	125	447			164			125	611		12	411		8		12	419				137	
											20	420				20	420				138	
	6	826		7	587			14	413				485			485					139	
	1			3	723			3	724				69			69					140	
	8	074		13	015			21	089				1	409		1	409				141	
	1	120		9	748			10	868				713			713					142	
																					143	
	14	900		40	447			55	347		453		5	112		5	265				144	
	14	521		2	453			16	074		883			313		1	196				145	
	(	290)			11			(	272)												146	
	45				02				137		4			4			8				147	
	4	399			6			4	405		26			2			28				148	
	3	037		1	785			1	822		138			861			999				149	
	1	473			206			1	679				94			94					150	
50965	51	165				50965		51	165												151	
											286					286					152	
	41	187		(	1	893)		39	294		56		(	132)		(	76)				153	
	227	916			1	783		229	699		120	877		85		130	962				154	
	(188	858)		(12	518)			(207	376)		(	844)		(	785)		(	1	629)			155
	13	612		10	180			23	732					481			481				156	
(5976)	5	974		224	326	(30302)		53	350		(	12	795)		(	1	619)				157	
	2	482	360		312	326		2	794	686		343	871		29	633		373	504		158	
																					159	
																					160	
																					161	
																					162	
																					163	
																					164	

320. RAILWAY OPERATING EXPENSES—Continued System

Line No.	Name of railway operating expense account (a)	Amount of operating expenses for the year (b)		
		\$	xx	xx
	MISCELLANEOUS OPERATIONS			
17	(441) Dining and buffet service		22	885
18	(442) Hotels and restaurants			
19	(443) Grain elevators			
170	(445) Producing power sold			
171	(446) Other miscellaneous operations			
X2	(449) Employees' health and welfare benefits		1	198
X3	(447) Operating joint miscellaneous facilities—Dr			
14	(448) Operating joint miscellaneous facilities—Cr			
15	Total miscellaneous operations		31	683
	GENERAL			
16	(451) Salaries and expenses of general officers		25	512
17	(452) Salaries and expenses of clerks and attendants		207	085
18	(453) General office supplies and expenses		13	681
19	(454) Law expenses		10	432
180	(455) Insurance			81
X1	(456) Employees' health and welfare benefits		8	439
12	(457) Pensions		27	004
13	(458) Stationery and printing		7	175
14	(460) Other expenses*		12	611
15	(461) General joint facilities—Dr		6	426
16	(462) General joint facilities—Cr		7	448
17	Total general expenses		315	978
18	Grand total railway operating expenses	5	583	776
19	Operating ratio (ratio of operating expenses to operating revenues) percent. (Two decimal places required)		78.71	

190

Amount of employee compensation† (applicable to the current year) chargeable to operating expenses: \$ 3,550,279.

* Give description and amount of charges to account No. 460, "Other expenses," for severance payments made to employees. This includes payments made as a result of agreements with employee organizations and awards pursuant to decisions of arbitration boards or by specific orders of this Commission or by voluntary action on the part of respondent. This also includes severance payments in cases relating to mergers and situations involving reduction in employees because of abandonment or consolidation of facilities.

Description of payments

Amount

None

† Includes "straight time paid for" in train and engine service, and "time actually worked and paid for at straight time rates" in other services; all overtime in train and engine service, and overtime paid for at punitive rates in other services; and "constructive allowances, including vacations and holidays" in train and engine service and "vacations, holidays, and other allowances" in other services. (Compensation chargeable to operating expenses applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons, should be shown in Schedule 501C and not included in this return.)

320. RAILWAY OPERATING EXPENSES—Concluded

System

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS																			Line No.		
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)			
\$			\$			\$			\$			\$			\$			\$			
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	
											29	885					29	885			
																				1687	
																				1688	
																				1689	
																				1690	
											1	198					1	198		1702	
																				1713	
																				1724	
											31	083					31	083		1735	
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x		
	4	432		16	715		22	147					3	365		3	365			1746	
	86	759		93	609		180	368		7	873		18	844		26	717			1767	
	4	493		7	627		12	120			24		1	537		1	551			1768	
	2	150		6	883		9	033					1	379		1	379			1779	
		16			54			70						11			11			1781	
	3	027		3	915		6	942			706			791		1	497			1798	
	6	033		17	460		23	493					3	511		3	511			1799	
	2	141		4	135		6	276			66			833			800			1802	
	2	222		8	636		10	848					1	763		1	763			1813	
	2	348			104		2	452		3	948			26		3	974			1824	
	(5	137)		(1	927)		(7	064)						384			384			1835	
	109	484		157	201		266	685		12	617		31	676		44	293			1846	
4	024	191		858	695		4	882	885		587	559		113	331		700	800		1857	
x x	x x	x x	x x	x x	x x		71	35		x x	x x	x x	x x	x x		279	31		x x	1868	
																				1879	

322. ROAD PROPERTY—DEPRECIATION System

Give the particulars called for with respect to the amount charged to account 266, "Road property—Depreciation," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year		
		\$	(b)	
301	(1) Engineering.....		1	875
302	(2½) Other right-of-way expenditures.....			115
303	(3) Grading.....		3	052
304	(5) Tunnels and subways.....		3	875
305	(6) Bridges, trestles, and culverts.....		18	891
306	(7) Elevated structures.....			
307	(13) Fences, snowsheds, and signs.....		2	036
308	(16) Station and office buildings.....		6	753
309	(17) Roadway buildings.....		2	611
310	(18) Water stations.....			
311	(19) Fuel stations.....			188
312	(20) Shops and enginehouses.....		7	180
313	(21) Grain elevators.....			
314	(22) Storage warehouses.....			
315	(23) Wharves and docks.....			
316	(24) Coal and ore wharves.....			
317	(26) Communication systems.....		5	806
318	(27) Signals and interlockers.....		16	271
319	(29) Power plants.....			41
320	(31) Power-transmission systems.....			645
321	(35) Miscellaneous structures.....			248
322	(37) Roadway machines.....		18	092
323	(39) Public improvements—Construction.....		2	954
324	All other road accounts.....			
325	Total (account 266).....		120	852

324. RETIREMENTS—ROAD

Give the particulars called for with respect to the amount included in account 267, "Retirements—Road," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year		
		\$	(b)	
341	(1) Engineering.....			
342	(2½) Other right-of-way expenditures.....			
343	(3) Grading.....			
344	(5) Tunnels and subways.....			
345	(8) Ties.....			676
346	(9) Rails.....			(75)
347	(10) Other track material.....			(4 196)
348	(11) Ballast.....			
349	(12) Track laying and surfacing.....			468
350	(38) Roadway small tools.....			
351	(39) Public improvements—Construction.....			
352	(43) Other expenditures—Road.....			
353	(76) Interest during construction.....			
354	(77) Other expenditures—General.....			
355	(80) Other elements of investment.....			(30)
356	All other road accounts.....			
357	Total (account 267).....		(3	157)

322. ROAD PROPERTY—DEPRECIATION System

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS

Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)			Line No.
\$			\$			\$			\$			\$			\$			\$			
		853			933			1 786						80			80				301
		64			47			111						4			4				302
		924			1 880			2 874						178			178				303
		2 203			1 514			3 717						158			158				304
		22 059			24 505			46 564						2 330			2 330				305
																					306
		721			1 201			1 922						114			114				307
		3 168			3 270			6 447						312			312				308
		1 026			1 447			2 473						138			138				309
																					310
		139			319			458						30			30				311
		1 828			4 805			6 633						457			457				312
																					313
																					314
																					315
																					316
		2 533			2 988			5 521						285			285				317
		6 877			8 578			15 455						816			816				318
		38			3			41													319
		1 172			433			605						404			404				320
		211			24			235						3			3				321
		3 869			12 988			16 857						1 235			1 235				322
		1 718			1 129			2 847						107			107				323
																					324
		48 472			66 083			114 555						6 297			6 297				325

324. RETIREMENTS—ROAD

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS

Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)			Other expenses not related to either freight or to passenger and allied services (i)			Line No.
\$			\$			\$			\$			\$			\$			\$			
																					341
																					342
																					343
																					344
		676						676													345
		(75)						(75)													346
		(4 196)						(4 196)													347
																					348
		468						468													349
																					350
																					351
																					352
																					353
																					354
		(30)						(30)													355
																					356
		(3 157)						(3 157)													357

326. SHOP AND POWER-PLANT MACHINERY—DEPRECIATION System

Give the particulars called for with respect to the amount charged to account 305, "Shop and power-plant machinery—Depreciation," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)		
		\$		
301	(44) Shop machinery.....		3	523
302	(45) Power-plant machinery.....			264
303	Total (account 305).....		3	787

328. RETIREMENTS—EQUIPMENT

Give the particulars called for with respect to the amount included in account 330, "Retirements—Equipment," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)		
		\$		
401	(51) Steam locomotives.....			
402	(52) Other locomotives.....			
403	(53) Freight-train cars.....			301
404	(54) Passenger-train cars.....			
405	(56) Floating equipment.....			
406	(57) Work equipment.....			
407	(58) Miscellaneous equipment.....			
408	(76) Interest during construction.....			
409	(77) Other expenditures—General.....			
410	(80) Other elements of investment.....			
411	Total (account 330).....			301

330. EQUIPMENT—DEPRECIATION

Give the particulars called for with respect to the amount charged to account 331, "Equipment—Depreciation," for the year.

Line No.	Subaccount (a)	Amount of operating expenses for the year (b)		
		\$		
431	(51) Steam locomotives—Yard.....			
432	(51) Steam locomotives—Other.....			
433	(52) Other locomotives—Yard.....		21	586
434	(52) Other locomotives—Other.....		124	653
435	(53) Freight-train cars.....		93	223
436	(54) Passenger-train cars.....		13	227
437	(56) Floating equipment.....			
438	(57) Work equipment.....			
439	(58) Miscellaneous equipment.....		7	486
440	Total (account 331).....		260	245

326. SHOP AND POWER-PLANT MACHINERY--DEPRECIATION--Continued

System

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS													Other expenses not related to either freight or to passenger and allied services	Line No.			
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)			Total passenger expense (h)		
\$			\$			\$			\$			\$			\$		
	202			3	167		3	371					152		152		391
	2076				545			2619					3		3		392
	4088			3	2274		3	632					155		155		393

328. RETIREMENTS--EQUIPMENT--Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS															Other expenses not related to either freight or to passenger and allied services	Line No.						
Expenses related solely to freight service			Common expenses apportioned to freight service			Total freight expense			Related solely to passenger and allied services			Common expenses apportioned to passenger and allied services					Total passenger expense					
(c)			(d)			(e)			(f)			(g)					(h)			(i)		
\$			\$			\$			\$			\$			\$			\$				
																						401
																						402
																						403
																						404
																						405
																						406
																						407
																						408
																						409
																						410
																						411

330. EQUIPMENT--DEPRECIATION--Continued

RAIL-LINE EXPENSES, INCLUDING WATER TRANSFERS														Other expenses not related to either freight or to passenger and allied services	Line No.					
Expenses related solely to freight service (c)			Common expenses apportioned to freight service (d)			Total freight expense (e)			Related solely to passenger and allied services (f)			Common expenses apportioned to passenger and allied services (g)				Total passenger expense (h)				
\$			\$			\$			\$			\$			\$			\$		
																				431
	17 539					17 539			4 047						4 047					432
	101 280					101 280			23 373						23 373					433
	93 223					93 223														434
									13 297						13 297					435
																				436
																				437
	2 2243		4 5023			6 726						760			760					438
	214 2665		4 5023			218 768			40 717			760			41 477					439
																				440

350. RAILWAY TAX ACCRUALS

System

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 charged to account 532, "Railway tax accruals" of the respondent's

Income account for the year.

2. In Section C show an analysis and distribution of Federal income taxes

A. Other Than U.S. Government Taxes

B. U.S. Government Taxes

Line No.	State (a)	Amount (b)			Kind of tax (c)	Amount (d)			Line No.
		\$				\$			
1	Alabama				Income taxes:				
2	Alaska				Normal tax and surtax				58
3	Arizona				Excess profits				59
4	Arkansas				TOTAL—Income taxes	None			60
5	California				Old-age retirement*		290	432	61
6	Colorado				Unemployment insurance		74	621	62
7	Connecticut				All other United States taxes			368	63
8	Delaware				TOTAL—U.S. Government taxes		365	361	64
9	Florida				GRAND TOTAL—Railway Tax Accruals				
10	Georgia				(account 532)		571	579	65
11	Hawaii								
12	Idaho								
13	Illinois								
14	Indiana								
15	Iowa								
16	Kansas								
17	Kentucky								
18	Louisiana								
19	Maine								
20	Maryland								
21	Massachusetts								
22	Michigan								
23	Minnesota								
24	Mississippi								
25	Missouri								
26	Montana								
27	Nebraska								
28	Nevada								
29	New Hampshire								
30	New Jersey								
31	New Mexico								
32	New York								
33	North Carolina								
34	North Dakota								
35	Ohio								
36	Oklahoma								
37	Oregon		106	126					
38	Pennsylvania								
39	Rhode Island								
40	South Carolina								
41	South Dakota								
42	Tennessee								
43	Texas								
44	Utah								
45	Vermont								
46	Virginia								
47	Washington		99	414					
48	West Virginia								
49	Wisconsin								
50	Wyoming								
51	District of Columbia								
52	OTHER								
53	Canada								
54	Mexico			78					
55	Puerto Rico								
56									
57	TOTAL—Other than U.S. Government taxes		205	618					

C. Analysis of Federal Income Taxes				
Item (c)	Amount (d)			Line No.
	\$			
Provision for income taxes based on taxable net income recorded in the accounts for the year		145	041	66
Net decrease (or increase) because of use of accelerated depreciation under section 167 of the Internal Revenue Code and guideline lives pursuant to Revenue Procedure 62-21 and different basis used for book depreciation		1	948	67
Net increase (or decrease) because of accelerated amortization of facilities under section 168 of the Internal Revenue Code for tax purposes and different basis used for book depreciation		169		
Net decrease (or increase) because of investment tax credit authorized in Revenue Act of 1962				
Tax consequences, material in amount, of other unusual and significant items excluded from the income recorded in the accounts for the year or where tax consequences are disproportionate to related amounts recorded in income accounts: (Describe)				
				70
				71
				72
				73
				74
Net applicable to the current year		None		75
Adjustments applicable to previous years (net debit or credit), except carry-backs and carry-overs				76
Adjustments for carry-backs				77
Adjustments for carry-overs				78
				79
Total		None		80
Distribution:				
Account 532				81
Account 590				82
Other (Specify)				83
				84
Total		None		85

Note.—The amount shown on line 60 should equal line 81; the amount shown on line 80 should equal line 85.

*Includes taxes for hospital insurance (Medicare) and supplemental annuities as follows:

Hospital insurance	\$ 17,006	86
Supplemental annuities	19,566	87

371. INCOME FROM LEASE OF ROAD AND EQUIPMENT System

1. Give particulars called for with respect to road and equipment leased to others during the year, the rent of which is includible in account No. 509, "Income from lease of road and equipment."
2. If the respondent leased to others during all or any part of the year any road and equipment upon which no rent receivable accrued, give particulars in a footnote. Properties leasing at less than \$100,000 per annum may be combined under a single entry designated, "Minor items, each less than \$100,000 per annum."

Line No.	Description of property (a)	Name of lessee (b)	Total rent accrued during year (account 509) (c)		
			\$		
1					
2	None				
3					
4					
5		Total			

371A. ABSTRACT OF TERMS AND CONDITIONS OF LEASES

Give brief abstracts of the terms and conditions of the leases under which the above-stated rents are derived, showing particularly (1) the date of the grant, (2) the chain of title (in case of assignment or subletting) and dates of transfer connecting the original parties with the present parties, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease will terminate, or, if the date of termination has not yet been fixed, the provisions governing the termination of the lease. Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefor.

Copies of leases may be filed in lieu of abstracts above called for. References to copies filed in prior years should be specific.

If the respondent has any reversionary interest in railroad property from which it derives no rent, give the particulars hereunder; if it has no such reversionary interest, state that fact.

NOTE.—Only changes during the year are required.—Indicate the year in which reference was made to the original lease, and also the year or years in which any change in lease was mentioned.

None

372. MISCELLANEOUS RENT INCOME

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 operating revenue account No. 142, "Rents of buildings and other property", which is for rent revenue from operated property

in road and equipment the cost of operation of which cannot be separately stated.

Properties renting at less than \$100,000 per annum may be combined under a single entry designated "Minor items, each less than \$100,000 per annum."

Line No.	Description of Property		Name of lessee (c)	Amount of rent (d)	
	Name (a)	Location (b)		\$	
31	Minor items each				54 601
32	less than \$100,000				
33	per annum				
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45			Total		54 601

Line no.	Item	Car-miles (loaded and empty) See Instructions 2 and 3	CARS OF RESPONDENT OR OTHER CARRIERS (Excluding cars of private car lines)		CARS OF INDIVIDUALS AND COMPANIES NOT CARRIERS (Including cars of private car lines)	
			Gross amount receivable (c)	Gross amount payable (d)	Gross amount receivable (e)	Gross amount payable (f)
	(a)	(b)				
	FREIGHT CARS					
	Mileage basis:	XXXX	\$ XXXX	\$ XXXX	\$ XXXX	\$ XXXX
1	Tank cars -----	206,994				13,699
2	Refrigerator cars -----	732,992		25,891		16,183
3	All other cars -----	775,438				51,023
4	TOFC and/or COFC cars -----	366,025		1,180		14,186
	Time and mileage basis:	XXXX	XXXX	XXXX	XXXX	XXXX
	Mileage portion:	XXXX	XXXX	XXXX	XXXX	XXXX
5	Unequipped box cars -----					
6	All other per diem cars -----					
7	Total -----	2,083,492		27,071		95,091
	Per diem portion:		XXXX	XXXX	XXXX	XXXX
	Unequipped box cars:		XXXX	XXXX	XXXX	XXXX
	U.S. ownership:		XXXX	XXXX	XXXX	XXXX
8	Basic -----		428,714	745,729		
9	Incentive -----					
10	Canadian ownership:		XXXX	XXXX	XXXX	XXXX
11	Basic -----					
12	Incentive -----					
13	All other per diem cars -----					
14	Total -----		428,714	745,729		
15	Leased rental-railroads, insurance and other companies -----		1,360	2,197		
16	Other basis -----					
	OTHER FREIGHT CARRYING EQUIPMENT					
17	Refrigerated highway trailers -----			8,688		1,500
18	Other highway trailers -----			13,975		8,364
19	Auto racks -----			69,129		120
20	GRAND TOTAL (lines 7, 13 and 4-18) -----		430,074	866,789		105,075
21	Net balance carried to income account: Credit, \$-----; debit, \$-----				541,790	
22	Net balance of unequipped box car rentals carried to income account:					
		Credit		Debit		
21	Basic -----	\$ -----		\$ -----		
22	Incentive -----	\$ -----		\$ -----		

Corrected Schedule

375. SEPARATELY OPERATED PROPERTIES—PROFIT OR LOSS System

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. Separately operated prop-

erties, each having a profit or loss accrued to respondent of less than \$100,000 during the year, may be combined under a single entry designated "Minor items, each less than \$100,000."

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.

Line No.	Description of property operated	Location of property	Name of operator	ACCUMULATED TO RESPONDENT			
				Profit (d)		Loss (e)	
	(a)	(b)	(c)	\$		\$	
1							
2		None					
3							
4							
5							
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377. LOCOMOTIVE RENTALS System

Give an analysis as requested of amounts credited to account 504, "Rent from locomotives," and amounts charged to account 537, "Rent for locomotives," on account of locomotives leased or otherwise rented.

Line No.	Item (a)	Amount receivable (b)			Amount payable (c)			Remarks (d)
		\$			\$			
1	Locomotives of respondent or other carriers:	x x	x x	x x	x x	x x	x x	
2	Mileage basis.....		147	317		147	318	
3	Per diem basis.....			120				
4	Other basis.....							
5	Locomotives of individuals and companies not carriers:	x x	x x	x x	x x	x x	x x	
6	Mileage basis.....							
7	Per diem basis.....							
8	Lease rental—insurance and other companies.....							
9	Other basis.....							
10	Total.....		147	437		147	318	

378. PASSENGER-TRAIN CAR RENTALS

Show a recapitulation of the total amounts credited to account 505, "Rent from passenger-train cars," and amounts charged to account 538, "Rent for passenger-train cars," on account of passenger cars leased, passenger cars interchanged, and private or individual cars.

Line No.	Item (a)	Amount receivable (b)			Amount payable (c)			Remarks (d)
		\$			\$			
1	Cars of respondent or other carriers (including Pullman Company):	x x	x x	x x	x x	x x	x x	
2	Mileage basis.....		13	498		34	046	
3	Per diem basis.....		2	924				
4	Other basis.....							
5	Cars of individuals and companies not carriers:	x x	x x	x x	x x	x x	x x	
6	Mileage basis.....							
7	Per diem basis.....							
8	Lease rental—insurance and other companies.....							
9	Other basis.....							
10	Total.....		22	422		34	046	

383. RENT FOR LEASED ROADS AND EQUIPMENT

System

1. 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. 542, "Rent for leased roads and equipment."

2. Rents payable which are not classifiable under one of the three heads 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. Properties rented for less than \$100,000 per annum may be combined under a single entry designated, "Minor items, each less than \$100,000 per annum."

Line No.	Name of lessor or reversioner and description of property	Total rent accrued during year (Acct. 542)	CLASSIFICATION OF AMOUNT IN COLUMN (b)							
			Interest on bonds		Depreciation Charged to Operating Expenses		Cash			
			(c)		(d)		(e)			
1	Northern Pacific Railway Company line	\$			\$					
2	between Willbridge and Goble									
3	Oregon			6 880						6 880
4										
5										
6										
7	Depreciation on owner's investment			752		752				
8										
9										
10										
11										
12										
13										
14										
15										
16										
17										
18										
19										
20	TOTAL			6 127		752				6 880

383A. ABSTRACTS OF LEASEHOLD CONTRACTS

1. Give brief abstracts of the terms and conditions of the leases under which the respondent holds the properties above named, showing particularly (1) the date of the lease, (2) the chain of title and dates of transfers connecting the original lessee with the respondent in case of assignment or subletting, (3) the basis on which the amount of the annual rent is determined, and (4) the date when the lease is to terminate, or, if such

date has not yet been determined, the provisions governing its determination. Also give reference to the Interstate Commerce Commission's authority for the lease, if any. If none, state the reasons therefor.

2. In lieu of the abstracts here called for, the respondent may file copies of lease agreements and give specific references to copies heretofore filed with the Commission.

NOTE.—Only changes during the year are required.

None

384. MISCELLANEOUS RENTS System

Give particulars of all properties the rents on which were charged by the respondent during the year to Income, under the head "Miscellaneous rents," showing for each item the total charge therefor to Income. Items amounting to less than \$100,000 for the year may be combined into a single entry designated "Minor items, each less than \$100,000."

Line No.	DESCRIPTION OF PROPERTY		Name of lessor (c)	Amount charged to Income (d)	
	Name (a)	Location (b)		\$	
31	Minor items each less than \$100,000				160
32					
33					
34					
35					
36					
37					
38					
39					
40					
TOTAL					160

396. ITEMS IN SELECTED INCOME AND RETAINED INCOME ACCOUNTS FOR THE YEAR *System*

Give a brief description for all items, regardless of amount, included during the year in accounts 570, "Extraordinary items"; 580, "Prior period items"; 590, "Federal income taxes on extraordinary and prior period items"; 606, "Other credits to retained income"; 616, "Other debits to retained income"; 620, "Appropriations for sinking and other reserve funds"; 621, "Appropriations for other purposes"; and 622, "Appropriations released". Give brief description of each item amounting to \$100,000 or more included during the year in accounts 519,

"Miscellaneous income", and 551, "Miscellaneous income charges"; items less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the total for each account shall be shown corresponding to the amounts in Schedules 300 and 305, as appropriate. 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.

Line No.	Account No. (a)	Item (b)	Debits (c)			Credits (d)		
			\$			\$		
1	519	Other items each less than \$100,000						180
2								
3	551	Other items each less than \$100,000		35	112			
4								
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MEMORANDA RELATING TO SELECTED INCOME AND RETAINED INCOME ACCOUNTS

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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 should be stated to the nearest hundredth of a 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 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 rests 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.

411. MILEAGE OPERATED AT CLOSE OF YEAR
(For other than switching and terminal companies)

System

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, and turn-outs			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100	M	595 70	1 03		96 36	53 36	119 50	965 95
2	1	100	B	114 06			4 83	11 75	8 66	132 20
3		Total Class 1		809 76	1 03		101 19	65 11	128 16	1,105 25
4										
5	1J	1/2	M						4 56	4 56
6	1J	1/3	M					81	8 17	8 28
7	1J	2/3	M	5 40	5 32		85	1 59	02	13 18
8	1J	1/6	M					86		86
9	1J	1/2	B				03	0 24		0 27
10		Total Class 1J		5 40	5 32		88	2 44	12 75	27 79
11										
12		Total Class 1 & 1J		815 16	6 35		102 07	68 55	140 91	1,133 04
13										
14	3A	100	M	35 49			3 61	1 14	2 07	42 51
15		Total Class 3A		35 49			3 61	1 14	2 07	42 51
16										
17	5	None	M	57 25	25 20		11 81	4 72	54 30	153 37
18	5	None	B	13 65			0 79	0 82		15 33
19		Total Class 5		70 90	25 20		12 60	5 61	54 30	169 70
20										
21										
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55		TOTAL MAIN LINE.....		793 84	31 55		112 63	62 42	188 91	1,189 35
56		TOTAL BRANCH LINES.....		127 71			5 65	12 88	8 66	154 90
57		GRAND TOTAL.....		921 55	31 55		118 28	75 30	197 57	1,344 25
58		Miles of road or track electrified (included in preceding grand total)								None

411-A. MILEAGE OWNED BUT NOT OPERATED BY RESPONDENT AT CLOSE OF YEAR System

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	11	O.T. Ry. and U.P. R.R.	M					0	13			0 13
2	11	S.P. & S. Ry. Co. and										
3		U.P. R.R.	M					0	84			0 84
4												
5												
6												
7												
8												
9												
10												
11		TOTAL		None	None	None	None	0	97	None		0 97

Note (1) Track was built and is owned 1/2 by Oregon Trunk Railway and 1/2 by Union Pacific Railroad Company but is operated by the City of Prineville Railway under contract dated April 3, 1940.

(2) Track is owned 1/2 by Spokane, Portland and Seattle Railway Company and 1/2 by Union Pacific Railroad Company and is operated by Union Pacific Railroad Company.

412. MILES OF ROAD AT CLOSE OF YEAR—BY STATES AND TERRITORIES (SINGLE TRACK)

System

(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 should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT										LINE OWNED, NOT OPERATED BY RESPONDENT				New line constructed during year (k)	
		LINE OWNED				Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)		Branch lines (j)				
		Main line (b)	Branch lines (c)														
1	Oregon	329	32	71	84		35	49		45	37	482	02				
2		3	42							1	73	5	15	*			
3		372	74	71	84		35	49		47	10	487	17				
4																	
5																	
6	Washington	366	38	42	22					25	53	434	13				
7			17								08		25	*			
8		366	55	42	22					25	61	434	38				
9																	
10																	
11	* Owned 2/3 S.P. & S. Ry. Co.																
12	1/3 N.P. Ry. Co.																
13																	
14																	
15																	
16	TOTAL MILEAGE (single track)	699	22	114	06		35	49		72	71	921	55				

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414. TRACKS OPERATED AT CLOSE OF YEAR

(For switching and terminal companies only)

Give particulars of all tracks operated by the respondent at the close of the year.

Classify the tracks, as follows:

- (1) Tracks owned by the respondent.
- (2) Tracks operated by the respondent but owned by the respondent's proprietary corporations.
- (3) Tracks operated under lease for a specified sum, lessor being (A) an affiliated corporation, or (B) independent or not affiliated with respondent.
- (4) Tracks operated under contract or agreement, or where the rent is contingent upon earnings or other consideration, owner being (A) an affiliated corporation, or (B) independent or not affiliated with respondent.
- (5) Tracks operated under trackage rights.

Name all the tracks of each class before any of a later class, and insert in column (a) before the name of each owner the figure (and letter, if any) indicating its class in accordance with the preceding classification.

Give subtotals for each of the several numbered classes.

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

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 rests 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 conditioned upon earnings or other fact.

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

Lengths should be stated to the nearest hundredth of a mile.

Tracks belonging to an industry for which no rent is payable should not be reported.

Tracks 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, and full particulars showing all of the joint or common title holders, and the extent of their respective interests should be shown in a memorandum attached to the schedule.

Line No.	Class (a)	Name of owner (b)	Location (c)	Character of business (d)	Total mileage operated (e)		
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
					TOTAL		
					Miles of road or track electrified (included in each preceding total)		

TRACKS OPERATED AT COST FOR JOINT BENEFIT—INCLUDED ABOVE

21							
22							
23							
24							
25							
26							
27							
28							
29							
					TOTAL		

30 Are the tracks of the respondent operated primarily in the interest of any industrial, manufacturing, or other corporation, firm, or individual?

If so, give name, address, and character of business of corporation, firm, or individual. Name Address

Character of business

415. MILES OF TRACKS AT CLOSE OF YEAR—BY STATES AND TERRITORIES System

(For switching and terminal companies only)

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

private. The remainder of jointly operated mileage should be shown in column (f). Tracks owned, not operated by respondent (including respondent's proportion of jointly owned tracks, not operated), should be shown in column (h). If any of the tracks returned in column (h) 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 column (h). Lengths should be stated to the nearest hundredth of a mile.

[illegible]

417. INVENTORY OF EQUIPMENT System

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 (1); 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 (1).

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 lease 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" 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.

7. Column (k) should show aggregate capacity for all units reported in column (j), as follows: For locomotive units, report the rated continuous horsepower for traction, (One horsepower is equivalent to a force that will raise 33,000 pounds one foot in one minute.), or tractive effort of steam locomotive units; for freight-train cars, report the nominal capacity (in tons of 2,000 lbs.) as provided for in Rule 86 of the AAR Code of Rules Governing Cars in Interchange, (Convert the capacity of tank cars to capacity in tons of the commodity which the car is intended to carry customarily.); for passenger-train cars report the number of passenger seats available for revenue service, counting one passenger to each berth in sleeping cars.

8. Freight-train car type codes shown in column (a) correspond to the AAR Multilevel Per Diem Master List. Dashes are used in appropriate places to permit a single code to represent several car type codes. 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*.

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				
			UNITS INSTALLED					Owned and used	Leased from others	Total in service of respondent (col. (h)+(i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units, including reclassification and second hand units purchased or leased from others	Units retired from service of respondent whether owned or leased, including reclassification					
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
<i>Locomotive Units</i>												
1	Diesel-Freight-----A units-----	12						12		12	18,300	
2	Diesel-Freight-----B units-----	12						12		12	12,500	
3	Diesel-Passenger-----A units-----	74						74		74	155,200	
4	Diesel-Passenger-----B units-----	14						14		14	14,260	
5	Diesel-Multiple purpose--A units-----	112						112		112	207,260	
6	Diesel-Multiple purpose--B units-----											
7	Diesel-Switching-----A units-----											
8	Diesel-Switching-----B units-----											
9	Total (lines 1 to 8)-----	112						112		112	207,260	
10	Electric-Freight-----											
11	Electric-Passenger-----											
12	Electric-Multiple purpose-----											
13	Electric-Switching-----											
14	Total (lines 10 to 13)-----											
15	Other-----											
16	Grand total (lines 9, 14, 15)-----	112						112		112	207,260	

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

Type or design of units	Before Jan. 1, 1945	Between Jan. 1, 1945, and Dec. 31, 1949	Between Jan. 1, 1950, and Dec. 31, 1954	Between Jan. 1, 1955, and Dec. 31, 1959	Between Jan. 1, 1960, and Dec. 31, 1964	DURING CALENDAR YEAR					
						1965	1966	1967	1968	1969	1970
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
17 Diesel-----	8	16	36	17	7	8	8	1	11		
18 Electric-----										None	None
19 Other-----											
20 Total (lines 17 to 19)-----	8	16	36	17	7	8	8	1	11		

See corrected page
417. INVENTORY OF EQUIPMENT-Continued System

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year	CHANGES DURING THE YEAR					UNITS AT CLOSE OF YEAR				
			Units installed					Owned and used	Leased from others	Total in service of respondent (col. (h) (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rewritten into property accounts	All other units, including reclassification and second hand units purchased or leased from others	Units retired from service of respondent whether owned or leased, including reclassification					
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
	FREIGHT-TRAIN CARS										(Tons)	
21	Box-General Service (unequipped) (All B(except B080), L070, R-00, R-01)-----	2,222					6	2,216		2,216	111,680	
22	Box-General Service (equipped) (A-20, A-30, A-40, A-50, R-06, R-07)-----		300					300		300	23,100	
23	Box-Special Service (A-00, A-10, B080)-----	74						74		74	4,620	
24	Gondola-General Service (All G(except G-9-))-----	511						511		511	27,020	
25	Gondola-Special Service (G-9-, J-00, all C, all E)-----											
26	Hopper (open top)-General Service (All H(except H-70))-----											
27	Hopper (open top)-Special Service (H-70, J-10, all K)-----											
28	Hopper (covered) (L-5-)-----	7									490	
29	Tank (All T)-----	6						6	7	6	300	
30	Refrigerator (meat)-Mechanical (R-11, R-12)-----											
31	Refrigerator (other than meat)-Mechanical (R-04, R-10)-----											
32	Refrigerator (meat)-Non-Mechanical (R-02, R-08, R-09, R-14, R-15, R-17)-----											
33	Refrigerator (other than meat)-Non-Mechanical (R-03, R-05, R-13, R-16)-----											
34	Stock (All S)-----											
35	Autorack (F-5-, F-6-)-----											
36	Flat-General Service (F10-, F20-)-----	233					3	230		230	12,580	
37	Flat-Special Service (F30-, F-1-, F-20, F-30, F-40, F-9-, L-2-, L-3-)-----	40						40		40	2,000	
38	Flat-TOFC (F-7-, F-8-)-----	70						70		70	7,000	
39	All other (L-0-, L-1-, L-4-, L080, L090)-----											
40	Total (lines 21 to 39)-----	3,163	300				10	3,464	7	3,453		
41	Caboose (All N)-----	53					1	52		52	xxxx	
42	Total (lines 40 and 41)-----	3,216	300				11	3,498	7	3,505	188,790	

417. INVENTORY OF EQUIPMENT-Continued

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

Line No.	Class of equipment and car designations	Units in service of respondent at beginning of year	CHANGES DURING THE YEAR				UNITS AT CLOSE OF YEAR				
			UNITS INSTALLED				Owned and used	Leased from others	Total in service of respondent (col. (h) + (i))	Aggregate capacity of units reported in col. (j) (see ins. 7)	Leased to others
			New units purchased or built	New units leased from others	Rebuilt units acquired and rebuilt units rewritten into property accounts	All other units, including reclassification and second hand units purchased or leased from others					
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)
	PASSENGER-TRAIN CARS Non-Self-Propelled										(Seating capacity)
43	Coaches [PA, PB, PBO]-----	14						14		14	316
44	Combined cars [All class C, except CSB]-----	2						2		2	64
45	Parlor cars [PBC, PC, PL, PO]-----	2						2		2	74
46	Sleeping cars [PS, PT, PAS, PDS]-----	5						5		5	133
47	Dining, grill and tavern cars [All class D, PD]-----	2						2		2	XXXX
48	Postal cars [All class M]-----	16						16		16	XXXX
49	Non-passenger carrying cars [All class B, CSB, PSA, IA]-----	13						13		13	XXXX
50	Total (lines 43 to 49)-----	54						54		54	1,187
	Self-Propelled Rail Motorcars										
51	Electric passenger cars [EP, ET]-----										
52	Electric combined cars [EC]-----										
53	Internal combustion rail motorcars [ED, EG]-----										
54	Other self-propelled cars (Specify types -----)										
55	Total (lines 51 to 54)-----										
56	Total (lines 50 and 55)-----	54						54		54	1,187
	COMPANY SERVICE CARS										
57	Business cars [PV]-----	1						1		1	XXXX
58	Boarding outfit cars [MWX]-----	23						23		23	XXXX
59	Derrick and snow removal cars [MWU, MWV, MWV, MWK]-----	13						13		13	XXXX
60	Dump and ballast cars [MWB, MWD]-----	35						35		35	XXXX
61	Other maintenance and service equipment cars-----	283						283		283	XXXX
62	Total (lines 57 to 61)-----	355						355		355	XXXX
63	Grand total, all classes of cars (lines 42, 56 and 62)-----	3625	300				11	3907	7	3914	XXXX
	FLOATING EQUIPMENT										
64	Self-propelled vessels (Tugboats, car ferries, etc.)-----										XXXX
65	Non-self-propelled vessels (Car floats, lighters, etc.)-----										XXXX
66	Total (lines 64 and 65)-----										XXXX

417. INVENTORY OF EQUIPMENT—Continued

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

Line No.	Class of equipment and car designations (a)	Units in service of respondent at beginning of year (b)	CHANGES DURING THE YEAR				Units retired from service of respondent whether owned or leased, including reclassification (g)	UNITS AT CLOSE OF YEAR				Leased to others (l)
			UNITS INSTALLED					Owned and used (h)	Leased from others (i)	Total in service of respondent (col. (h) + (i)) (j)	Aggregate capacity of units reported in col. (j) (see ins. 7) (k)	
			New units purchased or built (c)	New units leased from others (d)	Rebuilt units acquired and rebuilt units rewritten into property accounts (e)	All other units, including reclassification and second hand units purchased or leased from others (f)						
	PASSENGER-TRAIN CARS Non-Self-Propelled	14						14		14	(Seating capacity) 916	
21	Coaches [PA, PB, PBO]											
22	Combined cars [All class C, except CSB]	2						2		2	64	
23	Parlor cars [PBC, PC, PL, PO]	2						2		2	74	
24	Sleeping cars [PS, PT, PAS, PDS]	5						5		5	133	
25	Dining, grill and tavern cars [All class D, PD]	2						2		2	xxxx	
26	Postal cars [All class M]	16						16		16	xxxx	
27	Non-passenger carrying cars [All class B, CSB, PSA, IA]	13						13		13	xxxx	
28	Total (lines 21 to 27)	54						54		54	1,187	
	Self-Propelled Rail Motorcars											
29	Electric passenger cars [EP, ET]											
30	Electric combined cars [EC]											
31	Internal combustion rail motorcars [ED, EG]					None						
32	Other self-propelled cars (Specify types)											
33	Total (lines 29 to 32)											
34	Total (lines 28 and 33)	54						54		54	1,187	
	COMPANY SERVICE CARS											
35	Business cars [PV]	1						1		1	xxxx	
36	Boarding outfit cars [MWX]	23						23		23	xxxx	
37	Derrick and snow removal cars [MWU, MWV, MWW, MWK]	13						13		13	xxxx	
38	Dump and ballast cars [MWB, MWD]	35						35		35	xxxx	
39	Other maintenance and service equipment cars	283						283		283	xxxx	
40	Total (lines 35 to 39)	355						355		355	xxxx	

Revised. Corrected page.

417. INVENTORY OF EQUIPMENT—Continued

Instructions for reporting freight-train car data, pages 406 and 407:

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

2. In column (p) give the number of units purchased new or built in company shops. In column (q) 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 (z); units temporarily out of respondent's service and rented to others for less than one year are to be included in column (u); units rented from others for a period less than one year should not be included in column (v).

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

Line No.	Class of equipment and car designations (m)	Units in service of respondent at beginning of year		CHANGES DURING THE YEAR					Units retired from service of respondent whether owned or leased, including reclassification (t)
		Per diem (n)	Non-per diem (o)	UNITS INSTALLED					
				New units purchased or built ¹ (p)	New units leased from others (q)	Rebuilt units acquired and rebuilt units rewritten into property accounts ¹ (r)	All other units, including reclassification and second hand units purchased or leased from others (s)		
FREIGHT-TRAIN CARS									
41	Box-General Service (unequipped) (All B (except B080), L070, R-00, R-01)	2222							6
42	Box-General Service (equipped) (A-20, A-30, A-40, A-50, R-06, R-07)			300					
43	Box-Special Service (A-00, A-10, B080)								
44	Gondola-General Service (All G (except G-9))	74							
45	Gondola-Special Service (G-9, J-00, all C, all E)	511							1
46	Hopper (open top)-General Service (All H (except H-70))								
47	Hopper (open top)-Special Service (H-70, J-10, all K)								
48	Hopper (covered) (L-5)	7							
49	Tank (All T)	6							
50	Refrigerator (meat)-Mechanical (R-11, R-12)								
51	Refrigerator (other than meat) -Mechanical (R-04, R-10)								
52	Refrigerator (meat)-Non-Mechanical (R-02, R-08, R-09, R-14, R-15, R-17)								
53	Refrigerator (other than meat) -Non-Mechanical (R-03, R-05, R-13, R-16)								
54	Stock (All S)								
55	Autorack (F-5, F-6)								
56	Flat-General Service (F10, F20)	233							3
57	Flat-Special Service (F30, F-1, F-20, F-30, F-40, F-9, L-2, L-3)	40							
58	Flat-TOFC (F-7, F-8)								
59	All other (L-0, L-1, L-4, L080, L090)	70							
60	Total (lines 41 to 59)	3163		300					10
61	Caboose (All N)	53	53						1
62	Total (lines 60 and 61)	3216	53	300					11
63	Grand total, all classes of cars (lines 34, 40 and 62)	3163	462	300					11
FLOATING EQUIPMENT									
64	Self-propelled vessels (Tugboats, car ferries, etc.)			None					
65	Non-self-propelled vessels (Car floats, lighters, etc.)								
66	Total (lines 64 and 65)								
		New units purchased or built			Units rebuilt or acquired				
		General funds		Incentive funds		General funds		Incentive funds	

¹Box, unequipped (which relate to incentive per diem order)

¹ Box, unequipped (which relate to incentive per diem order)

417. INVENTORY OF EQUIPMENT-Continued

4. Column (y) should show aggregate capacity for all units reported in columns (w) and (x), 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. Freight-train car type codes shown in column (m) correspond to the AAR Multilevel Per Diem Master List. Dashes are used in appropriate places to

permit a single code to represent several car type codes. Descriptions of car codes and designations are published in *The Official Railway Equipment Register*.

6. Per diem cars, as used herein, refers to freight cars other than cabooses owned or held under lease arrangement by U. S. Class I line-haul railroads, whose interline rental is settled on a per diem basis under the code of per diem rules, or would be so settled if used by another railroad.

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

UNITS AT CLOSE OF YEAR							Line No.
Owned and used (u)	Leased from others (v)	Total in service of respondent (col. (u) + (v))		Aggregate capacity of units reported in col. (w) + (x) (see ins. 4) (y)	Leased to others (z)		
		Per diem (w)	Non-per diem (x)				
				(Tons)			
2,216		2,216		111,680		41	
300		300		23,100		42	
						43	
74		74		4,620		44	
510		510		27,020		45	
						46	
	7	7		490		47	
6		6		300		48	
						49	
						50	
						51	
						52	
						53	
						54	
230		230		12,580		55	
40		40		2,000		56	
70		70		7,000		57	
3,446	7	3,453		188,790		58	
52		52	22	xxxxxxxxxxxxxxxx		59	
3,498	7	3,453	22			60	
3,498	7	3,505	461	188,790		61	
						62	
	None					63	
						64	
						65	
						66	

421. HIGHWAY MOTOR VEHICLE OPERATIONS System

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 busses and combination bus-trucks on line 8; the mileage of trucks and of trailers and semitrailers with trucks on line 9; and the mileage of tractors and of trailers and semitrailers with tractors on line 10. Vehicle miles in terminal service should be reported on lines 12 and 13.

In reporting traffic carried and traffic handled 1 mile on lines 14 to 21, and on lines 40 to 45, both inclusive, show the total number of tons and ton-miles of revenue freight in column (b) and the total number of passengers carried and passenger-miles in column (e), 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 busses 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)	Trucks (b)			Tractors (c)			Trailers and semitrailers (d)			Busses (e)			Combination bus-trucks (f)		
REVENUE SERVICE																
1	Vehicles owned or leased:															
2	Number available at beginning of year.....															
3	Number installed during the year.....															
4	Number retired during the year.....															
5	Number available at close of year.....															
6	Vehicle miles (including loaded and empty):															
7	Line haul (station to station):															
8	Passenger vehicle miles.....	x x	x x	x x	x x	x x	x x	x x	x x	x x						
9	Truck miles.....				x x	x x	x x				x x	x x	x x	x x	x x	x x
10	Tractor miles.....	x x	x x	x x							x x	x x	x x	x x	x x	x x
11	Terminal service:*															
12	Pick-up and delivery.....															
13	Transfer service.....															
14	Traffic carried:															
15	Tons—Revenue freight—Line haul.....				x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
16	Tons—Revenue freight—Terminal service only.....				x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
17	Revenue passengers—Line haul.....	x x	x x	x x	x x	x x	x x	x x	x x	x x					x x	x x
18	Revenue passengers—Terminal service only.....	x x	x x	x x	x x	x x	x x	x x	x x	x x					x x	x x
19	Traffic handled 1 mile:															
20	Ton-miles—Revenue freight—Line haul.....				x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
21	Revenue passenger-miles—Line haul.....	x x	x x	x x	x x	x x	x x	x x	x x	x x					x x	x x
NONREVENUE SERVICE																
22	Vehicles owned or leased:															
23	Number available at beginning of year.....			99												
24	Number installed during the year.....			99												
25	Number retired during the year.....			99												
26	Number available at close of year.....			99		None		None			None		None		None	

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

B. OPERATED BY OTHERS

(Revenue service)

Line No.	Item (a)	Trucks (b)			Tractors (c)			Trailers and semitrailers (d)			Busses (e)			Combination bus-trucks (f)		
40	Traffic carried:															
41	Tons—Revenue freight	None			x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
42	Revenue passengers	x x	x x	x x	x x	x x	x x	x x	x x	x x				x x	x x	x x
43	Traffic handled 1 mile:															
44	Ton-miles—Revenue freight	None			x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x
45	Revenue passenger-miles	x x	x x	x x	x x	x x	x x	x x	x x	x x				x x	x x	x x

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

Give particulars of highway motor-vehicle enterprises (excluding Railway Express Agency, Inc.) 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 interest 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			
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14		None	
15			
16			
17			
18			
19			
20			
21			
22			
23			
24			
25			

510. GRADE CROSSINGS A—RAILROAD WITH RAILROAD

System

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 (i) inclusive, the kind of protection, etc., should be reported in only one classification and that of the more elaborate type.

Line No.	Number of crossings (a)	Interlocking (b)	Automatic signals (automatic interlocking) (c)	Derails on one line, no protection on other (d)	Hand-operated signals, without interlocking (e)	Gates (f)	Total specially protected (g)	Total not specially protected (h)	Grand total (i)
1	Number at beginning of year							6	6
2	Crossings added: New crossings								
3	Change in protection								
4	Crossings eliminated: Separation of grade								
5	Change in protection								
6	Other causes								
7	Number at close of year							6	6
	NUMBER AT CLOSE OF YEAR BY STATES:								
8	Oregon							5	5
9	Washington							1	1
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									

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-activated devices with or without audible supplements. Include in column (l), in addition to "Railroad Crossing" crossbuck, any other static sign (except "Number of Tracks" sign) or any non-train-actuated signal such as amber continuous-flashing lights. In column (m) report other than railroad crossbuck. Totals in column (o), lines 38 and 39, should be equal, resulting in no change in the total number of crossings.

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

[illegible]

R-1 1970 SPOKANE, PORTLAND AND SEATTLE RAILWAY 3 of 6
COMPANY

Punch

511. GRADE SEPARATIONS

System

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 -----	49	63	112
2	Added: By new, extended or relocated highway -----			
3	By new, extended or relocated railroad -----			
4	By elimination of grade crossing ¹ -----			
5	Total added -----			
6	Deducted: By closing or relocation of highway -----	49	63	112
7	By relocation or abandonment of railroad -----	49	63	112
8	Total deducted -----	(49)	(63)	(112)
9	Net of all changes -----	0	0	0
10	Number at close of year -----			
11	Number at close of year by States:			
12	Washington -----	1	1	2
13	Oregon -----	32	11	43
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				

¹Total in column (d) should correspond to total number of grade crossings eliminated "By separation of grades", Schedule 510-B, line 36, column (a).

513. TIES LAID IN REPLACEMENT System

Give particulars of ties laid during the year in previously constructed tracks maintained by the respondent. Do not include any ties used in any new tracks or in track extensions.

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.

The sum of entries on lines 21, 22, and 23 should equal the total of columns (d) and (g).

Any material difference between the return on line 22 and the charge to operating expense account No. 212, or between the sum of charges to additions and betterments shown in schedules Nos. 513 and 514 and the related charge to investment account No. 8, should be explained in a footnote.

Line No.	Class of ties	CROSSTIES						SWITCH AND BRIDGE TIES						Remarks
		Total number of ties applied		Average cost per tie		Total cost of crossties laid in previously constructed tracks during year		Number of feet (board measure) applied		Average cost per M feet (board measure)		Total cost of switch and bridge ties laid in previously constructed tracks during year		
		(b)	(c)	(d)	(e)	(f)	(g)	(h)						
1		5 526	\$ 6 14	\$ 33 921	55 037	\$ 207 37	\$ 11 412	Class "T" includes						
2								second hand						
3								treated ties						
4														
5														
6														
7														
8														
9														
10														
11														
12														
13														
14														
15														
16														
17														
18														
19														
20	TOTAL	5 526	6 14	33 921	55 037	207 37	11 412							

21 Amount of salvage on ties withdrawn.....\$
 22 Amount chargeable to operating expenses.....\$ 42,050
 23 Amount chargeable to additions and betterments.....\$ 3,284.3 } 45,333 ✓
 24 Estimated number of crossties in all maintained tracks:

(a) Wooden ties	Number	Percent of Total
	3,498,493	100%
(b) Other than wooden ties (steel, concrete, etc.)		
TOTAL	3,498,493	100.00

Line 22 \$ 42,050
 Miscellaneous adjustments (1,723)
 Acct. 212 - Ties \$ 40,327

514. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS *System*

Give particulars of ties laid during the year in new construction, following the instructions given in the preceding schedule, so far as applicable.

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					\$							
2												
3												
4												
5												
6												
7												
8												
9												
10												
11												
12												
13												
14												
15												
16												
17												
18												
19												
20	TOTAL											

- 21 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 *None*

Line 20 Schedule 514 \$

" 23 " 513 3,284

Miscellaneous adjustments (5,120)

Account 8 Ties \$11,836

515. RAILS LAID IN REPLACEMENT System

Give particulars of all rails applied during the year in connection with replacement of rails in previously constructed tracks maintained by the respondent.

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.

The sum of entries on lines 22, 23, and 24 should equal the total of columns (d) and (h).

Any material difference between the return on line 23 and the charge to operating expense account No. 214, or between the sum of charges to additions and betterments shown in schedules Nos. 515 and 516 and the related charge to investment account No. 9, should be explained in a footnote.

Line No.	Class of rail (a)	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 (d)	Average cost per ton (2,000 lb.) (e)	WEIGHT OF RAIL		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1	4	75	42	2 113	50 31				
2	4	85	8	425	53 13	85	4	186	46 50
3	4	90	12	598	49 83	90	9	469	52 11
4	4	112	99	5 089	51 40	112	1	40	40 00
5	2	115	124	20 337	164 01	115	12	1 917	159 75
6	4	115	10	434	43 40	115	1	38	38 00
7	2	132	93	17 036	183 18				
8									
9									
10									
11									
12	2-		217	37 272			12	1 917	
13	4-		171	8 659			15	733	
14									
15									
16									
17									
18									
19									
20	TOTAL	XXXX	388	46 032	118 74	XXXX	27	2 650	98 18

- 21 Number of tons (2,000 lb.) of relayers and scrap rail taken up..... 353
- 22 Salvage value of rails released..... \$ 13,532
- 23 Amount chargeable to operating expenses..... \$ (6,677)
- 24 Amount chargeable to additions and betterments..... \$ 41,827
- 25 Miles of new rails laid in replacement (all classes of tracks) †..... 2.. 35 (rail-miles).
- 26 Miles of new and second-hand rails laid in replacement (all classes of tracks) †..... 1 12 (rail-miles).
- 27 Average weight per yard of new rails laid in replacement (running, passing, and cross-over tracks, etc.) *..... 112 (pounds).
- 28 Tons of rail sold as scrap and amount received therefor..... (tons of 2,000 lb.); \$
- 29 Track-miles of welded rail installed this year None; total to date 40.70

Line 23 \$ (6,677)

Labor, Material & Welders 1,676

Miscellaneous Adjustments 32,537

Account 214 = Rails \$ 27,536

†Classes 1, 2, and 3 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in all classes of tracks; divide the total number of yards of new rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

‡Classes 1, 2, 5, and 4 rails.—Reduce tonnage in columns (c) and (g) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new and second-hand rail laid in all classes of tracks; divide the total number of yards of new and second-hand rails laid in all classes of tracks by 1,760; state the quotient with two decimal places.

*Classes 1, 2, and 3 rails.—Reduce tonnage in column (c) to pounds; divide each result by the respective pounds per yard to obtain the number of yards of each weight of new rail laid in running, passing, and cross-over tracks, etc.; divide the total number of pounds of new rails laid in running tracks, etc. by the total number of yards of new rails laid in such tracks.

532. SWITCHING AND TERMINAL TRAFFIC AND CAR STATISTICS *System*

(For switching and terminal companies only)

1. Give particulars of cars handled during the year. For descriptions of kinds of services included in switching operations, and in terminal operations, reference is made to the "Notice" on the inside of the front cover of this form. With respect to the term "cars handled" it should be observed that, when applied to *switching* operations, the movement of a car from the point at which a switching company receives it, whether loaded or empty, to the point where it is loaded or unloaded or delivered to another connecting line is to be counted as one car handled. The return of a car, whether loaded or empty, from the point where it is loaded or unloaded, to

the point of delivery is to be counted as one car handled. No incidental movement is to be considered, unless such incidental movement involves the receipt of additional revenue. When applied to *terminal* operations, such as union station, bridge, ferry, or other joint facility terminal operations, the term "cars handled" includes all cars for which facilities are furnished.

2. The number of locomotive-miles in yard switching service should be computed in accordance with account No. 816, "Yard Switching Locomotive-miles."

Item No.	Item (a)	Switching operations (b)			Terminal operations (c)			Total (d)	
	FREIGHT TRAFFIC								
201	Number of cars handled earning revenue—Loaded								
202	Number of cars handled earning revenue—Empty								
203	Number of cars handled at cost for tenant companies—Loaded								
204	Number of cars handled at cost for tenant companies—Empty				Not Applicable				
205	Number of cars handled not earning revenue—Loaded								
206	Number of cars handled not earning revenue—Empty								
207	Total number of cars handled								
	PASSENGER TRAFFIC								
208	Number of cars handled earning revenue—Loaded								
209	Number of cars handled earning revenue—Empty								
210	Number of cars handled at cost for tenant companies—Loaded								
211	Number of cars handled at cost for tenant companies—Empty				Not Applicable				
212	Number of cars handled not earning revenue—Loaded								
213	Number of cars handled not earning revenue—Empty								
214	Total number of cars handled								
215	Total number of cars handled in revenue service (items 207 and 214)								
216	Total number of cars handled in work service								

Number of locomotive-miles in yard switching service: Freight,; passenger,

561C. COMPENSATION APPLICABLE TO PRIOR YEARS System

Show hereunder, for each group of employees, the amount of compensation applicable to prior years, which was paid or is payable under labor awards of the current year or for other reasons. Additional compensation for the current year under labor awards or for other reasons is includible in L.C.C. Wage Statistics Form A and B, "Report of Employees, Service, and Compensation," for the calendar year. For purposes of this report, labor awards are intended to cover adjustments resulting from the decisions of Wage Boards and voluntary awards by the respondent incident thereto. Explain the nature of any amounts in excess of \$10,000 included in column (c) in a footnote.

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

Give particulars of rails applied during the year in the construction of new tracks, following the instructions given in the preceding schedule, so far as applicable.

Line No.	Class of rail (a)	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 (d)	Average cost per ton (2,000 lb.) (e)		WEIGHT OF RAIL		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)	
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)				Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)			
1				\$					\$		
2											
3											
4											
5											
6											
7											
8											
9											
10											
11											
12											
13											
14											
15											
16											
17											
18											
19											
20	TOTAL	X X X X					X X X X				

21 Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid

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

517. GAGE OF TRACK AND 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. If any part of the road operated at the close of the year is other than standard

gage, 4 feet 8½ inches, show the gage of each part in column (d). Road and track occupied under track age 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)
	Pounds			
1				
2				
3				
4				
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				

Revised corrected page 531. STATISTICS OF RAIL-LINE OPERATIONS

1. Give the various statistical items called for concerning the rail-line operations of respondent's road during the year. Train-miles, car-miles and other particulars are to be reported in accordance with the classification of train-miles and car-miles prescribed in the Uniform System of Accounts for Railroad Companies (Mileage Accounts 800 to 805 and 820 to 825). Locomotive unit-miles should include all miles made by each locomotive unit.

2. Per diem cars, as used herein, refers to freight cars other than cabooses owned or held under lease arrangement by U.S. class I line-haul railroads, whose interline rental is settled on a per diem basis under the code of per diem rules, or would be so settled if used by another railroad.

3. Item No. 1 includes miles of road operated under trackage rights.

4. For gross ton-miles compute from conductors' or dispatchers' train reports weight in tons (2,000 pounds). Item 27 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 28 and 29 represent tons behind locomotive units (cars and contents, company-service equipment and cabooses) moved one mile in transportation trains. Include ton-miles of exclusive work service equipment and motorcars moving in transportation trains. Use 150 pounds as the

average weight per passenger and four tons as the average weight of contents of each head-end car.

5. Item No. 35 should represent the ton-miles of revenue freight in water transfer service on the Great Lakes involving a rail-line haul, the revenue from which is includible in account No. 101, "Freight." Ton-miles of revenue freight in water transfer service which was moved on the basis of lawful local tariff rates, the revenue from which is creditable to account No. 113, "Water transfers," should be excluded. Item 36, Total ton-miles—Revenue freight, should correspond to the ton-miles reported on Form OS-B, Item 2.

6. For net ton-miles, Item 40, compute from conductors' train reports. This item represents the number of tons of revenue and non-revenue freight moved one mile in transportation trains. Include a reasonable proportion of the weight of exclusive work equipment moved one mile. Include net ton-miles in motorcar trains. Exclude LCL shipments handled in mixed baggage-express cars.

7. The mileage of company service equipment, designed exclusively for work service and moved in transportation trains, should be classed as loaded freight car-miles.

8. Highway vehicle operations should not be included in Schedule 531 but particulars thereof given in a footnote on page 509.

Item No.	Item (a)	Freight trains (b)	Passenger trains (c)	Total transportation service (d)	Work trains (e)
1	Average mileage of road operated (State in whole numbers)	921	380	922	x x x x x
	TRAIN-MILES				
2	Diesel locomotives	299 953	91 869	391 822	x x x x x
3	Other locomotives				x x x x x
4	Total locomotives	300 874	92 249	392 744	114
5	Motorcars				
6	Total train-miles	300 874	92 249	392 744	114
	LOCOMOTIVE UNIT-MILES				
7	Road service	748 099	217 160	965 259	x x x x x
8	Train switching	57 927		57 927	x x x x x
9	Yard switching	122 424	3 012	125 436	x x x x x
10	Total locomotive unit-miles	928 450	220 172	1 148 622	x x x x x
	CAR-MILES				
11	Total motorcar car-miles				x x x x x
12	Loaded per diem freight cars	10 275 903		10 275 903	x x x x x
13	Loaded non-per diem freight cars	839 228	69 375	908 603	x x x x x
14	Empty per diem freight cars	7 376 129		7 376 129	x x x x x
15	Empty non-per diem freight cars	744 221		744 221	x x x x x
16	Caboose	289 262		289 262	x x x x x
17	Total freight car-miles (lines 12, 13, 14, 15 and 16)	19 524 743	69 375	19 594 118	x x x x x
18	Passenger coaches	15 10	175 473	175 483	x x x x x
19	Combination passenger cars (mail, express, or baggage, etc., with passenger)	15 251		15 251	x x x x x
20	Sleeping and parlor cars		73 022	73 022	x x x x x
21	Dining, grill and tavern cars		94 404	94 404	x x x x x
22	Head-end cars		321 443	321 443	x x x x x
23	Total (lines 18, 19, 20, 21, and 22)	15 261	664 342	679 603	x x x x x
24	Business cars		12 540	12 540	x x x x x
25	Crew cars (other than caboose)				x x x x x
26	Grand total car-miles (lines 11, 17, 23, 24 and 25)	19 546 604	746 257	20 292 861	x x x x x
	GROSS TON-MILES AND TRAIN-HOURS IN ROAD SERVICE				
27	Gross ton-miles of locomotives and tenders (thousands)	103 329	26 935	93 374	x x x x x
28	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	994 459	47 255	1 041 714	x x x x x
29	Gross ton-miles of passenger-train cars and contents (thousands)	1 033	4 857	5 890	x x x x x
30	Train-hours—Total	21 238	1 691	22 929	x x x x x
	REVENUE AND NONREVENUE FREIGHT TRAFFIC				
31	Tons of revenue freight	x x x x x	x x x x x	1 786 566	x x x x x
32	Tons of nonrevenue freight	x x x x x	x x x x x	98 126	x x x x x
33	Total tons revenue and nonrevenue freight	x x x x x	x x x x x	1 884 692	x x x x x
34	Ton-miles—Revenue freight in road service (thousands)	x x x x x	x x x x x	461 225	x x x x x
35	Ton-miles—Revenue freight in lake transfer service (thousands)	x x x x x	x x x x x		x x x x x
36	Total ton-miles—Revenue freight (thousands)	x x x x x	x x x x x	461 225	x x x x x
37	Ton-miles—Nonrevenue freight in road service (thousands)	x x x x x	x x x x x	1 304	x x x x x
38	Ton-miles—Nonrevenue freight in lake transfer service (thousands)	x x x x x	x x x x x		x x x x x
39	Total ton-miles—Nonrevenue freight (thousands)	x x x x x	x x x x x	1 304	x x x x x
40	Net ton-miles of freight—Revenue and nonrevenue (thousands)	460 101	2 428	462 529	x x x x x
	REVENUE PASSENGER TRAFFIC				
41	Passengers carried—Total	x x x x x	x x x x x	10 994	x x x x x
42	Passenger-miles—Total	x x x x x	x x x x x	3 176 991	x x x x x

see corrected page

531. STATISTICS OF RAIL-LINE OPERATIONS System

1. Give the various statistical items called for concerning the rail-line operations of respondent's road during the year. Train-miles, car-miles and other particulars are to be reported in accordance with the classification of train-miles and car-miles prescribed in the Uniform System of Accounts for Railroad Companies (Mileage Accounts 800 to 805 and 820 to 825). Locomotive unit-miles should include all miles made by each locomotive unit.

2. Item No. 1 includes miles of road operated under trackage rights.

3. For gross ton-miles compute from conductors' or dispatchers' train reports weight in tons (2,000 pounds). Item 25 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 26 and 27 represent tons behind locomotive units (cars and contents, company-service equipment and cabooses) moved one mile in transportation trains. Include ton-miles of exclusive work service equipment and motorcars moving in transportation trains. Use 150 pounds as the average weight per passenger and four tons as the average weight of contents of each head-end car.

4. Item No. 33 should represent the ton-miles of revenue freight in water transfer service on the Great Lakes involving a rail-line haul, the

revenue from which is includible in account No. 101, "Freight." Ton-miles of revenue freight in water transfer service which was moved on the basis of lawful local tariff rates, the revenue from which is creditable to account No. 113, "Water transfers," should be excluded. Item 34, Total ton-miles—Revenue freight, should correspond to the ton-miles reported on Form OS-B, Item 2.

5. For net ton-miles, Item 38, compute from conductors' train reports. This item represents the number of tons of revenue and nonrevenue freight moved one mile in transportation trains. Include a reasonable proportion of the weight of exclusive work equipment moved one mile. Include net ton-miles in motorcar trains. Exclude LCL shipments handled in mixed baggage-express cars.

6. The mileage of company service equipment, designed exclusively for work service and moved in transportation trains, should be classed as loaded freight car-miles.

7. Highway vehicle operations should not be included in Schedule 531 but particulars thereof given in a footnote on page 509.

Item No.	Item (a)	Freight trains (b)		Passenger trains (c)		Total transportation service (d)		Work trains (e)		
1	Average mileage of road operated (State in whole numbers).		921		380		322	x	x	x
	TRAIN-MILES									
2	Diesel locomotives	299	953	91	869	391	822	x	x	x
3	Other locomotives							x	x	x
4	Total locomotives	300	874	92	249	392	744			114
5	Motorcars									
6	Total train-miles	300	874	92	249	392	744			114
	LOCOMOTIVE UNIT-MILES									
7	Road service	748	999	217	160	965	259	x	x	x
8	Train switching	57	327			57	327	x	x	x
9	Yard switching	122	424	3	912	125	436	x	x	x
10	Total locomotive unit-miles	928	450	220	172	1,148	622	x	x	x
	CAR-MILES									
11	Total motorcar car-miles							x	x	x
12	Loaded freight cars	11	115	131	69	11	184	506	x	x
13	Empty freight cars	8	120	350		8	120	350	x	x
14	Caboose		289	262			289	262	x	x
15	Total freight car-miles (lines 12, 13 and 14)	19	524	743	69	19	524	1,118	x	x
16	Passenger coaches		12		175	175	483	x	x	x
17	Combination passenger cars (mail, express, or baggage, etc., with passenger)	15	251			15	251	x	x	x
18	Sleeping and parlor cars			73	922	73	922	x	x	x
19	Dining, grill and tavern cars			94	404	94	404	x	x	x
20	Head-end cars			321	443	321	443	x	x	x
21	Total (lines 16, 17, 18, 19 and 20)	15	261	664	342	679	603	x	x	x
22	Business cars			12	540	12	540	x	x	x
23	Crew cars (other than cabooses)							x	x	x
24	Grand total car-miles (lines 11, 15, 21, 22 and 23)	19	540	904	746	20	286	261	x	x
	GROSS TON-MILES AND TRAIN-HOURS IN ROAD SERVICE									
25	Gross ton-miles of locomotives and tenders (thousands)	103	329	26	935	93	374	x	x	x
26	Gross ton-miles of freight-train cars, contents, and cabooses (thousands)	994	459	47	255	1,041	714	x	x	x
27	Gross ton-miles of passenger-train cars and contents (thousands)	1	933	4	857	5	890	x	x	x
28	Train-hours—Total	21	238	1	691	22	929	x	x	x
	REVENUE AND NONREVENUE FREIGHT TRAFFIC									
29	Tons of revenue freight	x	x	x	x	1	786	566	x	x
30	Tons of nonrevenue freight	x	x	x	x		98	126	x	x
31	Total tons revenue and nonrevenue freight	x	x	x	x	1	884	692	x	x
32	Ton-miles—Revenue freight in road service (thousands)	x	x	x	x		461	225	x	x
33	Ton-miles—Revenue freight in lake transfer service (thousands)	x	x	x	x				x	x
34	Total ton-miles—Revenue freight (thousands)	x	x	x	x		461	225	x	x
35	Ton-miles—Nonrevenue freight in road service (thousands)	x	x	x	x		1	304	x	x
36	Ton-miles—Nonrevenue freight in lake transfer service (thousands)	x	x	x	x				x	x
37	Total ton-miles—Nonrevenue freight (thousands)	x	x	x	x		1	304	x	x
38	Net ton-miles of freight—Revenue and nonrevenue (thousands)	460	101	2	428	462	529	x	x	x
	REVENUE PASSENGER TRAFFIC									
39	Passengers carried—Total	x	x	x	x	10	994	x	x	x
40	Passenger-miles—Total	x	x	x	x	3	176	991	x	x

516. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS System

Give particulars of rails applied during the year in the construction of new tracks, following the instructions given in the preceding schedule, so far as applicable.

Line No.	Class of rail (a)	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 (d)	Average cost per ton (2,000 lb.) (e)	WEIGHT OF RAIL		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year (h)	Average cost per ton (2,000 lb.) (i)
		Pounds per yard of rail (b)	Number of tons (2,000 lb.) (c)			Pounds per yard of rail (f)	Number of tons (2,000 lb.) (g)		
1				\$	\$			\$	\$
2									
3									
4									
5									
6									
7				None					
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20	TOTAL	X X X X				X X X X			

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

22 Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid None

Line 20 Schedule 516 \$
 " 24 " 515 41,827
 Miscellaneous adjustments 35,402
 Acct. 9 - Rails \$ 6,425

517. GAGE OF TRACK AND 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. If any part of the road operated at the close of the year is other than standard

gage, 4 feet 8½ inches, show the gage of each part in column (d). 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	9 41		First Main
2	132	2 50		Second "
3	131	9 57		First "
4	119	11 50		" "
5	115	259 77		" "
6	115	1 58		Second "
7	112	289 81		First "
8	112	0 48		Second "
9	100	12 21		First "
10	90	148 61		" "
11	85	71 13		" "
12	75	20 45		" "
13	72	1 06		" "
14	70	15 34		" "
15				
16		853 42		Total - All standard gage 4' 8½"
17				
18				
19				
20				

Line No.	Name of person (a)	Title (b)	Salary per annum as of close of year (see instructions) (c)			Other compensation during the year (d)		
			\$			\$		
1	H. S. Westergaard	Vice President & Gen. Manager		28	600			
2	R. A. Lawrence	Traffic Manager		17	040			
3	H. F. Moy	Secretary & Chief Engineer		17	040			
4	H. J. Tierney	Chief of Personnel		16	040			
5		1-1-70 to 2-15-70		18	120			
6		2-16-70 to 2-28-70		16	620			
7	L. E. Lawson	Comptroller						
8								
9								
10								
11								
12								
13								
14								
15								
16								
17								
18								
19								
20								
21								
22	Note: The amounts shown above include compensation							
23	for services rendered the following rail lines:							
24								
25								
26		Spokane, Portland and Seattle Railway Company						
27		Oregon Trunk Railway						
28		Oregon Electric Railway Company						
29								
30								
31								
32								
33								
34								
35								
36								
37								
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562. COMPENSATION OF OFFICERS, DIRECTORS, ETC. System

Give the name, position, salary, and other compensation, such as bonus, commission, gift, reward, or fee, of each of the five persons named in Schedules 102 and 103 of this report to whom the respondent paid the largest amount during the year covered by this report as compensation for current or past service over and above necessary expenses incurred in discharge of duties, and in addition, all other officers, directors, pensioners or employees, if any, to whom the respondent similarly paid \$30,000 or more. If more convenient, this schedule may be filled out for a group of roads considered as one system and shown only in the report of the principal road in the system, with references thereto in the reports of the other roads. Any large "other compensation" should be

explained in a footnote. If salary of an individual was changed during the year, show salary before each change as well as at close of year. If an officer, director, etc., receives compensation from more than one transportation company (whether a subsidiary or not) or from a subsidiary company, reference to this fact should be made if his aggregate compensation amounts to \$30,000 or more, and the detail as to division of the salary should be stated. By salary column (c) is meant the annual rate at which an employee is paid, rather than the amount actually paid for a part of a year when the salary is changed. Also, when a 10 percent (or other percent) reduction is made, the net rate and not the basic rate should be shown.

Line No.	Name of person (a)	Title (b)	Salary per annum as of close of year (see instructions) (c)			Other compensation during the year (d)		
			\$			\$		
1								
2								
3								
4								
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563. PAYMENTS FOR SERVICES RENDERED BY OTHER THAN EMPLOYEES System

In the form below give information concerning payments, fees, retainers, commissions, gifts, contributions, assessments, bonuses, pensions, subscriptions, allowance for expenses, or any form of payments amounting in the aggregate to \$30,000 or more during the year to any corporation, institution, association, firm, partnership, committee, or any person (other than one of respondent's employees covered in schedule 562 in this annual report) for services or as a donation, except that with respect to contributions under \$30,000 which are made in common with other carriers under a joint arrangement in payment for the performance of services or as a donation, each such contribution shall be reported, irrespective of the amount thereof, if the total amount paid by all contributors for the performance of the particular service is equal to the sum of \$50,000 or more.

To be included are, among others, payments, directly or indirectly, for legal, medical, engineering, advertising, valuation, accounting, statistical, financial, educational, entertainment, charitable, advisory, defensive, detective, developmental, research, appraisal, registration, purchasing, architectural, and hospital services; payments for expert testimony and for handling wage disputes; and payments for services of banks, bankers, trust companies, insurance companies, brokers, trustees, promoters, solicitors, consultants, actuaries, investigators, inspectors, and efficiency engineers. Payments to the various railroad associations, commissions, committees,

bureaus, boards, and other organizations maintained jointly by railroads shall also be included. The enumeration of these kinds of payments should not be understood as excluding other payments for services not excluded below.

To be excluded are: Rent of buildings or other property, taxes payable to the Federal, State, or local Governments, payments for heat, light, power, telegraph, and telephone services, and payments to other carriers on the basis of lawful tariff charges or for the interchange of equipment between carriers, as well as other payments for services which both as to their nature and amount may reasonably be regarded as ordinarily connected with the routine operation, maintenance, or construction of a railroad, but any special and unusual payments for services should be reported. Payments of \$30,000 or more to organizations maintained jointly by railroads with other railroads are not to be excluded even if their services are regarded as routine.

If more convenient, this schedule may be filled out for a group of roads considered as one system and shown only in the report of the principal road in the system, with references thereto in the reports of the other roads.

If any doubt exists in the mind of the reporting officer as to the reportability of any type of payment, request should be made for a ruling before filing this report.

Line No.	Name of recipient (a)	Description of service (b)	Amount of payment (c)	
			\$	
1	Association of American Railroads	Maintenance of Association, its agencies, etc.	15	132
2				
3	Association of Western Railroads	Miscellaneous expenses of various organizations	41	112
4				
5	Davies, Biggs, Strayer, Stool	Law Department retainer, additional	26	868
6	and Boley	services and office supplies		
7				
8	Sidley, Austin, Burgess & Smith	Legal services in connection with rate		797
9		and division cases		
10				
11	Oregon Railroad Association	Public promotional educational activities	6	775
12		in behalf of railroad interests in the		
13		State of Oregon		
14				
15				
16				
17				
18				
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34				
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37				
38				
39				
40				
41				
42				
43				
44				
45				
46				
47				
48				
49				
50				
51				
52				
TOTAL			90	684

571. CONSUMPTION OF FUEL BY MOTIVE-POWER UNITS System

Show hereunder the amounts of the various kinds of fuel consumed by locomotive units and motor 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.....	1,824,881	None	None	None
2	Passenger.....	291,298			
3	Yard switching.....	147,031			
4	Total.....	2,273,210			
5	Work train.....	1,625			
6	GRAND TOTAL.....	2,274,835			
7	Total cost of fuel*.....	263,730			

B. RAIL MOTORCARS

Line No.	Kind of locomotive service (f)	DIESEL	ELECTRIC	GASOLINE
		Diesel oil (gallons) (g)	Kilowatt-hours (h)	Gasoline (gallons) (i)
11	Freight.....	None	None	None
12	Passenger.....			
13	Yard switching.....			
14	Total.....			
15	Work train.....			
16	GRAND TOTAL.....			
17	Total cost of fuel*.....			

*Show cost of fuel charged to train and yard service (accounts Nos. 382 and 394, for other than electric, and accounts Nos. 383, 384, 395, and 396, for electric). 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.

NOTES AND REMARKS

581. CONTRACTS, AGREEMENTS, ETC.

System

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 transportation of persons or things 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) Express companies.
- (b) Mail.
- (c) Sleeping, parlor, and dining-car companies.
- (d) Freight or transportation companies or lines.
- (e) Other railway companies.
- (f) Steamboat or steamship companies.
- (g) Telegraph companies.
- (h) Telephone companies.
- (i) Equipment purchased under conditional sales contracts.
- (j) Other contracts.

2. Under item 1 (e), 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 (i), 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(j), 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.

5. 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 \$25,000 per year, and which, by its terms, is otherwise unimportant.

6. 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.

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

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

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

(A) thru (J) None

591. CHANGES DURING THE YEAR System

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 hundredth of a 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)	
1																	
2																	
3																	
4																	
5																	
6							No change from 1969 Report										
7																	
8																	
9																	
10																	
11																	
12																	
13	TOTAL INCREASE		None														

DECREASES IN MILEAGE

21													
22													
23													
24													
25													
26													
27													
28													
29													
30													
31													
32	TOTAL DECREASE	None											

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

Owned by respondent:

Miles of road constructed None Miles of road abandoned None

Owned by proprietary companies:

Miles of road constructed None Miles of road abandoned None

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

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

Interstate Commerce Commission Finance Docket No. 21478 approved the leasing of the lines and properties, etc., of the Spokane, Portland and Seattle Railway Company to the Burlington Northern Inc. per lease agreement dated March 2, 1970. A copy of the lease is attached to the back cover of this report.

Selected Schedules

Oregon Trunk Railway

for the Period

January 1 through February 28, 1970

101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 530.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 533). 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. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 OREGON TRUNK RAILWAY
2. Date of incorporation November 3, 1909
3. Under laws of what Government, State, or Territory organized? If more than one, name all. Give specific reference to each charter or statute and all amendments thereof, effected during the year. If previously effected, show the year(s) of the report(s) setting forth details. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership or trusteeship and of appointment of receivers or trustees.....
 General Laws - State of Washington
 Remington Compilation - State of Washington
 Title XXVI Chapter 1

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

Not applicable

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

Not applicable

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

No

7. Class of switching and terminal company
 (See section No. 7 on inside of front cover)

Not applicable

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (c) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

102. DIRECTORS Trustees

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Louis W. Menk	St. Paul, Minnesota	12-12-69	12-10-70	None	
2	John M. Budd	" " "	"	"	"	
3	Clark A. Eckart	Seattle, Washington	"	"	"	
4	Roger J. Crosby	" "	"	"	"	
5	N. S. Westergard	Portland, Oregon	"	"	"	
6						
7						
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17						
18						
19						
20						

21. Give the names and titles of all officers of the Board of Directors in control of the respondent at the close of the year:

Chairman of board None

Secretary (or clerk) of board None

Trustees

22. Name the members of the executive committee of the Board of Directors of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

None

103. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE February 28, 1970

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
GENERAL OFFICERS OF CORPORATION					
31	President	* Executive	John M. Budd	None	St. Paul, Minnesota
32	Vice President	"	Louis W. Menk	"	" " "
33	" "	"	N. S. Westergard	"	Portland, Oregon
34	Secretary	"	H. F. Mcy	"	" "
35	Asst. Secretary	"	R. M. O'Kelley	"	St. Paul, Minnesota
36	" "	"	F. A. Deming	"	" " "
37	General Counsel	Law	H. L. Biggs	"	Portland, Oregon
38	Treasurer	Fiscal	J. H. Earlenbaugh	"	" " "
39	Comptroller	Accounting	L. F. Lawson	"	" " "
40	Purchasing Agent	Purchasing	W. T. Cowan	"	" " "
41	General Manager	Operating	N. S. Westergard	"	" " "
42	Superintendent	"	F. S. Barlow, Jr.	"	" " "
43	Gen'l Mech. Supt.	"	L. Z. Daniels	"	Vancouver, Washington
44	Traffic Manager	Traffic	R. A. Lawrence	"	Portland, Oregon
45					
46					
47					
48					
49	*The following changes of officers became effective January 1, 1970				
50					
51	President	John M. Budd			
52	Vice President	Louis W. Menk			
53					
54					

108. CORPORATE CONTROL OVER RESPONDENT *

1. Did any corporation or corporations, transportation or other, hold control over the respondent at the close of the year? Yes

If control was so held, state: (a) The form of control, whether sole or joint Sole

(b) The name of the controlling corporation or corporations Spokane, Portland and Seattle Railway Company

(c) The manner in which control was established Acquisition of Capital Stock

(d) The extent of control Entire

(e) Whether control was direct or indirect Direct

(f) The name of the intermediary through which control, if indirect, was established None

2. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? No

If control was so held, state: (a) The name of the trustee None

(b) The name of the beneficiary or beneficiaries for whom the trust was maintained None

(c) The purpose of the trust None

108A. STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____ (date)

☒ No annual report to stockholders is prepared.

110. 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 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.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1				
2				
3				
4				
5		None		
6				
7				
8				
9				
10				
11				
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
41				
42				
43		None		
44				
45				
46				
47				
48				
49				
50				
51				

108. CORPORATE CONTROL OVER RESPONDENT *

1. Did any corporation or corporations, transportation or other, hold control over the respondent at the close of the year? Yes

If control was so held, state: (a) The form of control, whether sole or joint Sole

(b) The name of the controlling corporation or corporations Spokane, Portland and Seattle Railway Company

(c) The manner in which control was established Acquisition of Capital Stock

(d) The extent of control Entire

(e) Whether control was direct or indirect Direct

(f) The name of the intermediary through which control, if indirect, was established None

2. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? No

If control was so held, state: (a) The name of the trustee None

(b) The name of the beneficiary or beneficiaries for whom the trust was maintained None

(c) The purpose of the trust None

108A. STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____
(date)

☒ No annual report to stockholders is prepared.

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$ 100 per share; first preferred, \$ none per share; second preferred, \$ none per share; debenture stock, \$ none per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing December 11, 1969 annual meeting of stockholders
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. 100,000 votes, as of December 11, 1969
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. (Date) One 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 on page 202, 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			Other securities with voting power
				Common	PREFERRED		
	(a)	(b)	(c)	(d)	Second (e)	First (f)	(g)
1	Spokane, Portland and						
2	Seattle Railway Company	Portland, Oregon	100,000	100,000	None	None	None
3							
4							
5							
6							
7							
8							
9							
10							
11							
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13							
14							
15							
16							
17							
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20							
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10. State the total number of votes cast at the latest general meeting for the election of Trustees 100,000 votes cast.
11. Give the date of such meeting December 11, 1969
12. Give the place of such meeting Seattle, Washington

110. 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 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.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1				
2				
3				
4				
5		None		
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
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21				
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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)
41				
42				
43		None		
44				
45				
46				
47				
48				
49				
50				
51				

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the account-

ing requirements followed in column (c). The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)	Account or item (b)	Balance at close of year (c)
CURRENT ASSETS			
1	\$ 206 690	(701) Cash	\$ 192 033
2		(702) Temporary cash investments (p. 203)	
3		(703) Special deposits (p. 203)	
4		(704) Loans and notes receivable (p. 203)	
5		(705) Traffic and car-service balances—Debit	
6	12 269	(706) Net balance receivable from agents and conductors	15 319
7	49 622	(707) Miscellaneous accounts receivable	137 813
8		(708) Interest and dividends receivable	
9	674 050	(709) Accrued accounts receivable (p. 203)	646 158
10		(710) Working fund advances	
11	284	(711) Prepayments	336
12	389 358	(712) Material and supplies	314 398
13	57 904	(713) Other current assets (p. 203)	68 347
14	384 387	Total current assets	1 372 297
SPECIAL FUNDS			
15		(715) Sinking funds (pp. 206 and 207)	
16		(716) Capital and other reserve funds (pp. 206 and 207)	
17		(717) Insurance and other funds (pp. 206 and 207)	
18		Total special funds	
INVESTMENTS			
19		(721) Investments in affiliated companies (pp. 210, 211, 212 and 213)	
20		(722) Other investments (pp. 214, 215, 216 and 217)	
21		(723) Reserve for adjustment of investment in securities—Credit	
22		Total investments (accounts 721, 722 and 723)	
PROPERTIES			
23	17 299 762	(731) Road and equipment property (pp. 220, 221 and 222)	17 311 954
24	x x x x x x	Road	\$ 16 197 090
25	x x x x x x	Equipment	x x x x x x
26	x x x x x x	General expenditures	973 358
27	x x x x x x	Other elements of investment	x x x x x x
28	x x x x x x	Construction work in progress	144 506
29		(732) Improvements on leased property (pp. 220, 221 and 222)	
30	x x x x x x	Road	x x x x x x
31	x x x x x x	Equipment	x x x x x x
32	x x x x x x	General expenditures	x x x x x x
33	17 299 762	Total transportation property (accounts 731 and 732)	17 311 954
34	(1 593 567)	(735) Accrued depreciation—Road and Equipment (pp. 226 and 226B)	(1 607 224)
35	(562 331)	(736) Amortization of defense projects—Road and Equipment (p. 227)	(562 331)
36	(2 155 898)	Recorded depreciation and amortization (accounts 735 and 736)	(2 169 555)
37	15 143 864	Total transportation property less recorded depreciation and amortization (line 33 less line 36)	15 145 399
38	91 692	(737) Miscellaneous physical property (pp. 230B and 231)	92 692
39		(738) Accrued depreciation—Miscellaneous physical property (pp. 230B and 231)	
40	91 692	Miscellaneous physical property less recorded depreciation (account 737 less 738)	91 692
41	15 235 556	Total properties less recorded depreciation and amortization (line 37 plus line 40)	15 237 091
OTHER ASSETS AND DEFERRED CHARGES			
42	499	(741) Other assets (p. 232)	409
43		(742) Unamortized discount on long-term debt	
44	14 685	(743) Other deferred charges (p. 232)	13 763
45	15 184	Total other assets and deferred charges	14 174
46	16 635 127	TOTAL ASSETS	16 622 562

NOTE.—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the accounting requirements followed in column (c). The entries in short column (b) should reflect total book liability at close of year. The entries in the short column (b) should be deducted from those in column (b) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parentheses.

Line No.	Balance at beginning of year (a)			Account or item (b)	Balance at close of year (c)		
				CURRENT LIABILITIES			
47	\$			(751) Loans and notes payable (p. 242A)	\$		
48		30	513	(752) Traffic and car-service balances—Credit		30	107
49		107	272	(753) Audited accounts and wages payable		82	495
50		1	044	(754) Miscellaneous accounts payable		987	459
51				(755) Interest matured unpaid			
52				(756) Dividends matured unpaid			
53				(757) Unmatured interest accrued			
54				(758) Unmatured dividends declared			
55		172	243	(759) Accrued accounts payable (p. 242A)		187	957
56				(760) Federal income taxes accrued (p. 242B)			
57		57	2961	(761) Other taxes accrued (p. 242B)		72	778
58		28	145	(763) Other current liabilities (p. 242A)		22	510
59		2	322	Total current liabilities (exclusive of long-term debt due within one year)		288	780
				LONG-TERM DEBT DUE WITHIN ONE YEAR			
				(b) Total issued	(b) Held by or for respondent		
60				(764) Equipment obligations and other debt (pp. 234, 235, 236, and 237)			
				LONG-TERM DEBT DUE AFTER ONE YEAR			
				(b) Total issued	(b) Held by or for respondent		
61				(765) Funded debt unmatured	(pp. 234, 235,		
62				(766) Equipment obligations	236, and		
63				(767) Receivers' and Trustees' securities	237)		
64				(768) Debt in default			
65				(769) Amounts payable to affiliated companies (p. 242)			
66				Total long-term debt due after one year			
				RESERVES			
67				(771) Pension and welfare reserves			
68				(772) Insurance reserves			
69				(773) Equalization reserve			
70				(774) Casualty and other reserves (p. 243)			
71				Total reserves			
				OTHER LIABILITIES AND DEFERRED CREDITS			
72				(781) Interest in default (p. 236)			
73				(782) Other liabilities (p. 243)			
74				(783) Unamortized premium on long-term debt			
75				(784) Other deferred credits (p. 243)			
76				(785) Accrued depreciation—Leased property (p. 226A)			
77				Total other liabilities and deferred credits			
				SHAREHOLDERS' EQUITY			
				<i>Capital stock (Par or stated value)</i>			
				(b) Total issued	(b) Held by or for company		
78		10	000	(791) Capital stock issued—Total	10,000,000		10,000,000
79				Common stock (p. 245)	10,000,000		
80				Preferred stock (p. 245)			
81				(792) Stock liability for conversion (p. 246)			
82				(793) Discount on capital stock			
83		10	000	Total capital stock			10,000,000
				<i>Capital surplus</i>			
84		8	594	(794) Premiums and assessments on capital stock (p. 247)			8,594,869
85				(795) Paid-in surplus (p. 247)			
86		8	594	(796) Other capital surplus (p. 247)			8,594,869
87				Total capital surplus			
				<i>Retained income</i>			
88				(797) Retained income—Appropriated (p. 247)			
89		3	281	(798) Retained income—Unappropriated (p. 302)			3,262,533
90		3	281	Total retained income			3,262,533
91		15	310	Total shareholders' equity			15,330,833
92		16	635	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY			16,622,562

NOTE—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

COMPARATIVE GENERAL BALANCE SHEET—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) the procedure in accounting for pension funds including payments to trustees and recording in the accounts pension costs, indicating whether or not consistent with the prior year, and state the amount, as nearly as practicable, of unfunded past service costs; (2) 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; (3) particulars concerning obligations for stock purchase options granted to officers and employees; and (4) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code. \$ 1,248.

(b) Estimated accumulated net reduction in Federal income taxes because of accelerated depreciation of facilities since December 31, 1953, under provisions of section 167 of the Internal Revenue Code and depreciation deductions resulting from the use of the guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. \$ 127,165

(c) Estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962 compared with the income taxes that would otherwise have been payable without such investment tax credit. \$ 70,063

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
			\$
			\$ <u>None</u>

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	As recorded on books				Amount not recorded
	Amount in dispute	Account Nos.			
		Debit	Credit		
Per diem receivable.....	\$			\$	
Per diem payable.....					
Net amount.....	\$	x x x x x	x x x x x	\$ None	

4. 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

5. 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, 1970. \$ None

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show each item (or the aggregate of a

class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	703	Amounts receivable from others for which bills have not been rendered.		521 825
2				
3		Estimated unreported interline freight and passenger revenue		120 000
4				
5		Other items, each less than \$100,000		4 323
6				
7				
8		Total Account 703		646 158
9				
10	713	Other items, each less than \$100,000		68 341
11				
12		Total Account 713		68 341
13				
14				
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205. INVESTMENTS IN 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 and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR											
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
						Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)
					%	\$			\$			\$			\$		
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13				None													
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (l), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR									DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income			
(j)			(k)			(l)			(m)			(n)			(o)			(p)	(q)			
\$			\$			\$			\$			\$			\$			%	\$			
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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....." In making entries in this column, abbreviations

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	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
					(e)			(f)			(g)			(h)		
	(a)	(b)	(c)	(d)	\$			\$			\$			\$		
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206. OTHER INVESTMENTS—Continued

in common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (j), and (l).

7. In reporting advances, columns (e), (f), (g), (h), (j), and (l) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.				
Total book value			Par value			Book value			Selling price			Rate	Amount credited to income						
(l)			(j)			(k)			(n)			(o)	(p)						
\$			\$			\$			\$			\$			%	\$			
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211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 38 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. 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. 503 to 507, 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 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 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.

Line No.	Account	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)	
	(a)	\$	\$	%	\$	\$	%
1	ROAD						
2	(1) Engineering	451 322	451 772	45			
3	(2 1/2) Other right-of-way expenditures	8 038	8 038	1 10			
4	(3) Grading	6 407 120	6 408 042	02			
5	(5) Tunnels and subways	616 886	616 887	70			
6	(6) Bridges, trestles, and culverts	1 961 019	1 961 762	1 65			
7	(7) Elevated structures						
8	(13) Fences, snowsheds, and signs	34 741	34 741	4 85			
9	(16) Station and office buildings	271 155	271 155	2 15	None		
10	(17) Roadway buildings	65 409	65 409	2 20			
11	(18) Water stations						
12	(19) Fuel stations	7 158	7 158	2 40			
13	(20) Shops and enginehouses	68 973	68 973	2 10			
14	(21) Grain elevators						
15	(22) Storage warehouses						
16	(23) Wharves and docks						
17	(24) Coal and ore wharves						
18	(26) Communication systems	145 738	145 738	2 75			
19	(27) Signals and interlockers	921 287	921 287	2 50			
20	(29) Power plants	9 385	9 385	2 45			
21	(31) Power transmission systems	5 923	5 923	3 75			
22	(37) Miscellaneous structures	50 859	50 859	2 35			
23	(37) Roadway machines	12 563	12 563	6 40			
24	(39) Public improvements—Construction	77 947	77 947	35			
25	(44) Shop machinery	23 401	23 401	1 25			
26	(45) Power-plant machinery	55 905	55 905	2 20			
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	11 194 830	11 196 945	91			
30	EQUIPMENT						
31	(51) Steam locomotives						
32	(52) Other locomotives						
33	(53) Freight-train cars		None				
34	(54) Passenger-train cars						
35	(56) Floating equipment						
36	(57) Work equipment						
37	(58) Miscellaneous equipment						
38	Total equipment						
39	GRAND TOTAL	11 194 830	11 196 945	x x x x			x x x x

Note: Depreciation base for accounts 1, 2 1/2, 3, 5 and 39

includes non-depreciable property.

211D. DEPRECIATION RESERVE--ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation--Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211E for the reserve relating to road and equipment owned but not used by the respondent.) If any

entries are made for "Other credits" or "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."

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

Line No.	Account	Balance at beginning of year		CREDITS TO RESERVE DURING THE YEAR		DEBITS TO RESERVE DURING THE YEAR		Balance at close of year	
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f)		
	(a)	(b)		(c)	(d)	(e)	(f)	(g)	
1	ROAD								
2	(1) Engineering	40 023		339				40 360	
3	(2) Other right-of-way expenditures	1 736		15				1 751	
4	(3) Grading	32 471		214				32 685	
5	(5) Tunnels and subways	107 174		720				107 894	
6	(6) Bridges, trestles, and culverts	746 161		5 393				751 554	
7	(7) Elevated structures								
8	(13) Fences, snow sheds, and signs	10 017		281				10 298	
9	(16) Station and office buildings	894		971				1 865	
10	(17) Roadway buildings			240				240	
11	(18) Water stations								
12	(19) Fuel stations			22				22	
13	(20) Shops and enginehouses			241				241	
14	(21) Grain elevators								
15	(22) Storage warehouses								
16	(23) Wharves and docks								
17	(24) Coal and ore wharves								
18	(26) Communication systems	75 477		668				76 145	
19	(27) Signals and interlockers	333 176		839				334 015	
20	(29) Power plants	8 257		38				8 295	
21	(31) Power-transmission systems	6 357		37				6 394	
22	(35) Miscellaneous structures	29 637		199				29 836	
23	(37) Roadway machines	17 346		134				17 480	
24	(39) Public improvements--Construction	6 411		43				6 454	
25	(44) Shop Machinery *	4 509		49				4 558	
26	(45) Power-plant machinery *	20 840		205				21 045	
27	All other road accounts								
28	Amortization (other than defense projects)								
29	Total road	1 594 563		13 657				1 608 220	
30	EQUIPMENT								
31	(51) Steam locomotives								
32	(52) Other locomotives								
33	(53) Freight-train cars								
34	(54) Passenger-train cars								
35	(56) Floating equipment								
36	(57) Work equipment				None				
37	(58) Miscellaneous equipment								
38	Total equipment								
39	GRAND TOTAL	1 594 563		13 657				1 608 220	

*Chargeable to account 305.

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be

combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	741	Other items, each less than \$100,000		409
2				
3		Total Account 741		409
4				
5	743	Other items, each less than \$100,000		13 765
6				
7		Total Account 743		13 765
8				
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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 234, 235, 236, AND 237

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (b₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 237, give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies, Issue of 1962.

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 236 and 237, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			IS OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1												
2												
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21	None											
22												
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56												
GRAND TOTAL									XXXX	XXXX	XXXX	XXXX

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND—						AMOUNT REACQUIRED AND—						TOTAL AMOUNT ACTUALLY OUTSTANDING									Line No.						
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")			Canceled			Total amount actually issued			Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")			Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")			Unmatured (accounts 765, 766, and 767)			Unmatured (account 764)				Matured and no provision made for payment (account 768)					
(m)	(n)			(o)			(p)			(q)			(r)			(s)			(t)			(u)						
\$				\$			\$			\$			\$			\$			\$			\$			\$			
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None

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 234)	AMOUNT OF INTEREST ACCRUED DURING YEAR						Amount of interest paid during year			Total amount of interest in default		
		Charged to income			Charged to investment accounts								
		(v)			(w)			(x)			(y)		
	(a)	\$			\$			\$			\$		
1													
2													
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56	GRAND TOTAL												

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED DURING YEAR										SECURITIES REACQUIRED DURING YEAR						Line No.
Purpose of the issue and authority (z)	Par value (aa)			Net proceeds received for issue (cash or its equivalent) (bb)			Expense of issuing securities (cc)			AMOUNT REACQUIRED						
										Par value (dd)			Purchase price (ee)			
	\$			\$			\$			\$			\$			
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219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price at which the equipment is acquired, and in column (d) the amount of cash paid upon acceptance of the equipment.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)			Cash paid on acceptance of equipment (d)		
			\$			\$		
1								
2								
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16		None						
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220. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 218, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal rate of interest shown in columns (a), (v), and (d), respectively, in schedule 218, for each security of the kind indicated. List the names of such securities in the same order as in schedule 218.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

4. In column (e) show the amount of interest charged to the income account for the year.

5. In column (f) show the difference between columns (d) and (e).

6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.

7. In column (k) enter the maximum accumulation of unpaid interest as provided for in the bonds.

8. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus the earned interest unpaid at the close of the year.

9. In the second section of this schedule show the particulars of the several items on the same line and in the same order as in the first section.

Line No.	Name of issue (from schedule 218)	Amount actually outstanding (from schedule 218)	Nominal rate of interest (from schedule 218)	AMOUNT OF INTEREST					
				Maximum amount payable, if earned			Amount actually payable under contingent interest provisions, charged to income for the year		
				(d)			(e)		
	(a)	(b)	(c)	\$			\$		
1									
2									
3									
4									
5	None								
6									
7									
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AMOUNT OF INTEREST—Concluded

Line No.	DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE						TOTAL PAID WITHIN YEAR									Maximum period or percentage, for which cumulative, if any (k)	Total accumulated un-earned interest plus earned interest unpaid at the close of year (l)	
	Current year (f)			All years to date (g)			On account of current year (h)			On account of prior years (i)			Total (j)					
	\$			\$			\$			\$			\$					
1																		
2																		
3																		
4																		
5				None														
6																		
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222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and (f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.

Line No.	Name of creditor company (a)	Rate of interest (b)		Balance at beginning of year (c)			Balance at close of year (d)			Interest accrued during year (e)			Interest paid during year (f)		
		%	\$				\$			\$			\$		
1															
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6						None									
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			TOTAL												

NOTES AND REMARKS

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. 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. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	759	Vacation pay payable within one year		105,166
2		Other items, each less than \$100,000		82,491
3				
4		Total Account 759		187,657
5				
6	763	Other items, each less than \$100,000		22,500
7				
8		Total Account 763		22,500
9				
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224. FEDERAL INCOME AND OTHER TAXES ACCRUED

Give the particulars called for with respect to the balances at close of year in accounts Nos. 760, "Federal income taxes accrued" and 761, "Other taxes accrued."

Line No.	Kind of tax (a)	Previous years (b)			Current year (c)			Balance at close of year (d)		
		\$			\$			\$		
1	Federal income taxes (532 or other accounts).....									
2	Federal excess profits taxes (532 or other accounts).....									
3	TOTAL (account 760).....		None			None			None	
4	Railway property State and local taxes (532).....					(50 922)		(50 922)		
5	Old-age retirement (532).....					11 813		11 813		
6	Unemployment insurance (532).....					5 326		5 326		
7	Miscellaneous operating property (535).....									
8	Miscellaneous tax accruals (544).....									
9	All other taxes.....									
10	TOTAL (account 761).....					(32 778)		(32 778)		

NOTES AND REMARKS

225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits," at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
1	774	Other items, each less than \$100,000	\$	113
2				
3		Total Account 774		113
4				
5	784	Other items, each less than \$100,000		
6				
7		Total Account 784		
8				
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233. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities, at the close of the year, in accordance with Instruction 6—6 in the Uniform System of Accounts for Railroad Companies, Issue of 1962, that are not reflected in the accounts of the respondent and the value of the item amounts 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 possi-

ble 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.

Line No.	Item (a)	Amount (b)		
		\$		
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300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
	ORDINARY ITEMS	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
	OPERATING INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
	RAILWAY OPERATING INCOME									
1	(501) Railway operating revenues (p. 303)		753	658	4	579	884			
2	(531) Railway operating expenses (p. 310)		531	390	3	300	447			
3	Net revenue from railway operations		222	308	1	279	437			
4	(532) Railway tax accruals (p. 317)		63	616		372	544			
5	Railway operating income		158	692		906	893		None	
6	RENT INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
7	(503) Hire of freight cars—Credit balance (p. 319)									
8	(504) Rent from locomotives (p. 320)									
9	(505) Rent from passenger-train cars (p. 320)									
10	(506) Rent from floating equipment									
11	(507) Rent from work equipment									
12	(508) Joint facility rent income		37	723		215	774			
13	Total rent income		37	723		215	774		None	
14	RENTS PAYABLE	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
15	(536) Hire of freight cars—Debit balance (p. 319)		67	710		324	395			
16	(537) Rent for locomotives (p. 320)		88	070		720	242			
17	(538) Rent for passenger-train cars (p. 320)		2	924		16	712			
18	(539) Rent for floating equipment		1	973		28	304			
19	(540) Rent for work equipment		15	172		82	062			
20	(541) Joint facility rents		175	849	1	171	997			
21	Total rents payable		(138)	(126)	(	957	(223)			
22	Net rents (lines 15, 23)		20	565	(	49	(330)		None	
23	Net railway operating income (lines 7, 24)									
24	OTHER INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
25	(502) Revenues from miscellaneous operations (p. 231)									
26	(509) Income from lease of road and equipment (p. 318)									
27	(510) Miscellaneous rent income (p. 318)		1	484		12	362			
28	(511) Income from nonoperating property (p. 231)			25			636			
29	(512) Separately operated properties—Profit (p. 319)									
30	(513) Dividend income									
31	(514) Interest income					5	580			
32	(516) Income from sinking and other reserve funds									
33	(517) Release of premiums on funded debt									
34	(518) Contributions from other companies									
35	(519) Miscellaneous income (p. 323)			5		12	534			
36	Total other income		1	514		31	112			
37	Total income (lines 25, 38)		22	079	(	18	(218)		None	
38	MISCELLANEOUS DEDUCTIONS FROM INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
39	(534) Expenses of miscellaneous operations (p. 231)									
40	(535) Taxes on miscellaneous operating property (p. 231)									
41	(543) Miscellaneous rents (p. 322)									
42	(544) Miscellaneous tax accruals (p. 231)			78			429			
43	(545) Separately operated properties—Loss (p. 319)									
44	(549) Maintenance of investment organization									
45	(550) Income transferred to other companies									
46	(551) Miscellaneous income charges (p. 323)			36			531			
47	Total miscellaneous deductions			114			940			
48	Income available for fixed charges (lines 39, 49)		21	965	(	19	(158)		None	

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's Rules Governing the Separation of Railway Operat-

ing Expenses, Taxes, Equipment Rents and Joint Facility Rents, effective January 1, 1953. (See Notes A and B.)

4. Any unusual accruals involving substantial amounts included in column (b) on lines 9 to 25, inclusive, should be fully explained in a footnote.

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

RAIL-LINE, INCLUDING WATER TRANSFERS																					Line No.
Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			
\$			\$			\$			\$			\$			\$			\$			
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	
X X	153 698		X X	X X	X X	X X	753 698		X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	
	531 390		X X	X X	X X		531 390					X X	X X	X X							
X X	X X	X X	X X	X X	X X		222 308		X X	X X	X X	X X	X X	X X							
	61 616						61 616														
X X	X X	X X	X X	X X	X X		158 692		X X	X X	X X	X X	X X	X X							
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	
													None			None			None		
	37 723						37 723														
X X	X X	X X	X X	X X	X X		37 723		X X	X X	X X	X X	X X	X X							
X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	X X	
	67 710						67 710														
	88 070						88 070														
	2 924						2 924														
	1 973						1 973														
	15 172						15 172														
X X	X X	X X	X X	X X	X X		175 849		X X	X X	X X	X X	X X	X X							
X X	X X	X X	X X	X X	X X		(138 126)		X X	X X	X X	X X	X X	X X							
X X	X X	X X	X X	X X	X X		20 565		X X	X X	X X	X X	X X	X X							

If this report is made for a system, list hereunder the names of all companies included in the system returns:

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
51	FIXED CHARGES	x x	x x	x x	x x	x x	x x	x x	x x	x x
52	(542) Rent for leased roads and equipment (p. 321).....									
53	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
54	(a) Fixed interest not in default.....									
55	(b) Interest in default.....									
56	(547) Interest on unfunded debt.....									
57	(548) Amortization of discount on funded debt.....									
58	Total fixed charges.....			None			None			
59	Income after fixed charges (lines 50, 58).....			21 965			(19 158)			None
60	OTHER DEDUCTIONS	x x	x x	x x	x x	x x	x x	x x	x x	x x
61	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
62	(c) Contingent interest.....									
63	Ordinary income (lines 59, 62).....			21 965			(19 158)			None
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS	x x	x x	x x	x x	x x	x x	x x	x x	x x
65	(570) Extraordinary items (net), (p. 323).....									
66	(580) Prior period items (net), (p. 323).....									
67	(590) Federal income taxes on extraordinary and prior period items (p. 323)									
68	Total extraordinary and prior period items.....									
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68).....			21 965			(19 158)			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 323.

305. RETAINED INCOME—UNAPPROPRIATED

1. Show hereunder the items of the Retained Income 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.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 301A) -----	\$			
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$ None
3	(622) Appropriations released -----				
4	Total -----				
	DEBITS				
5	(612) Debit balance transferred from Income (p. 301A) -----		21	965	
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$ None
7	(620) Appropriations for sinking and other reserve funds -----				
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 302) -----				
10	Total -----		21	965	
11	Net increase during year* -----		21	965	
12	Balance at beginning of year (p. 201)* -----	(3	284	496	
13	Balance at end of year (carried to p. 201)* -----	(3	262	533	

* Amount in parentheses indicates debit balance.

Note.—See p. 323, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.

2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

replenishing the treasury of the respondent after payment of any dividend, give full particulars in a footnote. If any class of stock received a return not reportable in this schedule, state the particulars of the case in a footnote.

3. The sum of the dividends stated in column (e) should equal the amount shown in schedule No. 305.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)			DATES	
		Regular (b)	Extra (c)					Declared (f)	Payable (g)
				\$	\$				
41									
42									
43									
44									
45									
46									
47	None								
48									
49									
50									
51									
52									
53									
				TOTAL					

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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 should be stated to the nearest hundredth of a 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 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 rests 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.

411. MILEAGE OPERATED AT CLOSE OF YEAR
(For other than switching and terminal companies)

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, and turn-outs			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100	M				(a) 3 81		16 94	20 75
2	1	100	M	128 03			16 34	10 83	5 11	160 31
3		Total Class 1		128 03			20 15	10 83	22 05	18 06
4	1J	1/2	M							
5		Total Class 1J							3 01	3 01
6									3 01	3 01
7		Total Class 1 & 1J	M	128 03			20 15	10 83	25 06	184 07
8										
9	5	None	M	24 00			3 27	3 22		30 59
10		Total Class 5		24 00			3 27	3 22		30 59
11										
12										
13										
14										
15										
16										
17										
18		(a) Owned by O.T. Ry.	Operated by S.P. & S. Ry. Co. for both companies							
19										
20										
21										
22										
23										
24										
25										
26										
27										
28										
29										
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								
56		TOTAL BRANCH LINES		152 03			23 42	14 15	25 06	214 66
57		GRAND TOTAL		152 03			23 42	14 15	25 06	214 66
58		Miles of road or track electrified (included in preceding grand total)								

R-1 1970 SPOKANE, PORTLAND AND SEATTLE RAILWAY 4 of 6
COMPANY

411-A. 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 (A) 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	L	O.T. Ry. and U.P.R.R.	M					0	13			0	13
2													
3													
4													
5													
6													
7													
8													
9													
10													
11		TOTAL		None	None	None	None	0	13	None		0	13

Note: Above track was built and is owned 1/2 by Oregon Trunk Railway and 1/2 by Union Pacific Railroad but is operated by the City of Prineville Ry. under contract dated April 3, 1940.

412. 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 should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT								LINE OWNED, NOT OPERATED BY RESPONDENT				New line constructed during year (k)
		LINE OWNED		Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)				
		Main line (b)	Branch lines (c)											
1	Washington	0	67					0	67					
2	Oregon	127	36 *					24	00 **	151	36			
3														
4														
5														
6														
7														
8														
9														
10														
11														
12														
13														
14														
15														
16	TOTAL MILEAGE (single track)	128	03					24	00	151	03			

Notes:

* Union Pacific Railroad has right to operate jointly with O.T. Ry. 126.97 miles of O.T. Ry. Main line in Oregon as follows: O.T. Junction to Davidson (North Junction) = 73.93 miles; Davidson (North Junction) to South Junction = 10.41 miles; Metolius to Bend = 42.63 miles.

** O.T. Ry. has right to operate jointly with Union Pacific R.R. 24.00 Miles of U.P. R.R. Main Line, South Junction to Metolius.

VERIFICATION

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

OATH

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

State of Oregon
County of Multnomah

L. F. Lawson
(Insert here the name of the affiant)

makes oath and says that he is

Comptroller
(Insert here the official title of the affiant)

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

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

January 1, 1970, to and including February 28, 19 70

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 24th day of July, 19 70

My commission expires March 4, 1973

Use an
L. S.
impression seal

(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Oregon
County of Multnomah

N. S. Westergard
(Insert here the name of the affiant)

makes oath and says that he is

Vice President and General Manager
(Insert here the official title of the affiant)

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

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including January 1, 19 70, to and including February 28, 19 70

(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 24th day of July, 19 70

My commission expires March 4, 1973

Use an
L. S.
impression seal

(Signature of officer authorized to administer oaths)

Selected Schedules

Oregon Electric Railway Company

for the Period

January 1 through February 28, 1970

101. 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 or 5 on this page have taken place during the year covered by this report, they should be explained in detail on page 530.

1. Give in full the exact name of the respondent. Use the words "The" and "Company" only when they are parts of the corporate name. Be careful to distinguish between *railroad* and *railway*. The corporate name should be given uniformly throughout the report, notably on the cover, on the title page, and in the "Verification" (p. 533). 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. Give specific reference to laws of each State or Territory under which organized, citing chapter and section. Include all grants of corporate powers by the United States, or by Canada or other foreign country; also, all amendments to charter.

4. Give specific reference to special or general laws under which each consolidation or merger or combination of other form was effected, citing chapter and section. Specify Government, State, or Territory under the laws of which each company consolidated or merged or otherwise combined into the present company was organized; give reference to the charters of each and to all amendments of them.

5. 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 Oregon Electric Railway Company

2. Date of incorporation May 15, 1906

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

General Laws - State of Oregon

Title XXXIX - Oregon Laws

Chapter III - Section 6855 - 6905

Not in Bankruptcy

4. If the respondent was formed as the result of a consolidation or merger during the year, name all constituent and all merged companies

Not applicable

5. If respondent was reorganized during the year, give name of original corporation and state the occasion for the reorganization

Not applicable

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown in response to inquiry No. 1, above; if so, give full particulars

No

7. Class of switching and terminal company
[See section No. 7 on inside of front cover]

Not applicable

1. Give particulars of the various directors and officers of the respondent at the close of the year.

2. State in column (e) of schedule No. 102 and column (d) of schedule No. 103, the number of voting shares of the respondent, other than directors' qualifying shares, that were beneficially owned, directly or indirectly, by each director or principal general officer at the close of the year. This includes shares owned of record, shares owned through holding companies, trusts or other mediums, and shares owned but held in the names of brokers or other nominees. Insert the word "None" where applicable.

3. In schedule No. 103 give the title, name, and address of the principal general officers having system jurisdiction by departments, as follows: Executive, Legal, Fiscal and Accounting, Purchasing, Operating, and Traffic. If there are receivers, trustees, or committees, who are recognized as in the controlling management of the road or of some department of it, give also their names and titles, and the location of their offices, separately grouped and identified.

4. If the duties of an officer extend to more than one department, or if his duties are not in accordance with the customary acceptance of his given title, state briefly the facts in a footnote.

102. DIRECTORS

Line No.	Name of director (a)	Office address (b)	Date of beginning of term (c)	Date of expiration of term (d)	Number of voting shares actually or beneficially owned (e)	Remarks (f)
1	Louis W. Menk	St. Paul, Minnesota	12-12-69	12-10-70	None	
2	John M. Budd	" " "	"	"	"	
3	Clark A. Eckart	Seattle, Washington	"	"	"	
4	Roger J. Crosby	" " "	"	"	"	
5	N. S. Westergard	Portland, Oregon	"	"	"	
6						
7						
8						
9						
10						
11						
12						
13						
14						
15						
16						
17						
18						
19						
20						

Directors

21. Give the names and titles of all officers of the Board of ~~Directors~~ in control of the respondent at the close of the year:

Chairman of board None

Secretary (or clerk) of board None

Directors

22. Name the members of the executive committee of the Board of ~~Directors~~ of the respondent at the close of the year (naming first the chairman), and state briefly the powers and duties of that committee:

None

103. PRINCIPAL GENERAL OFFICERS OF CORPORATION, RECEIVER, OR TRUSTEE

Line No.	Title of general officer (a)	Department or departments over which jurisdiction is exercised (b)	Name of person holding office at close of year (c)	Number of voting shares actually or beneficially owned (d)	Office address (e)
GENERAL OFFICERS OF CORPORATION					
31	President *	Executive	John M. Budd	None	St. Paul, Minnesota
32	Vice President *	"	Louis W. Menk	"	" " "
33	" "	"	N. S. Westergard	"	Portland, Oregon
34	Secretary	"	H. F. Moy	"	" " "
35	Asst. Secretary	"	R. M. O'Kelly	"	St. Paul, Minnesota
36	" "	"	F. A. Deming	"	" " "
37	General Counsel	Law	H. L. Biggs	"	Portland, Oregon
38	Treasurer	Fiscal	J. H. Earlenbaugh	"	" " "
39	Comptroller	Accounting	L. F. Lawson	"	" " "
40	Purchasing Agent	Purchasing	W. T. Cowan	"	" " "
41	General Manager	Operating	N. S. Westergard	"	" " "
42	Superintendent	"	F. S. Barlow, Jr.	"	" " "
43	Gen'l Mech. Supt.	"	L. Z. Daniels	"	Vancouver, Washington
44	Traffic Manager	Traffic	R. A. Lawrence	"	Portland, Oregon
45					
46					
47					
48					
49					
50	* The following changes of officers became effective January 1, 1970				
51					
52	President	John M. Budd			
53	Vice President	Louis W. Menk			
54					

108. CORPORATE CONTROL OVER RESPONDENT *

1. Did any corporation or corporations, transportation or other, hold control over the respondent at the close of the year? Yes

If control was so held, state: (a) The form of control, whether sole or joint Sole

(b) The name of the controlling corporation or corporations Spokane, Portland and Seattle Railway Company

(c) The manner in which control was established Ownership of Stock

(d) The extent of control 100% of Capital Stock Issued

(e) Whether control was direct or indirect Direct

(f) The name of the intermediary through which control, if indirect, was established None

2. Did any individual, association, or corporation hold control, as trustee, over the respondent at the close of the year? No

If control was so held, state: (a) The name of the trustee

(b) The name of the beneficiary or beneficiaries for whom the trust was maintained None

(c) The purpose of the trust None

108A. STOCKHOLDERS REPORTS

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

Check appropriate box:

☐ Two copies are attached to this report.

☐ Two copies will be submitted _____ (date)

☒ No annual report to stockholders is prepared.

109. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common, \$100 per share; ~~first~~ preferred, \$100 per share; ~~second preferred~~, \$100 per share; debenture stock, \$ per share.
2. State whether or not each share of stock has the right to one vote; if not, give full particulars in a footnote Yes
3. Are voting rights proportional to holdings? Yes If not, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stock? No If so, name in a footnote each security, other than stock, to which voting rights are attached (as of the close of the year), and state in detail the relation between holdings and corresponding voting rights, stating whether voting rights are actual or contingent, and if contingent showing the contingency.
5. Has any class or issue of securities any special privileges in the election of directors, trustees, or managers, or in the determination of corporate action by any method? No If so, describe fully in a footnote each such class or issue and give a succinct statement showing clearly the character and extent of such privileges.
6. Give the date of the latest closing of the stock book prior to the actual filing of this report, and state the purpose of such closing December 11, 1969 Annual Meeting of Stockholders
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. 25,300 votes, as of December 11, 1969 (Date)
8. State the total number of stockholders of record, as of the date shown in answer to inquiry No. 7. One 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 on page 202, 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				Other securities with voting power
				Common	Preferred	Deferred		
	(a)	(b)	(c)	(d)	(e)	(f)		(g)
1	Spokane, Portland and							
2	Seattle Railway Company	Portland, Oregon	25,300	19,500	2,000	3,800		
3								
4								
5								
6								
7								
8								
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30								

10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent. 24,545 votes cast.
11. Give the date of such meeting December 11, 1969
12. Give the place of such meeting Seattle, Washington

110. 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 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.

Line No.	Names of all parties principally and primarily liable (a)	Finance Docket number, title, maturity date and concise description of agreement or obligation (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)
1				
2				
3				
4				
5				
6	None			
7				
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2. If any corporation or other association was under obligation as guarantor or surety for the performance by the respondent of any agreement or obligation, show for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year, the particulars called for hereunder.

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

Line No.	Finance Docket number, title, maturity date and concise description of agreement or obligation (a)	Names of all guarantors and sureties (b)	Amount of contingent liability of guarantors (c)	Sole or joint contingent liability (d)
41				
42				
43	None			
44				
45				
46				
47				
48				
49				
50				
51				

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the account-

ing requirements followed in column (c). The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)			Account or item (b)	Balance at close of year (c)		
				CURRENT ASSETS			
1	\$	215	178	(701) Cash	\$	138	753
2				(702) Temporary cash investments (p. 203)			
3				(703) Special deposits (p. 203)			
4				(704) Loans and notes receivable (p. 203)			
5				(705) Traffic and car-service balances—Debit			
6		17	471	(706) Net balance receivable from agents and conductors		296	658
7		21	634	(707) Miscellaneous accounts receivable		35	670
8				(708) Interest and dividends receivable			
9		494	738	(709) Accrued accounts receivable (p. 203)		511	614
10				(710) Working fund advances			
11			484	(711) Prepayments			336
12		96	668	(712) Material and supplies		86	469
13		26	725	(713) Other current assets (p. 203)		14	619
14	1	030	898	Total current assets	1	084	119
				SPECIAL FUNDS			
				(b ₁) Total book assets at close of year	(b ₂) Respondent's own issues included in (b ₁)		
15				(715) Sinking funds (pp. 206 and 207)			
16				(716) Capital and other reserve funds (pp. 206 and 207)			
17				(717) Insurance and other funds (pp. 206 and 207)			
18				Total special funds			
				INVESTMENTS			
19				(721) Investments in affiliated companies (pp. 210, 211, 212 and 213)			
20				(722) Other investments (pp. 214, 215, 216 and 217)			
21				(723) Reserve for adjustment of investment in securities—Credit			
22				Total investments (accounts 721, 722 and 723)			
				PROPERTIES			
23	13	877	596	(731) Road and equipment property (pp. 220, 221 and 222)	13	872	734
24	x	x	x	Road	\$	13	196
25	x	x	x	Equipment			518
26	x	x	x	General expenditures		676	216
27	x	x	x	Other elements of investment			
28	x	x	x	Construction work in progress			
29				(732) Improvements on leased property (pp. 220, 221 and 222)			
30	x	x	x	Road	\$		
31	x	x	x	Equipment			
32	x	x	x	General expenditures			
33	13	877	596	Total transportation property (accounts 731 and 732)	13	872	734
34	(1	405	382)	(735) Accrued depreciation—Road and Equipment (pp. 226 and 226B)	(1	409	913)
35	(	247	845)	(736) Amortization of defense projects—Road and Equipment (p. 227)	(	247	845)
36	(1	653	227)	Recorded depreciation and amortization (accounts 735 and 736)	(1	657	758)
37	12	224	369	Total transportation property less recorded depreciation and amortization (line 33 less line 36)	12	214	976
38		614	793	(737) Miscellaneous physical property (pp. 230B and 231)		614	793
39				(738) Accrued depreciation—Miscellaneous physical property (pp. 230B and 231)			
40		614	793	Miscellaneous physical property less recorded depreciation (account 737 less 738)		614	793
41	12	839	162	Total properties less recorded depreciation and amortization (line 37 plus line 40)	12	829	769
				OTHER ASSETS AND DEFERRED CHARGES			
42		1	775	(741) Other assets (p. 232)		1	580
43				(742) Unamortized discount on long-term debt			
44		50	805	(743) Other deferred charges (p. 232)		42	207
45		52	580	Total other assets and deferred charges		43	787
46	13	922	640	TOTAL ASSETS	13	957	675

NOTE—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the accounting requirements followed

in column (c). The entries in short column (b) should reflect total book liability at close of year. The entries in the short column (b) should be deducted from those in column (b) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)		Account or item (b)	Balance at close of year (c)	
CURRENT LIABILITIES					
47	\$		(751) Loans and notes payable (p. 242A)	\$	
48	172	278	(752) Traffic and car-service balances—Credit	269	805
49	135	534	(753) Audited accounts and wages payable	116	582
50	447	586	(754) Miscellaneous accounts payable	110	223
51			(755) Interest matured unpaid		
52			(756) Dividends matured unpaid		
53			(757) Unmatured interest accrued		
54			(758) Unmatured dividends declared		
55	313	405	(759) Accrued accounts payable (p. 242A)	322	101
56			(760) Federal income taxes accrued (p. 242B)		
57	(	81 052)	(761) Other taxes accrued (p. 242B)	(	50 179
58	444	985	(763) Other current liabilities (p. 242A)	694	107
59	1	432 736	Total current liabilities (exclusive of long-term debt due within one year)	1	462 639
LONG-TERM DEBT DUE WITHIN ONE YEAR					
60			(764) Equipment obligations and other debt (pp. 234, 235, 236, and 237)		
LONG-TERM DEBT DUE AFTER ONE YEAR					
61			(765) Funded debt unmatured		
62			(766) Equipment obligations		
63			(767) Receivers' and Trustees' securities		
64			(768) Debt in default		
65	100	000	(769) Amounts payable to affiliated companies (p. 242)	100	000
66	100	000	Total long-term debt due after one year	100	000
RESERVES					
67			(771) Pension and welfare reserves		
68			(772) Insurance reserves		
69			(773) Equalization reserves		
70	23	263	(774) Casualty and other reserves (p. 243)	23	263
71	23	263	Total reserves	23	263
OTHER LIABILITIES AND DEFERRED CREDITS					
72			(781) Interest in default (p. 236)		
73			(782) Other liabilities (p. 243)		
74			(783) Unamortized premium on long-term debt		
75			(784) Other deferred credits (p. 243)		182
76			(785) Accrued depreciation—Leased property (p. 226A)		
77			Total other liabilities and deferred credits		182
SHAREHOLDERS' EQUITY					
Capital stock (Par or stated value)					
78	2	530 000	(791) Capital stock issued—Total	2	530 000
79			Common stock (p. 245)	1,950,000	
80			Preferred stock (p. 245)	200,000	
81			Deferred Stock (p. 245)	380,000	
82			(792) Stock liability for conversion (p. 246)		
83	2	530 000	(793) Discount on capital stock		
			Total capital stock	2	530 000
Capital surplus					
84	17	805 769	(794) Premiums and assessments on capital stock (p. 247)	17	805 769
85			(795) Paid-in surplus (p. 247)		
86	17	805 769	(796) Other capital surplus (p. 247)	17	805 769
87			Total capital surplus		
Retained income					
88			(797) Retained income—Appropriated (p. 247)		
89	(	7 969 128)	(798) Retained income—Unappropriated (p. 302)	(	7 969 178
90	(	7 969 128)	Total retained income	(	7 969 178
91	12	366 641	Total shareholders' equity	12	371 591
92	13	922 640	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	13	957 675

NOTE—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

COMPARATIVE GENERAL BALANCE SHEET—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) the procedure in accounting for pension funds including payments to trustees and recording in the accounts pension costs, indicating whether or not consistent with the prior year, and state the amount, as nearly as practicable, of unfunded past service costs; (2) 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; (3) particulars concerning obligations for stock purchase options granted to officers and employees; and (4) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code \$35,395

(b) Estimated accumulated net reduction in Federal income taxes because of accelerated depreciation of facilities since December 31, 1953, under provisions of section 167 of the Internal Revenue Code and depreciation deductions resulting from the use of the guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation \$101,625

(c) Estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962 compared with the income taxes that would otherwise have been payable without such investment tax credit \$ 58,487

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
			\$
			\$ None

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	As recorded on books				Amount not recorded
	Amount in dispute	Account Nos.			
		Debit	Credit		
Per diem receivable.....	\$ _____	_____	_____	\$ _____	
Per diem payable.....	_____	_____	_____	_____	
Net amount.....	\$ _____	x x x x x x	x x x x x x	\$ None	

4. 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

5. 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, 1970 \$ None

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositories for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show each item (or the aggregate of a

class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
1			\$	
2	709	Estimated unreported interline freight and passenger revenue	510	000
3		Other items, each less than \$100,000	1	614
4				
5		Total Account 709	511	614
6				
7	713	Other items, each less than \$100,000	14	619
8				
9		Total Account 713	14	619
10				
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205. INVESTMENTS IN 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 and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR											
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
						Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)	(m)	(n)	(o)	(p)	(q)	(r)
				%	\$				\$			\$			\$		
1																	
2																	
3																	
4																	
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9				None													
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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....." In making entries in this column, abbreviations

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	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
					(e)			(f)			(g)			(h)		
	(a)	(b)	(c)	(d)	\$			\$			\$			\$		
1																
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9				None												
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206. OTHER INVESTMENTS—Continued

in common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (j), and (l).

7. In reporting advances, columns (e), (f), (g), (h), (j), and (l) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR									DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income			
(l)			(j)			(k)			(l)			(m)			(n)			(o)	(p)			
\$			\$			\$			\$			\$			\$			%	\$			
																						1
																						2
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211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 38 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. 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. 503 to 507, 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 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 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.

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)	
		\$	\$	%	\$	\$	%
1	ROAD						
2	(1) Engineering	322 271	321 271	40			
3	(2) Other right-of-way expenditures	32 773	32 773	65			
4	(3) Grading	2 314 825	2 314 825	05			
5	(5) Tunnels and subways						
6	(6) Bridges, trestles, and culverts	3 144 126	3 141 875	1 65			
7	(7) Elevated structures						
8	(13) Fences, snowsheds, and signs	60 453	60 453	4 85			
9	(16) Station and office buildings	327 306	327 306	2 15			
10	(17) Roadway buildings	81 444	81 444	2 45			
11	(18) Water stations						
12	(19) Fuel stations	4 522	4 522	2 50			
13	(20) Shops and enginehouses	50 345	50 345	2 45			
14	(21) Grain elevators						
15	(22) Storage warehouses						
16	(23) Wharves and docks	2 439	2 439	5 00			
17	(24) Coal and ore wharves						
18	(26) Communication systems	200 252	200 252	2 95			
19	(27) Signals and interlockers	85 539	85 539	3 00			
20	(29) Power plants						
21	(31) Power transmission systems	1 787	1 787	3 35			
22	(35) Miscellaneous structures	506	506	2 35			
23	(37) Roadway machines	14 851	14 851	8 00			
24	(39) Public improvements—Construction	428 785	428 785	1 75			
25	(44) Shop machinery	13 647	13 647	2 20			
26	(45) Power-plant machinery						
27	All other road accounts						
28	Amortization (other than defense projects)						
29	Total road	7 084 871	7 082 620	1 91		None	
30	EQUIPMENT						
31	(51) Steam locomotives						
32	(52) Other locomotives						
33	(53) Freight-train cars						
34	(54) Passenger-train cars						
35	(56) Floating equipment						
36	(57) Work equipment						
37	(58) Miscellaneous equipment						
38	Total equipment						
39	GRAND TOTAL	7 084 871	7 082 620	x x x x		None	x x x x

Note: Depreciation base for accounts 1, 2 1/2, 3, 5, and 39 includes non-depreciable property.

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211E for the reserve relating to road and equipment owned but not used by the respondent.) If any

entries are made for "Other credits" or "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."

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

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)				Retirements (e)				Other debits (f)		
		\$			\$				\$				\$		
1	ROAD														
2	(1) Engineering	32	646		214									32	860
3	(24) Other right-of-way expenditures	5	282		35									6	017
4	(3) Grading	104	668		193									104	861
5	(5) Tunnels and subways														
6	(6) Bridges, trestles, and culverts	730	415		8	643						4	992	734	066
7	(7) Elevated structures														
8	(13) Fences, snow sheds, and signs	60	113											60	113
9	(16) Station and office buildings	86	047		1	173								87	220
10	(17) Roadway buildings	18	406		332									18	738
11	(18) Water stations														
12	(19) Fuel stations	2	503		19									2	522
13	(20) Shops and enginehouses	23	185		206									23	391
14	(21) Grain elevators														
15	(22) Storage warehouses														
16	(23) Wharves and docks	2	439											2	439
17	(24) Coal and ore wharves														
18	(26) Communication systems	131	794		985									132	779
19	(27) Signals and interlockers	35	630		428				4	017				32	041
20	(29) Power plants														
21	(31) Power-transmission systems		897		10										907
22	(35) Miscellaneous structures		207		2										209
23	(37) Roadway machines	12	609											12	609
24	(39) Public improvements—Construction	149	894		1	251								151	145
25	(44) Shop Machinery *	7	946		50									7	996
26	(45) Power-plant machinery *														
27	All other road accounts														
28	Amortization (other than defense projects)	1	405	381	13	541			4	017		4	992	1	409
29	Total road														
30	EQUIPMENT														
31	(51) Steam locomotives														
32	(52) Other locomotives														
33	(53) Freight-train cars														
34	(54) Passenger-train cars														
35	(56) Floating equipment														
36	(57) Work equipment														
37	(58) Miscellaneous equipment														
38	Total equipment														
39	GRAND TOTAL	1	405	381	13	541			4	017		4	992	1	409

*Chargeable to account 305.

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be

combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1				
2	741	Other items each less than \$100,000	1	580
3				
4		Total Account 741	1	580
5				
6				
7	743	Other items each less than \$100,000	42	207
8				
9		Total Account 743	42	207
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200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the accounting requirements followed

in column (c). The entries in short column (b₁) should reflect total book liability at close of year. The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)			Account or item (b)	Balance at close of year (c)		
				CURRENT LIABILITIES			
47	\$			(751) Loans and notes payable (p. 242A)	\$		
48		172	278	(752) Traffic and car-service balances—Credit		269	805
49		135	534	(753) Audited accounts and wages payable		116	582
50		447	586	(754) Miscellaneous accounts payable		110	223
51				(755) Interest matured unpaid			
52				(756) Dividends matured unpaid			
53				(757) Unmatured interest accrued			
54				(758) Unmatured dividends declared			
55		313	405	(759) Accrued accounts payable (p. 242A)		322	401
56				(760) Federal income taxes accrued (p. 242B)			
57	(	81	052)	(761) Other taxes accrued (p. 242B)	(	50	179)
58		444	985	(763) Other current liabilities (p. 242A)		694	107
59	1	432	736	Total current liabilities (exclusive of long-term debt due within one year)	1	462	639
				LONG-TERM DEBT DUE WITHIN ONE YEAR			
				(b ₁) Total issued	(b ₂) Held by or for respondent		
60				(764) Equipment obligations and other debt (pp. 234, 235, 236, and 237)			
				LONG-TERM DEBT DUE AFTER ONE YEAR	(b ₁) Total issued	(b ₂) Held by or for respondent	
61				(765) Funded debt unmatured	(pp. 234, 235,		
62				(766) Equipment obligations	236, and		
63				(767) Receivers' and Trustees' securities	237)		
64				(768) Debt in default			
65		100	000	(769) Amounts payable to affiliated companies (p. 242)		100	000
66		100	000	Total long-term debt due after one year		100	000
				RESERVES			
67				(771) Pension and welfare reserves			
68				(772) Insurance reserves			
69				(773) Equalization reserves			
70		23	263	(774) Casualty and other reserves (p. 243)		23	263
71		23	263	Total reserves		23	263
				OTHER LIABILITIES AND DEFERRED CREDITS			
72				(781) Interest in default (p. 236)			
73				(782) Other liabilities (p. 243)			
74				(783) Unamortized premium on long-term debt			
75				(784) Other deferred credits (p. 243)			182
76				(785) Accrued depreciation—Leased property (p. 226A)			
77				Total other liabilities and deferred credits			182
				SHAREHOLDERS' EQUITY			
				Capital stock (Par or stated value)	(b ₁) Total issued	(b ₂) Held by or for company	
78	2	530	000	(791) Capital stock issued—Total	2,530,000		2 530 000
79				Common stock (p. 245)	1,950,000		
80				Preferred stock (p. 245)	200,000		
81				Deferred Stock (p. 245)	380,000		
82				(792) Stock liability for conversion (p. 246)			
83	2	530	000	(793) Discount on capital stock			
				Total capital stock			2 530 000
				Capital surplus			
84				(794) Premiums and assessments on capital stock (p. 247)			
85	17	805	769	(795) Paid-in surplus (p. 247)		17	805 769
86				(796) Other capital surplus (p. 247)			
87	17	805	769	Total capital surplus		17	805 769
				Retained income			
88	(	7	969 128)	(797) Retained income—Appropriated (p. 247)		(	7 964 178)
89	(	7	969 128)	(798) Retained income—Unappropriated (p. 302)		(	7 964 178)
90	12	366	641	Total retained income		12	371 591
91	13	922	640	Total shareholders' equity		13	957 675
92				TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY			

NOTE—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

COMPARATIVE GENERAL BALANCE SHEET—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) the procedure in accounting for pension funds including payments to trustees and recording in the accounts pension costs, indicating whether or not consistent with the prior year, and state the amount, as nearly as practicable, of unfunded past service costs; (2) 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; (3) particulars concerning obligations for stock purchase options granted to officers and employees; and (4) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code. \$35,395

(b) Estimated accumulated net reduction in Federal income taxes because of accelerated depreciation of facilities since December 31, 1953, under provisions of section 167 of the Internal Revenue Code and depreciation deductions resulting from the use of the guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. \$104,625

(c) Estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962 compared with the income taxes that would otherwise have been payable without such investment tax credit. \$ 58,487

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
			\$ _____
			\$ _____
			\$ _____
			\$ None

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	As recorded on books				Amount not recorded
	Amount in dispute	Account Nos.			
		Debit	Credit		
Per diem receivable.....	\$ _____	_____	_____	\$ _____	
Per diem payable.....	_____	_____	_____	_____	
Net amount.....	\$ _____	xxxxxxx	xxxxxxx	\$ None	

4. 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

5. 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, 1970. \$ None

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show each item (or the aggregate of a

class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1				
2	709	Estimated unreported interline freight and passenger revenue	510	000
3		Other items, each less than \$100,000	1	614
4				
5		Total Account 709	511	614
6				
7	713	Other items, each less than \$100,000	14	619
8				
9		Total Account 713	14	619
10				
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205. INVESTMENTS IN 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 and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR											
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
						Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
(a)	(b)	(c)	(d)	(e)	%	\$			\$			\$			\$		
1																	
2																	
3																	
4																	
5																	
6																	
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9			None														
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205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (l), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR												DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income						
(j)			(k)			(l)			(m)			(n)			(o)			(p)	(q)						
\$			\$			\$			\$			\$			\$			%	\$						
																						1			
																						2			
																						3			
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																						5			
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206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 206, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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....." In making entries in this column, abbreviations

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	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged			Unpledged			In sinking, insurance, and other funds			Total par value		
					(e)			(f)			(g)			(h)		
	(a)	(b)	(c)	(d)	\$			\$			\$			\$		
1																
2																
3																
4																
5																
6																
7																
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9				None												
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206. OTHER INVESTMENTS—Continued

in common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (j), and (l).

7. In reporting advances, columns (e), (f), (g), (h), (j), and (l) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (n), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR						INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR									DIVIDENDS OR INTEREST DURING YEAR				Line No.
Total book value			Par value			Book value			Par value			Book value			Selling price			Rate	Amount credited to income			
(i)			(j)			(k)			(l)			(m)			(n)			(o)	(p)			
\$			\$			\$			\$			\$			\$			%	\$			
																						1
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211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 38 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. 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. 503 to 507, 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 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 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.

Line No.	Account	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)			
	(a)	\$		\$		%	\$		\$		%		
1	ROAD												
2	(1) Engineering	321	271	321	271	40							
3	(2 1/2) Other right-of-way expenditures	32	773	32	773	65							
4	(3) Grading	2	314 825	2	314 825	05							
5	(5) Tunnels and subways												
6	(6) Bridges, trestles, and culverts	3	144 126	3	144 875	1 65							
7	(7) Elevated structures												
8	(13) Fences, snowsheds, and signs	60	453	60	453	4 85							
9	(16) Station and office buildings	327	306	327	306	2 15							
10	(17) Roadway buildings	81	444	81	444	2 45							
11	(18) Water stations												
12	(19) Fuel stations	4	522	4	522	2 50							
13	(20) Shops and enginehouses	50	345	50	345	2 45							
14	(21) Grain elevators												
15	(22) Storage warehouses												
16	(23) Wharves and docks	2	439	2	439	5 00							
17	(24) Coal and ore wharves												
18	(26) Communication systems	200	252	200	252	2 95							
19	(27) Signals and interlockers	85	539	85	539	3 00							
20	(29) Power plants												
21	(31) Power transmission systems	1	787	1	787	3 35							
22	(35) Miscellaneous structures		506		506	2 35							
23	(37) Roadway machines	14	851	14	851	8 00							
24	(39) Public improvements—Construction	428	785	428	785	1 75							
25	(44) Shop machinery	13	647	13	647	2 20							
26	(45) Power-plant machinery												
27	All other road accounts												
28	Amortization (other than defense projects)												
29	Total road	7	084 871	7	082 620	1 91			None				
30	EQUIPMENT												
31	(51) Steam locomotives												
32	(52) Other locomotives												
33	(53) Freight-train cars												
34	(54) Passenger-train cars												
35	(56) Floating equipment												
36	(57) Work equipment												
37	(58) Miscellaneous equipment												
38	Total equipment								None				
39	GRAND TOTAL	7	084 871	7	082 620	x x x x			None	x x x x			

Note: Depreciation base for accounts 1, 2 1/2, 3, 5 and 39 includes non-depreciable property.

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211E for the reserve relating to road and equipment owned but not used by the respondent.) If any

entries are made for "Other credits" or "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."

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

Line No.	Account	Balance at beginning of year			CREDITS TO RESERVE DURING THE YEAR				DEBITS TO RESERVE DURING THE YEAR				Balance at close of year		
					Charges to operating expenses		Other credits		Retirements		Other debits				
	(a)	(b)			(c)		(d)		(e)		(f)		(g)		
		\$			\$		\$		\$		\$		\$		
1	ROAD														
2	(1) Engineering.....		32	646		214								32	860
3	(24) Other right-of-way expenditures.....		5	282		35								6	01
4	(3) Grading.....		104	668		193								104	861
5	(5) Tunnels and subways.....														
6	(6) Bridges, trestles, and culverts.....		730	445		8 643						4 992		734	066
7	(7) Elevated structures.....														
8	(13) Fences, snow sheds, and signs.....		60	113										60	113
9	(16) Station and office buildings.....		86	047		1 173								87	220
10	(17) Roadway buildings.....		18	406		332								18	738
11	(18) Water stations.....														
12	(19) Fuel stations.....		2	503		19								2	522
13	(20) Shops and enginehouses.....		23	185		206								23	391
14	(21) Grain elevators.....														
15	(22) Storage warehouses.....														
16	(23) Wharves and docks.....		2	439										2	439
17	(24) Coal and ore wharves.....														
18	(26) Communication systems.....		131	794		985								132	779
19	(27) Signals and interlockers.....		35	630		428				4 017				32	041
20	(29) Power plants.....														
21	(31) Power-transmission systems.....			897		10									907
22	(35) Miscellaneous structures.....			207		2									209
23	(37) Roadway machines.....		12	609										12	609
24	(39) Public improvements—Construction.....		149	894		1 251								151	145
25	(44) Shop Machinery *.....		7	946		50								7	996
26	(45) Power-plant machinery *.....														
27	All other road accounts.....														
28	Amortization (other than defense projects).....		1	405 381		13 541				4 017		4 992		1 409 913	
29	Total road.....														
30	EQUIPMENT														
31	(51) Steam locomotives.....														
32	(52) Other locomotives.....														
33	(53) Freight-train cars.....														
34	(54) Passenger-train cars.....														
35	(56) Floating equipment.....														
36	(57) Work equipment.....														
37	(58) Miscellaneous equipment.....														
38	Total equipment.....														
39	GRAND TOTAL.....		1	405 381		13 541				4 017		4 992		1 409 913	

*Chargeable to account 305.

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be

combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1				
2	741	Other items each less than \$100,000		1 580
3				
4		Total Account 741		1 580
5				
6				
7	743	Other items each less than \$100,000		42 207
8				
9		Total Account 743		42 207
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INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 234, 235, 236, AND 237

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (b₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 237, give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies, Issue of 1962.

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 236 and 237, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			Is OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—	
				Rate percent per annum (current year)	Dates due	Con- versio.	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)
1												
2												
3												
4												
5												
6												
7												
8												
9	None											
10												
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GRAND TOTAL. XXXX XXXX XXXX XXXX

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

110 FUNDED DEBT AND OTHER OBLIGATIONS—Continued														Line No.												
Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND—						AMOUNT REACQUIRED AND—						TOTAL AMOUNT ACTUALLY OUTSTANDING													
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")			Canceled			Total amount actually issued	Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")			Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")				Unmatured (accounts 765, 766, and 767)		Unmatured (account 764)		Matured and no provision made for payment (account 768)							
	(m)			(n)				(o)			(p)				(q)			(r)			(s)		(t)		(u)	
\$			\$			\$			\$			\$			\$			\$			\$			\$		
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218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 234)	AMOUNT OF INTEREST ACCRUED DURING YEAR						Amount of interest paid during year	Total amount of interest in default
		Charged to income			Charged to investment accounts				
		(v)			(w)				
	(s)	\$			\$			(x)	(y)
1									
2									
3									
4									
5									
6									
7									
8									
9	None								
10									
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56	GRAND TOTAL								

218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED DURING YEAR										SECURITIES REACQUIRED DURING YEAR						Line No.
Purpose of the issue and authority (x)	Par value			Net proceeds received for issue (cash or its equivalent)			Expense of issuing securities			AMOUNT REACQUIRED						
										Par value			Purchase price			
	(aa)			(bb)			(cc)			(dd)			(ee)			
	\$			\$			\$			\$			\$			1
																2
																3
																4
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None																9
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GRAND TOTAL																56

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price at which the equipment is acquired, and in column (d) the amount of cash paid upon acceptance of the equipment.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)			Cash paid on acceptance of equipment (d)		
			\$			\$		
1								
2								
3								
4								
5								
6								
7								
8								
9	None							
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220. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 218, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal rate of interest shown in columns (a), (v), and (d), respectively, in schedule 218, for each security of the kind indicated. List the names of such securities in the same order as in schedule 218.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

4. In column (e) show the amount of interest charged to the income account for the year.

5. In column (f) show the difference between columns (d) and (e).

6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.

7. In column (k) enter the maximum accumulation of unpaid interest as provided for in the bonds.

8. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus the earned interest unpaid at the close of the year.

9. In the second section of this schedule show the particulars of the several items on the same line and in the same order as in the first section.

Line No.	Name of issue (from schedule 218)	Amount actually outstanding (from schedule 218)	Nominal rate of interest (from schedule 218)	AMOUNT OF INTEREST					
				Maximum amount payable, if earned			Amount actually payable under contingent interest provisions, charged to income for the year		
	(a)	(b)	(c)	(d)			(e)		
		\$		\$			\$		
1									
2									
3									
4									
5	None								
6									
7									
8									
9									
10									

AMOUNT OF INTEREST—Concluded

Line No.	DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE						TOTAL PAID WITHIN YEAR									Maximum period or percentage, for which cumulative, if any (k)	Total accumulated un-earned interest plus earned interest unpaid at the close of year (l)		
	Current year (f)			All years to date (g)			On account of current year (h)			On account of prior years (i)			Total (j)						
	\$			\$			\$			\$			\$						
1																			
2																			
3																			
4																			
5					None														
6																			
7																			
8																			
9																			
10																			

222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and (f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.

Line No.	Name of creditor company (a)	Rate of interest (b)	Balance at beginning of year (c)			Balance at close of year (d)			Interest accrued during year (e)			Interest paid during year (f)		
			%	\$		\$			\$			\$		
1	Spokane, Portland and Seattle	None												
2	Railway Company				100 000			100 000			None			None
3														
4														
5														
6														
7														
8														
9														
10					100 000			100 000			None			None
		TOTAL												

NOTES AND REMARKS

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
	ORDINARY ITEMS									
	OPERATING INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
	RAILWAY OPERATING INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
1	(501) Railway operating revenues (p. 303)	5	486	736	32	180	470			
2	(531) Railway operating expenses (p. 310)	4	511	135	26	611	432			
3	Net revenue from railway operations		975	601	5	569	438			
4	(532) Railway tax accruals (p. 317)		441	513	3	233	238			
5	Railway operating income		534	888	2	335	800			
	RENT INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
6	(503) Hire of freight cars—Credit balance (p. 319)		147	438	1	226	689			
7	(504) Rent from locomotives (p. 320)		22	422		123	258			
8	(505) Rent from passenger-train cars (p. 320)		10	679		66	243			
9	(506) Rent from floating equipment		74	050		491	612			
10	(507) Rent from work equipment		254	589	1	777	802			
11	(508) Joint facility rent income									
12	Total rent income		254	589	1	777	802			
	RENTS PAYABLE	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
13	(536) Hire of freight cars—Debit balance (p. 319)		299	048	1	812	625			
14	(537) Rent for locomotives (p. 320)		31	122		158	863			
15	(538) Rent for passenger-train cars (p. 320)									
16	(539) Rent for floating equipment									
17	(540) Rent for work equipment		117	726		645	066			
18	(541) Joint facility rents		877	970	2	616	780			
19	Total rents payable		193	307		838	978			
20	Net rents (lines 15, 23)		340	781	1	496	822			
21	Net railway operating income (lines 7, 24)									
	OTHER INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
22	(502) Revenues from miscellaneous operations (p. 231)		9	088		69	102			
23	(509) Income from lease of road and equipment (p. 318)		51	275		282	974			
24	(510) Miscellaneous rent income (p. 318)		4	242		137	420			
25	(511) Income from nonoperating property (p. 231)									
26	(512) Separately operated properties—Profit (p. 319)		55	539		371	597			
27	(513) Dividend income			33		6	002			
28	(514) Interest income									
29	(516) Income from sinking and other reserve funds									
30	(517) Release of premiums on funded debt									
31	(518) Contributions from other companies									
32	(519) Miscellaneous income (p. 323)			175		24	262			
33	Total other income		111	102		891	357			
34	Total income (lines 25, 38)		451	883	2	388	179			
	MISCELLANEOUS DEDUCTIONS FROM INCOME	x x x	x x	x x	x x x	x x	x x	x x x	x x	x x
35	(534) Expenses of miscellaneous operations (p. 231)		22	681		125	569			
36	(535) Taxes on miscellaneous operating property (p. 231)									
37	(543) Miscellaneous rents (p. 322)			160		1	664			
38	(544) Miscellaneous tax accruals (p. 231)		4	329		24	158			
39	(545) Separately operated properties—Loss (p. 319)									
40	(549) Maintenance of investment organization									
41	(550) Income transferred to other companies									
42	(551) Miscellaneous income charges (p. 323)		39	021		81	072			
43	Total miscellaneous deductions		66	261		232	463			
44	Income available for fixed charges (lines 39, 49)		385	622	2	155	716		None	

233. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities, at the close of the year, in accordance with Instruction 6—6 in the Uniform System of Accounts for Railroad Companies, Issue of 1962, that are not reflected in the accounts of the respondent and the value of the item amounts 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 possi-

ble 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.

Line No.	Item (a)	Amount (b)		
		\$		
1				
2				
3				
4				
5				
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10				
11				
12				
13	None			
14				
15				
16				
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225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits," at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)		
			\$		
1	774	Transcontinental Division Freight Rate			
2		Case I.C.C. Docket No. 31503		185	341
3		Other items each less than \$100,000		13	230
4		Total Account 774		198	571
5					
6	782	Items each less than \$100,000		54	82
7		Total Account 782		54	82
8					
9	784	Per Diem in Dispute		108	734
10		Other items each less than \$100,000		13	233
11		Total Account 784		121	967
12					
13					
14					
15					
16					
17					
18					
19					
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21					
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224. FEDERAL INCOME AND OTHER TAXES ACCRUED

Give the particulars called for with respect to the balances at close of year in accounts Nos. 760, "Federal income taxes accrued" and 761, "Other taxes accrued."

Line No.	Kind of tax (a)	Previous years (b)			Current year (c)			Balance at close of year (d)		
		\$			\$			\$		
1	Federal income taxes (532 or other accounts).....									
2	Federal excess profits taxes (532 or other accounts).....							None		
3	TOTAL (account 760).....									
4	Railway property State and local taxes (532).....					555	706		555	706
5	Old-age retirement (532).....					116	755		116	755
6	Unemployment insurance (532).....					62	595		62	595
7	Miscellaneous operating property (535).....					(5	545		(5	545
8	Miscellaneous tax accruals (544).....									
9	All other taxes.....									
10	TOTAL (account 761).....					729	511		729	511

NOTES AND REMARKS

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. 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. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	759	Amounts payable to others for which bills have		
2		not been rendered	1,702	543
3		Estimated per diem due foreign lines	338	000
4		Unaudited revenue due foreign lines	65	185
5		Vacation pay payable within one year	086	732
6		Estimated liabilities for personal injuries and loss and		
7		damage claims payable within one year	347	133
8		Back pay due within one year	159	462
9		Total Account 759	3,589	055
10				
11	763	Local and interline prepaid forwarded	860	058
12		Other items each less than \$100,000	32	110
13		Total Account 763	892	168
14				
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18				
19				
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21				
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222. AMOUNTS PAYABLE TO AFFILIATED COMPANIES

Give full particulars of amounts payable by the respondent to affiliated companies, as defined in connection with account No. 769, "Amounts payable to affiliated companies," in the Uniform System of Accounts for Railroad Companies. If any such amounts are evidenced by notes, each note should be separately shown in column (a). Entries in columns (e) and (f) should include interest accruals and interest payments on debt retired during the year, even though no portion of the debt remained outstanding at the close of the year. Show, also, in a footnote, particulars of interest charged to cost of property.

Line No.	Name of creditor company (a)	Rate of interest (b)		Balance at beginning of year (c)			Balance at close of year (d)			Interest accrued during year (e)			Interest paid during year (f)		
		%	\$				\$			\$			\$		
1															
2															
3															
4															
5						None									
6															
7															
8															
9															
10															
			TOTAL												

NOTES AND REMARKS

220. INTEREST ON INCOME BONDS

1. Give particulars concerning interest payable, accrued, paid, and accumulated and unpaid on the securities having contingent interest provisions classified as (1) Mortgage Bonds, (2) Collateral Trust Bonds, and (3) Unsecured Bonds (Debentures), in schedule 218, "Funded Debt and Other Obligations."

2. In columns (a), (b), and (c) state the name, amount, and nominal rate of interest shown in columns (a), (v), and (d), respectively, in schedule 218, for each security of the kind indicated. List the names of such securities in the same order as in schedule 218.

3. In column (d) show the amount of interest payable for the year at the nominal rate, if earned, on all of the bonds outstanding at the close of the year plus those retired during the year.

4. In column (e) show the amount of interest charged to the income account for the year.

5. In column (f) show the difference between columns (d) and (e).

6. In columns (h), (i), and (j) show the amounts of interest actually paid during the year, segregated in columns (h) and (i) between payments applicable to the current year's accruals, and those applicable to past accruals.

7. In column (k) enter the maximum accumulation of unpaid interest as provided for in the bonds.

8. In column (l) show the sum of unearned interest accumulated under the provisions of the security plus the earned interest unpaid at the close of the year.

9. In the second section of this schedule show the particulars of the several items on the same line and in the same order as in the first section.

Line No.	Name of issue (from schedule 218)	Amount actually outstanding (from schedule 218)			Nominal rate of interest (from schedule 218)	AMOUNT OF INTEREST				
						Maximum amount payable, if earned			Amount actually payable under contingent interest provisions, charged to income for the year	
						(d)			(e)	
	(a)	(b)			(c)	\$			\$	
1										
2										
3										
4	None									
5										
6										
7										
8										
9										
10										

AMOUNT OF INTEREST—Concluded

Line No.	DIFFERENCE BETWEEN MAXIMUM PAYABLE IF EARNED AND AMOUNT ACTUALLY PAYABLE						TOTAL PAID WITHIN YEAR									Maximum period or percentage, for which cumulative, if any (k)	Total accumulated unearned interest plus earned interest unpaid at the close of year (l)
	Current year (f)			All years to date (g)			On account of current year (h)			On account of prior years (i)			Total (j)				
	\$			\$			\$			\$			\$				
1																	
2																	
3																	
4																	
5																	
6																	
7																	
8																	
9																	
10																	

219. EQUIPMENT COVERED BY EQUIPMENT OBLIGATIONS

Give the particulars called for regarding the equipment obligations included in schedule 218, "Funded Debt and Other Obligations" (accounts Nos. 764, "Equipment obligations and other debt due within 1 year" and 766, "Equipment obligations") at the close of the year. In column (a) show the name by which the equipment obligation is designated and in

column (b) show the classes of equipment and the number of units covered by the obligation. In column (c) show the contract price at which the equipment is acquired, and in column (d) the amount of cash paid upon acceptance of the equipment.

Line No.	Designation of equipment obligation (List names in the same order as in schedule 218) (a)	Description of equipment covered (b)	Contract price of equipment acquired (c)			Cash paid on acceptance of equipment (d)		
			\$			\$		
1	Equipment Trust of 1957	500 Box Cars Nos. 14000 - 14499, incl.	5	088	161	1	398	161
2	Amount \$3,690,000							
3	First National Bank							
4	of Oregon - Portland, Oregon							
5	Trustee							
6								
7								
8								
9	Deferred Payment Contracts	8-Century 425 2500 HP D.E. Locos. } Nos. 310 - 317, incl.	1	482	907			
10								
11	"							
12	"	70-Chip Cars Nos. 9000 - 9069, incl.	1	172	290			
13	"							
14	"	6-Century 636 3600 HP D.E. Locos. } Nos. 330 - 335, incl.	1	651	013			
15	"							
16	"							
17	"	4-Century 636 3600 HP D.E. Locos. } Nos. 340-343, incl.	1	435	380			
18	"	2-Century 415 1500 HP D.E. Locos. } Nos. 100 and 101						
19	"							
20	"							
21	"							
22	"	500 - 50' 6" 70-ton steel box cars } Nos. 318100-318599	5	410	125*			
23	"	6-EMD GP-38 D.E. Locos. } Nos. 2072 - 2077, incl.						
24	"							
25	"							
26	"							
27	"							
28	"							
29	"							
30	"							
31	* Only a portion of equipment received by February 28, 1970.							
32	Total Contract price is \$9,705,000.							
33								
34								
35								
36								
37								
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218. FUNDED DEBT AND OTHER OBLIGATIONS—Concluded

SECURITIES ISSUED DURING YEAR												SECURITIES REACQUIRED DURING YEAR												Line No.
Purpose of the issue and authority (z)	Par value			Net proceeds received for issue (cash or its equivalent)			Expense of issuing securities			AMOUNT REACQUIRED														
										Par value			Purchase price											
	(aa)			(bb)			(cc)			(dd)			(ee)											
	\$			\$			\$			\$			\$			\$								
																					1			
																					2			
																					3			
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																					26			
Purchase new equipment	5	410	125	5	410	125																27		
																					28			
	5	410	125	5	410	125																29		
																					30			
																					31			
																					32			
																					33			
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																					35			
																					36			
																					37			
	5	410	125	5	410	125																38		
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																					51			
																					52			
																					53			
																					54			
																					55			
GRAND TOTAL	5	410	125	5	410	125				None						287	104		287	104		56		

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Line No.	Name and character of obligation (List on same lines and in same order as on page 234)	AMOUNT OF INTEREST ACCRUED DURING YEAR										Total amount of interest in default
		Charged to Income			Charged to Investment accounts			Amount of interest paid during year				
		(v)	(w)	(x)	(y)	(z)	(y)					
	(a)											
1	First Mortgage											
2	Bonds 1(a)	284	733									
3	Total Account 767 1(a)	284	733									
4												
5	S.P. & S. Railway Equipment Trust											
6	Certificates of 1957 4(a)	3	842									
7	Sub-Total 4(a)	3	842									
8												
9	Deferred Payment Contracts											
10												
11	8-Century 425 D.E. Locomos.											
12	Nos. 310 - 317, incl. 4(c)	5	131					5	131			
13												
14	70-Chip Cars											
15	Nos. 9000 - 9069, incl. 4(c)	4	285					4	285			
16												
17	6-Century 636 D.E. Locomos.											
18	Nos. 330 - 335, incl. 4(c)	14	623					14	623			
19												
20	4-Century 636 D.E. Locomos.											
21	Nos. 340 - 343, incl. 4(c)											
22	2-Century 415 D.E. Locomos.											
23	Nos. 100 and 101 4(c)	18	392					18	392			
24												
25	500 Box Cars											
26	Nos. 318100 - 318509 4(c)											
27	6 EMD GP-38 D.E. Locomos.											
28	Nos. 207 - 2077 4(c)											
29												
30												
31	Sub-Total 4(c)	42	431					42	431			
32												
33												
34												
35												
36												
37												
38	Total Accounts 764 and 766	46	273					42	431			
39												
40												
41												
42												
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44												
45												
46												
47												
48												
49												
50												
51												
52												
53												
54												
55												
56	GRAND TOTAL	331	006	None				42	431	None		

218. FUNDED DEBT AND OTHER OBLIGATIONS—Continued

Total amount nominally and actually issued	AMOUNT NOMINALLY ISSUED AND—			Total amount actually issued	AMOUNT REACQUIRED AND—			TOTAL AMOUNT ACTUALLY OUTSTANDING			Line No.
	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")	Canceled			Canceled through sinking fund or otherwise canceled (Identify canceled through sinking fund by symbol "S")	Held in special funds or in treas- ury or pledged (Identify pledged securities by symbol "P"; matured by symbol "M")		Unmatured (accounts 765, 766, and 767)	Unmatured (account 764)	Matured and no provision made for payment (account 768)	
(m)	(n)	(o)		(p)	(q)	(r)		(s)	(t)	(u)	
\$	\$	\$		\$	\$	\$		\$	\$	\$	
80 000 000		6 290 000	73 710 000	31 000 000				42 710 000			1
80 000 000		6 290 000	73 710 000	31 000 000				42 710 000			2
											3
											4
3 690 000			3 690 000	3 075 000				369 000	246 000		5
3 690 000			3 690 000	3 075 000				369 000	246 000		6
											7
											8
											9
											10
1 482 907			1 482 907	1 087 789				98 453	296 669		11
											12
											13
1 172 290			1 172 290	840 151				97 679	234 460		14
											15
											16
1 651 019			1 651 019	687 945				632 860	330 214		17
											18
											19
1 435 380			1 435 380	334 922				813 382	287 076		20
											21
											22
											23
											24
											25
5 410 125			5 410 125					5 410 125			26
											27
											28
											29
11 151 721			11 151 721	2 950 803				7 052 499	1 148 419		30
											31
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											35
											36
14 841 721			14 841 721	6 025 803				7 421 499	1 394 419		37
											38
											39
											40
											41
											42
											43
											44
											45
											46
											47
											48
											49
											50
											51
											52
											53
											54
94 841 721	None	6 290 000	88 551 721	37 025 803	None			50 131 499	1 394 419	None	55
											56

218. FUNDED DEBT AND OTHER OBLIGATIONS

Line No.	Name and character of obligation	Nominal date of issue	Date of maturity	INTEREST PROVISIONS		DOES OBLIGATION PROVIDE FOR— (Answer "Yes" or "No")			Is OTHER PROPERTY (REAL OR PERSONAL OR LEASEHOLD) SUBJECT TO LIEN OF THE OBLIGATION? (Answer "Yes" or "No")		APPROXIMATE NUMBER OF MILES OF LINE DIRECTLY SUBJECT TO—			
				Rate percent per annum (current year)	Dates due	Con- version	Call prior to maturity, other than for sinking fund	Sinking fund	First lien	Junior to first lien	First lien	Junior to first lien		
													(a)	(b)
1	First Mortgage													
2	Bonds 1(a)	3-1-11	3-1-71	4	3/1 & 9/1	No	Yes	No	Yes		532.84			
3	Total Account 765 1(a)													
4														
5	S.P. & S. Ry. Equip. Trust													
6	Certificates of 1957 4(a)	4-1-57	8-1-72	3 3/4	4/1 & 10/1	No	No	No	No					
7	Sub-Total 4(a)													
8														
9	Deferred Payment Contracts													
10														
11	8-Century 425 D.E. Locos.													
12	Nos. 310-317, incl. 4(c)	6-1-65	8-1-71	4 5/8	Monthly	No	No	No	No					
13														
14	70-Chip Cars													
15	Nos. 9000-9069, incl. 4(c)	7-15-65	8-1-71	4 5/8	Monthly	No	No	No	No					
16														
17	6-Century 636 D.E. Locos.													
18	Nos. 330-335, incl. 4(c)	9-22-67	8-1-73	5.74	Monthly	No	No	No	No					
19														
20	4-Century 636 D.E. Locos.													
21	Nos. 340-343, incl. 4(c)	8-15-68	8-1-74	6 1/2	Monthly	No	No	No	No					
22	2-Century 415 D.E. Locos.													
23	Nos. 100 & 101 4(c)													
24														
25	500 Box Cars 4(c)													
26	Nos. 318100 to 318599, incl. 4(c)	2-10-70	8-1-85	9 5/8	3/1 & 9/1	No	No	No	No					
27	6 EMD GP-38 D.E. Locos.													
28	Nos. 2072 to 2077, incl. 4(c)													
29														
30														
31	Sub-Total 4(c)													
32														
33														
34														
35														
36														
37														
38	Total Accounts 764 & 766													
39														
40														
41														
42														
43														
44														
45														
46														
47														
48														
49														
50	* Only a portion of equipment received by February 28, 1970													
51														
52														
53														
54														
55														
56	GRAND TOTAL										XXXX	XXXX	XXXX	XXXX

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 218 ON PAGES 234, 235, 236, AND 237

Give particulars of the various issues of securities in accounts Nos. 765, "Funded debt unmatured," 768, "Debt in default," 767, "Receivers' and trustees' securities," 766, "Equipment obligations," and 764, "Equipment obligations and other debt due within 1 year," at the close of the year, together with interest accrued and interest paid during the year and total amount of matured interest in default. Include receipts outstanding for funded debt with their respective issues. List entries under captions of account numbers and titles, and insert total for each account.

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

- (1) MORTGAGE BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (2) COLLATERAL TRUST BONDS:
 - (a) With fixed interest.
 - (b) With contingent interest.
- (3) UNSECURED BONDS (Debentures):
 - (a) With fixed interest.
 - (b) With contingent interest.
- (4) EQUIPMENT OBLIGATIONS:
 - (a) Equipment securities (Corporation).
 - (b) Equipment securities (Receivers' and Trustees').
 - (c) Conditional or deferred payment contracts.
- (5) MISCELLANEOUS OBLIGATIONS.
- (6) RECEIVERS' AND TRUSTEES' SECURITIES (Other than equipment obligations).
- (7) SHORT-TERM NOTES IN DEFAULT.

Columns (f), (g), (h), (i), and (j) are intended further to classify the obligations of the company and are to be answered "yes" or "no."

If an issue is a serial issue, the last date of maturity should be shown in column (c) preceded by the letter "S." If the payments required in the contracts for equipment obligations are unequal in amount (except for the last payment) or are to be made at irregular intervals, show a symbol against the entry made in column (c) opposite the name of such obligations and give particulars in a footnote.

If the issue is an income bond, the entry in column (d) should be the annual maximum rate of interest specified by the indenture. In column (k) show the approximate number of miles of road on which the mortgage is a direct first lien and in column (l) the approximate number of miles of road on which the mortgage is a direct junior lien. Do not consider any road or other property indirectly subject to either a first or junior lien through the pledge of collateral, leaseholds, or other contractual rights in making the returns required in columns (i), (j), (k), and (l).

In column (m) enter the amount of bonds both nominally and actually issued up to the date of the report and not the amount authorized.

No entries shall be made in this schedule with respect to issues of matured obligations nominally issued or nominally outstanding when no parts of such issues are actually outstanding.

For definitions of "nominally issued," "nominally outstanding," "actually issued," and "actually outstanding," see schedule 228.

Entries in columns (v) and (w) should include interest accrued on funded debt reacquired, matured during the year, even though no portion of the issue is outstanding at the close of the year.

In column (y) enter the total in account No. 781, "Interest in default," at the close of the year.

The grand totals of columns (n) and (r), when combined, should equal the sum of the amounts stated in short column (h₂) for accounts Nos. 764, 765, 766, 767, and 768 in schedule 200L, "Comparative General Balance Sheet—Liabilities and Shareholders' Equity."

On page 237, give particulars of changes during the year in funded debt and other obligations. In column (z), state whether issued for construction of new properties, for additions and betterments, for purchase of railroad or other property, for conversion, for acquisition of securities, for reorganization, or for other corporate purposes. Also, give the number and date of authorization by the public authority under whose control such issue was made, naming such authority. For nominally issued securities, show returns in columns (z) and (aa) only.

For each class of securities actually issued, the sum of the entries in columns (bb) and (cc), plus discounts or less premiums, such discounts or premiums to be shown in a footnote applicable to each issue, should equal the entry in column (aa). For definition of expense, reportable in column (cc), see Definition 10 in the Uniform System of Accounts for Railroad Companies, *Issue of 1962*.

Particulars concerning the reacquirement of securities that were actually outstanding should be reported on pages 236 and 237, columns (a), (dd), and (ee). Include those securities that have been called for payment during the year for which liability has been transferred to account No. 763, "Other current liabilities."

NOTES AND REMARKS

216. OTHER ASSETS AND DEFERRED CHARGES

Give description and particulars for each item or class of items of like description in accounts Nos. 741, "Other assets," and 743, "Other deferred charges," at the close of the year. Show debtor (or class of debtors) for deferred assets and appropriate description for items or class of items of deferred charges. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be

combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	741	Per diem in dispute	108	794
2		Doubtful collections suspense	112	567
3		Other items each less than \$100,000	5	980
4				
5		Total Account 741	227	341
6				
7	743	Claim Suspense - overcharge	201	315
8		Other items each less than \$100,000	194	396
9				
10		Total Account 743	395	711
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
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35				
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37				
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40				
41				
42				
43				
44				
45				

211D. DEPRECIATION RESERVE—ROAD AND EQUIPMENT OWNED AND USED

1. Give the particulars called for hereunder with respect to credits and debits to account No. 735, "Accrued depreciation—Road and Equipment," during the year relating to road and equipment owned and used. This schedule should not include any entries for depreciation of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. It should include entries for depreciation of equipment owned but not used when the rents therefrom are included in the rent for equipment accounts Nos. 503 to 507, inclusive. (See schedule 211E for the reserve relating to road and equipment owned but not used by the respondent.) If any

entries are made for "Other credits" or "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."

2. 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.

3. All credits or debits to the reserve representing amortization other than for defense projects, if a general amortization program has been authorized, should be entered on line 28.

Line No.	Account	Balance at beginning of year			CREDITS TO RESERVE DURING THE YEAR						DEBITS TO RESERVE DURING THE YEAR						Balance at close of year		
					Charges to operating expenses (c)			Other credits (d)			Retirements (e)			Other debits (f)					
(a)	(b)	(c)	(d)	(e)	(f)	(g)													
		\$		\$		\$		\$		\$		\$		\$					
1	ROAD																		
2	(1) Engineering.....	122	365	1	291					102				121	759				
3	(24) Other right-of-way expenditures.....	6	595		64									6	65				
4	(3) Grading.....	372	564	2	599									375	163				
5	(5) Tunnels and subways.....	4	8	3	155									411	449				
6	(6) Bridges, trestles, and culverts.....	351	392	33	883					88		178		385	185				
7	(7) Elevated structures.....																		
8	(13) Fences, snow sheds, and signs.....	84	705	1	660									86	365				
9	(16) Station and office buildings.....	674	375	4	534									678	609				
10	(17) Roadway buildings.....	334	368	2	901					11		1	720	334	651				
11	(18) Water stations.....																		
12	(19) Fuel stations.....	60	913		441									61	352				
13	(20) Shops and enginehouses.....	790	180	6	644									796	824				
14	(21) Grain elevators.....																		
15	(22) Storage warehouses.....																		
16	(23) Wharves and docks.....																		
17	(24) Coal and ore wharves.....																		
18	(26) Communication systems.....	497	233	4	131							13	948	487	415				
19	(27) Signals and interlockers.....	896	617	11	861					619				909	927				
20	(29) Power plants.....		465		3										468				
21	(31) Power-transmission systems.....	34	547		598									35	146				
22	(35) Miscellaneous structures.....	2	862		47									2	908				
23	(37) Roadway machines.....	788	545	17	958							145		806	358				
24	(39) Public improvements—Construction.....	307	232	1	561									308	794				
25	(44) Shop Machinery *.....	689	681	3	424									693	104				
26	(45) Power-plant machinery *.....	12	415		59									12	473				
27	All other road accounts.....																		
28	Amortization (other than defense projects).....																		
29	Total road.....	3	440	95	914					810		15	991	9	520				
30	EQUIPMENT																		
31	(51) Steam locomotives.....																		
32	(52) Other locomotives.....	10	225	146	239									10	371				
33	(53) Freight-train cars.....	10	427	93	223							1	338	10	519				
34	(54) Passenger-train cars.....	2	302	13	297									2	316				
35	(56) Floating equipment.....																		
36	(57) Work equipment.....	838	212											838	212				
37	(58) Miscellaneous equipment.....	240	204	7	486	43	814	6	634		4	068		294	069				
38	Total equipment.....	24	034	260	245	43	814	6	634		5	406	24	339	797				
39	GRAND TOTAL.....	33	474	356	159	43	814	7	444		21	397	33	860	576				

*Chargeable to account 305.

211B. DEPRECIATION BASE AND RATES—ROAD AND EQUIPMENT OWNED AND USED AND LEASED FROM OTHERS

1. Show in columns (b) and (e), for each primary account, the depreciation base used in computing the depreciation charges for the month of January and in columns (c) and (f) show the depreciation base used in computing the depreciation charges for the month of December; in columns (d) and (g) show the composite rates used in computing the depreciation charges for the month of December, and on lines 29 and 38 of these columns show the composite percentage for all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. The depreciation base should not include the cost of equipment, used but not owned, when the rents therefor are included in the rent for equipment accounts Nos. 536 to 540, inclusive. 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. 503 to 507, 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 542. Report data applicable to improvements to such property, the cost of which is included in account 732, in columns (b), (c) and (d).

4. If the depreciation base for accounts 1, 2 1/2, 3, 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.

Line No.	Account (a)	OWNED AND USED				LEASED FROM OTHERS			
		DEPRECIATION BASE		Annual composite rate (percent)		DEPRECIATION BASE		Annual composite rate (percent)	
		At beginning of year (b)	At close of year (c)	(d)	%	At beginning of year (e)	At close of year (f)	(g)	%
1	ROAD								
2	(1) Engineering	1 934 728	1 936 935		40	42 637	42 637		40
3	(2 1/2) Other right-of-way expenditures	59 426	59 426		65				
4	(3) Grading	31 173 587	31 211 175		05	529 884	529 884		05
5	(5) Tunnels and subways	2 523 644	2 523 644		75				
6	(6) Bridges, trestles, and culverts	8 229 917	8 231 465		2 47	103 398	103 398		2 51
7	(7) Elevated structures								
8	(13) Fences, snowsheds, and signs	207 905	208 936		4 78	11 798	11 798		4 70
9	(16) Station and office buildings	1 259 154	1 259 888		2 16	15 610	15 610		2 67
10	(17) Roadway buildings	504 420	504 420		2 38	5 854	5 854		2 36
11	(18) Water stations								
12	(19) Fuel stations	105 857	105 857		2 50				
13	(20) Shops and enginehouses	1 640 428	1 640 418		2 43				
14	(21) Grain elevators								
15	(22) Storage warehouses								
16	(23) Wharves and docks								
17	(24) Coal and ore wharves								
18	(26) Communication systems	812 757	791 677		3 09				
19	(27) Signals and interlockers	2 379 940	2 380 220		2 99	1 584	15 84		2 99
20	(29) Power plants	1 190	1 190		1 50				
21	(31) Power transmission systems	87 362	87 362		4 11				
22	(35) Miscellaneous structures	11 864	11 864		2 35				
23	(37) Roadway machines	1 368 521	1 369 660		7 87				
24	(39) Public improvements—Construction	535 192	535 193		1 75	16 488	16 488		1 75
25	(44) Shop machinery	933 762	933 762		2 20				
26	(45) Power-plant machinery	12 642	12 642		2 80				
27	All other road accounts								
28	Amortization (other than defense projects)								
29	Total road	53 782 296	53 805 734		1 78	727 253	727 253		1 26
30	EQUIPMENT								
31	(51) Steam locomotives								
32	(52) Other locomotives	18 871 211	18 873 998		4 17				
33	(53) Freight-train cars	18 966 173	18 954 945		2 95				
34	(54) Passenger-train cars	3 352 213	3 352 213		2 38		None		
35	(56) Floating equipment								
36	(57) Work equipment	1 091 622	1 129 757		0				
37	(58) Miscellaneous equipment	438 254	496 587		9 61				
38	Total equipment	42 719 473	42 807 500		3 66				
39	GRAND TOTAL	96 501 769	96 613 234		x x	727 253	727 253		x x

Note: Depreciation Base for Accounts 1, 2 1/2, 3, 5 and 39 include non-depreciable property.

206. OTHER INVESTMENTS—Continued

In common use in standard financial publications may be used where necessary on account of limited space.

6. For nonpar stock, show the number of shares in lieu of the par value in columns (e), (f), (g), (h), (i), and (j).

7. In reporting advances, columns (e), (f), (g), (h), (i), and (j) should be left blank. If any advances are pledged, give particulars in a footnote.

8. Particulars of investments made, disposed of, or written down during the year should be given in columns (j) to (v), inclusive. If the cost of any investment made during the year differs from the book value reported in column (k), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (m) which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR		Line No.
Total book value (i)			Par value (j)		Book value (k)	Par value (l)		Book value (m)		Selling price (n)		Rate (o)	Amount credited to income (p)	
\$			\$		\$	\$		\$		\$		%	\$	
147	142		4	000	3							Various	None	1
														2
														3
														4
														5
														6
147	142		4	000	3									7
														8
														9
														10
														11
														12
														13
														14
														15
														16
														17
														18
														19
														20
														21
771	100							3	521	3	521	7	9	22
														23
														24
														25
														26
														27
														28
														29
														30
														31
														32
771	100							3	521	3	521	7	9	33
														34
														35
														36
														37
														38
														39
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														52
														53

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COMPANY

206. OTHER INVESTMENTS

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of others than affiliated companies, included in accounts Nos. 715, "Sinking funds"; 716, "Capital and other reserve funds"; 722, "Other investments"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, classifying the investments by means of letters, figures, and symbols in columns (a), (b), and (c). Investment in U. S. Treasury obligations may be reported as one item.

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....." In making entries in this column, abbreviations

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	INVESTMENTS AT CLOSE OF YEAR											
					PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR											
					Pledged (e)			Unpledged (f)			In sinking, insurance, and other funds (g)			Total par value (h)		
(a)	(b)	(c)	(d)	\$			\$			\$			\$			
1	716	B-3	IX	U. S. Treasury Obligations -								161	375		161	375
2				Invested deposits in lieu of												
3				Trust Equipment destroyed.												
4				First National Bank of Oregon,												
5				Trustee.												
6																
7				Total Account 716								161	375		161	375
8																
9																
10																
11																
12																
13																
14																
15																
16																
17																
18																
19																
20																
21																
22	722	C-3	VIII	Terminal Transfer, Inc.												
23				Construction loan dated												
24				February 16, 1967 covering												
25				construction of warehouse												
26				and trackage. Principal and												
27				interest payable monthly.												
28				(Spokane, Portland and Seattle Ry. Co.)												
29																
30																
31																
32																
33				Total Account 722												
34																
35																
36																
37																
38																
39																
40																
41																
42																
43																
44																
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53																

205. INVESTMENTS IN AFFILIATED COMPANIES—Continued

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be given in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In cases of joint control, give names of other parties and particulars of control.

7. For nonpar stock, show the number of shares in lieu of the par value in columns (f), (g), (h), (i), (k), and (m).

8. In reporting advances, columns (f), (g), (h), (i), (k), and (m) should be left blank. If any advances are pledged, give particulars in a footnote.

9. Particulars of investments made, disposed of, or written down during

the year should be given in columns (k) to (o), inclusive. If the cost of any investment made during the year differs from the book value reported in column (l), explain the matter in a footnote. By "cost" is meant the consideration given minus accrued interest or dividends included therein. If the consideration given or received for such investments was other than cash, describe the transaction in a footnote. Identify all entries in column (n), which represent a reduction in the book value of securities by symbol and give full explanation in a footnote in each case.

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

INVESTMENTS AT CLOSE OF YEAR			INVESTMENTS MADE DURING YEAR			INVESTMENTS DISPOSED OF OR WRITTEN DOWN DURING YEAR						DIVIDENDS OR INTEREST DURING YEAR			Line No.
Total book value			Par value		Book value	Par value		Book value	Selling price		Rate	Amount credited to income			
(j)			(k)		(l)	(m)		(n)	(o)		(p)	(q)			
\$			\$		\$	\$		\$	\$		%	\$			
18	524	268												1	
19	374	236												2	
	430	202												3	
	127	639												4	
														5	
														6	
18	526	535												7	
														8	
														9	
	101	322												10	
														11	
18	627	261												12	
														13	
														14	
	28	916											241	15	
	28	916											241	16	
														17	
	100	000												18	
														19	
	2	589												20	
	102	589												21	
														22	
														23	
														24	
1	38	000												25	
														26	
1	482	589												27	
														28	
														29	
														30	
														31	
														32	
														33	
														34	
														35	
														36	
40	139	569											241	37	
														38	
														39	
														40	
														41	
														42	
														43	
														44	
														45	
														46	
														47	
														48	
														49	

205. INVESTMENTS IN 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 and other reserve funds"; 721, "Investments in affiliated companies"; and 717, "Insurance and other funds."

2. Entries in this schedule should be made in accordance with the definitions and general instructions given on page 209, 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....." In making entries in this column, abbreviations in common use in standard financial publications may be used where necessary on account of limited space.

Line No.	Account No.	Class No.	Kind of industry	Name of issuing company and description of security held; also lien reference if any	Extent of control	INVESTMENTS AT CLOSE OF YEAR									
						PAR VALUE OF AMOUNT HELD AT CLOSE OF YEAR									
						Pledged		Unpledged		In sinking, insurance, and other funds		Total par value			
	(a)	(b)	(c)	(d)	(e)	(f)		(g)		(h)		(i)			
					%	\$		\$		\$		\$			
1	*	A-1	VII	Oregon Trunk Railway - Common	100	9	997 500	2	500			10	000	000	
2	*	A-1	VII	Oregon Electric Railway Co. "	100	1	947 500	2	500			1	950	000	
3	*	A-1	VII	" " Ry. Co. Deferred	100		380 000						380	000	
4	*	A-1	VII	" " " Preferred	100		75 500	124	500				200	000	
5															
6															
7		A		Sub-Total		12	400 500	129	500			12	530	000	
8															
9															
10		A-3	VI	Ruth Realty Company - Common	100			227	100				227	100	
11															
12	721	A		Total		12	400 500	356	600			12	757	100	
13															
14	*			Pledged under First Mortgage of responde											
15															
16		D-1	VII	Railway Express Agency, Inc.											
17															
18	721	D		Total											
19															
20		E-1	VII	Oregon Electric Ry. Co. advances	100										
21		E-1	VII	Association of Western Railway											
22				advances											
23		E		Sub-Total											
24															
25		E-3	VII	Ruth Realty Company advances	100										
26															
27	721	E		Total											
28															
29															
30															
31															
32															
33															
34															
35															
36															
37				Grand Total Account - 721		12	400 500	356	600			12	757	100	
38															
39															
40															
41															
42															
43															
44															
45															
46															
47															
48															
49															

201. ITEMS IN SELECTED CURRENT ASSET ACCOUNTS

Give brief description for each item or class of items of like description in accounts Nos. 702, "Temporary cash investments"; 703, "Special deposits"; 704, "Loans and notes receivable"; 709, "Accrued accounts receivable"; and 713, "Other current assets," at the close of the year. Show description of the temporary cash investments, the names of depositaries for the special deposits, the character of loans and notes, with name of debtor (or class of debtors), dates of issue and maturity, and appropriate description for each class of accrued accounts receivable and for the other current assets. Show each item (or the aggregate of a

class of items of like description) amounting to \$100,000 or more. Each item or class of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in schedule 200A. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1	702	Time Deposits - Open account	100	000
2		Commercial paper - notes	5	100 000
3		Total Account - 702	5	200 000
4				
5	703	Other items, each less than \$100,000		37
6				
7		Total Account - 703		37
8				
9	709	Amounts receivable from others for which bills have not been rendered	1	775 430
10				
11		Estimated per diem due from foreign lines	219	000
12				
13		Estimated unreported interline freight and passenger revenue	2	548 000
14				
15		Federal income tax refund - 1967 and 1968	339	000
16				
17		Other items, each less than \$100,000	8	514
18				
19		Total Account - 709	4	300 944
20				
21				
22	713	Other items each less than \$100,000	79	784
23				
24		Total Account - 713	79	784
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
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45				

COMPARATIVE GENERAL BALANCE SHEET—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) the procedure in accounting for pension funds including payments to trustees and recording in the accounts pension costs, indicating whether or not consistent with the prior year, and state the amount, as nearly as practicable, of unfunded past service costs; (2) 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; (3) particulars concerning obligations for stock purchase options granted to officers and employees; and (4) what entries have been made for net income or retained income restricted under provisions of mortgages and other arrangements.

1. Show hereunder the estimated accumulated tax reductions realized during current and prior years under section 168 (formerly section 124-A) and under section 167 of the Internal Revenue Code because of accelerated amortization of emergency facilities and accelerated depreciation of other facilities and also depreciation deductions resulting from the use of the new guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. The amount to be shown in each case is the net accumulated reductions in taxes realized less subsequent increases in taxes due to expired or lower allowances for amortization or depreciation as a consequence of accelerated allowances in earlier years. Also, show the estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962. In the event provision has been made in the accounts through appropriations of surplus or otherwise for the contingency of increase in future tax payments, the amounts thereof and the accounting performed should be shown.

(a) Estimated accumulated net reduction in Federal income taxes since December 31, 1949, because of accelerated amortization of emergency facilities in excess of recorded depreciation under section 168 (formerly section 124-A) of the Internal Revenue Code. \$ 2,733,521

(b) Estimated accumulated net reduction in Federal income taxes because of accelerated depreciation of facilities since December 31, 1953, under provisions of section 167 of the Internal Revenue Code and depreciation deductions resulting from the use of the guideline lives, since December 31, 1961, pursuant to Revenue Procedure 62-21 in excess of recorded depreciation. \$ 2,152,166

(c) Estimated accumulated net income tax reduction realized since December 31, 1961, because of the investment tax credit authorized in the Revenue Act of 1962 compared with the income taxes that would otherwise have been payable without such investment tax credit. \$ 1,487,707

2. Amount of accrued contingent interest on funded debt recorded in the balance sheet:

Description of obligation	Year accrued	Account No.	Amount
			\$ None
			\$ None

3. As a result of dispute concerning the recent increase in per diem rates for use of freight cars interchanged, settlement of disputed amounts has been deferred awaiting final disposition of the matter. The amounts in dispute for which settlement has been deferred are as follows:

Item	As recorded on books				Amount not recorded
	Amount in dispute	Account Nos.			
		Debit	Credit		
Per diem receivable.....	\$ 194,133	741	784	\$ None	
Per diem payable.....	85,339	784	741		
Net amount.....	\$ 108,794	x x x x x x	x x x x x x	\$ None	

4. 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

5. 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, 1970. \$ None

Respondent carries service interruption policies with The Imperial Insurance Company, Limited, under which it will be entitled to \$33,293 daily indemnity for certain work stoppage losses. In the event such losses are sustained by other railroads holding similar policies respondent may be obligated to pay a maximum of \$665,860 additional premiums for each year of the policies.

200L. COMPARATIVE GENERAL BALANCE SHEET—LIABILITIES AND SHAREHOLDERS' EQUITY

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the accounting requirements followed

in column (c). The entries in short column (b₁) should reflect total book liability at close of year. The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)			Account or item (b)	Balance at close of year (c)		
CURRENT LIABILITIES							
47	\$			(751) Loans and notes payable (p. 242A)	\$		
48	2	182	810	(752) Traffic and car-service balances—Credit	4	066 475	
49		863	019	(753) Audited accounts and wages payable		887 212	
50		505	781	(754) Miscellaneous accounts payable		474 821	
51			37	(755) Interest matured unpaid		864 937	
52				(756) Dividends matured unpaid			
53		581	580	(757) Unmatured interest accrued		25 627	
54				(758) Unmatured dividends declared			
55	3	193	131	(759) Accrued accounts payable (p. 242A)	3	598 555	
56		(329	000)	(760) Federal income taxes accrued (p. 242B)			
57		660	464	(761) Other taxes accrued (p. 242B)		729 511	
58		214	102	(763) Other current liabilities (p. 242A)		892 168	
59	8	571	924	Total current liabilities (exclusive of long-term debt due within one year)	11	518 176	
LONG-TERM DEBT DUE WITHIN ONE YEAR							
60	1	394	419	(764) Equipment obligations and other debt (pp. 234, 235, 236, and 237)	(b ₁) Total issued (b ₂) Held by or for respondent	1 394 419	
LONG-TERM DEBT DUE AFTER ONE YEAR							
61	42	710	000	(765) Funded debt unmatured	(b ₁) Total issued (b ₂) Held by or for respondent	42 710 000	
62	2	298	479	(766) Equipment obligations	(pp. 234, 235, 236, and 237)	7 421 499	
63				(767) Receivers' and Trustees' securities			
64				(768) Debt in default			
65				(769) Amounts payable to affiliated companies (p. 242)			
66	45	008	479	Total long-term debt due after one year		50 131 499	
RESERVES							
67				(771) Pension and welfare reserves			
68				(772) Insurance reserves			
69				(773) Equalization reserves			
70		198	571	(774) Casualty and other reserves (p. 243)		198 571	
71		198	571	Total reserves		198 571	
OTHER LIABILITIES AND DEFERRED CREDITS							
72				(781) Interest in default (p. 236)			
73		42	791	(782) Other liabilities (p. 243)		54 821	
74				(783) Unamortized premium on long-term debt			
75		113	516	(784) Other deferred credits (p. 243)		119 827	
76		55	607	(785) Accrued depreciation—Leased property (p. 226A)		56 382	
77		211	914	Total other liabilities and deferred credits		231 030	
SHAREHOLDERS' EQUITY							
Capital stock (Par or stated value)							
78	40	000	000	(791) Capital stock issued—Total	(b ₁) Total issued (b ₂) Held by or for company	40 000 000	
79				Common stock (p. 245)		40 000 000	
80				Preferred stock (p. 245)			
81				(792) Stock liability for conversion (p. 246)			
82				(793) Discount on capital stock			
83	40	000	000	Total capital stock		40 000 000	
Capital surplus							
84				(794) Premiums and assessments on capital stock (p. 247)			
85	9	300	000	(795) Paid-in surplus (p. 247)		9 300 000	
86				(796) Other capital surplus (p. 247)			
87	9	300	000	Total capital surplus		9 300 000	
Retained income							
88				(797) Retained income—Appropriated (p. 247)			
89	38	023	158	(798) Retained income—Unappropriated (p. 302)		38 071 636	
90	38	023	158	Total retained income		38 071 636	
91	87	323	158	Total shareholders' equity		87 371 636	
92	142	708	465	TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		150 845 331	

NOTE—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

200A. COMPARATIVE GENERAL BALANCE SHEET—ASSETS

For instructions covering this schedule, see the text pertaining to General Balance Sheet Accounts in the Uniform System of Accounts for Railroad Companies. The entries in this balance sheet should be consistent with those in the supporting schedules on the pages indicated. The entries in column (a) should be restated to conform with the account-

ing requirements followed in column (c). The entries in the short column (b₂) should be deducted from those in column (b₁) in order to obtain corresponding entries for column (c). All contra entries hereunder should be indicated in parenthesis.

Line No.	Balance at beginning of year (a)			Account or Item (b)	Balance at close of year (c)		
				CURRENT ASSETS			
1	\$	992	691	(701) Cash	\$	21	531
2		1 800	000	(702) Temporary cash investments (p. 203)		5 200	000
3			37	(703) Special deposits (p. 203)			37
4				(704) Loans and notes receivable (p. 203)			
5				(705) Traffic and car-service balances—Debit			
6		1 571	916	(706) Net balance receivable from agents and conductors		1 658	788
7		2 755	078	(707) Miscellaneous accounts receivable		2 221	447
8			4 876	(708) Interest and dividends receivable			3 142
9		3 379	834	(709) Accrued accounts receivable (p. 203)		4 302	944
10			966	(710) Working fund advances			881
11		8	177	(711) Prepayments		6	342
12		3 660	220	(712) Material and supplies		3 821	236
13			97 432	(713) Other current assets (p. 203)			72 784
14		14 271	227	Total current assets		17 413	132
				SPECIAL FUNDS			
15				(715) Sinking funds (pp. 206 and 207)	(b ₁) Total book assets at close of year	(b ₂) Respondent's own issues included in (b ₁)	
16		147	880	(716) Capital and other reserve funds (pp. 206 and 207)	151,876		151 876
17		33	293	(717) Insurance and other funds (pp. 206 and 207)	33 293		33 293
18		181	173	Total special funds			185 169
				INVESTMENTS			
19		40	139 369	(721) Investments in affiliated companies (pp. 210, 211, 212 and 213)			40 139 369
20			774 621	(722) Other investments (pp. 214, 215, 216 and 217)			774 621
21		(8	918 122)	(723) Reserve for adjustment of investment in securities—Credit			(8 918 122)
22		31	995 868	Total investments (accounts 721, 722 and 723)			31 995 868
				PROPERTIES			
23		125	313 352	(731) Road and equipment property (pp. 220, 221 and 222)			130 850 233
24	x x x x x x			Road	\$	76 830 851	x x x x x x
25	x x x x x x			Equipment		48 870 039	x x x x x x
26	x x x x x x			General expenditures		4 066 489	x x x x x x
27	x x x x x x			Other elements of investment			x x x x x x
28	x x x x x x			Construction work in progress		1 082 854	x x x x x x
29		685	706	(732) Improvements on leased property (pp. 220, 221 and 222)			686 182
30	x x x x x x			Road	\$	686 182	x x x x x x
31	x x x x x x			Equipment			x x x x x x
32	x x x x x x			General expenditures			x x x x x x
33		125 999	058	Total transportation property (accounts 731 and 732)			131 536 415
34	(33	474 556)		(735) Accrued depreciation—Road and Equipment (pp. 226 and 226B)			(33 860 576)
35	(1	860 857)		(736) Amortization of defense projects—Road and Equipment (p. 227)			(1 857 914)
36	(35	335 413)		Recorded depreciation and amortization (accounts 735 and 736)			(35 718 490)
37		90 663 645		Total transportation property less recorded depreciation and amortization (line 33 less line 36)			95 517 925
38		6 314 641		(737) Miscellaneous physical property (pp. 230B and 231)			6 282 474
39	(1	458 267)		(738) Accrued depreciation—Miscellaneous physical property (pp. 230B and 231)			(1 458 775)
40		4 856 374		Miscellaneous physical property less recorded depreciation (account 737 less 738)			4 813 699
41		95 520 019		Total properties less recorded depreciation and amortization (line 37 plus line 40)			94 049 150
				OTHER ASSETS AND DEFERRED CHARGES			
42		228	284	(741) Other assets (p. 232)			227 341
43				(742) Unamortized discount on long-term debt			
44		511	894	(743) Other deferred charges (p. 232)			395 711
45		740	178	Total other assets and deferred charges			623 052
46		142 708	465	TOTAL ASSETS			150 845 331

NOTE.—See page 202 for explanatory notes, which are an integral part of the Comparative General Balance Sheet.

Selected Schedules

Spokane, Portland and Seattle Railway Company

for the Period

January 1 through February 28, 1970

VERIFICATION

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

OATH

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

State of Oregon)
County of Multnomah) ss:

L. F. Lawson
(Insert here the name of the affiant)

makes oath and says that he is

Comptroller

(Insert here the official title of the affiant)

of Oregon Electric Railway Company
(Insert here the exact legal title or name of the respondent)

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

January 1, 19 70, to and including February 28, 19 70

L. F. Lawson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 24th day of July, 1970
My commission expires March 4, 1973

Use an
L. S.
impression seal

S. W. Gray
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Oregon)
County of Multnomah) ss:

N. S. Westergard
(Insert here the name of the affiant)

makes oath and says that he is Vice President and General Manager
(Insert here the official title of the affiant)

of Oregon Electric Railway Company
(Insert here the exact legal title or name of the respondent)

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

period of time from and including January 1, 19 70, to and including February 28, 19 70

N. S. Westergard
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 24th day of July, 1970
My commission expires March 4, 1973

Use an
L. S.
impression seal

S. W. Gray
(Signature of officer authorized to administer oaths)

412. 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 should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT								LINE OWNED, NOT OPERATED BY RESPONDENT				New line constructed during year (k)
		LINE OWNED		Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)	Branch lines (j)				
		Main line (b)	Branch lines (c)											
1	Oregon	122	70				20	35	143	05				
2	Oregon		29	78			13	65	13	43				
3														
4														
5														
6														
7														
8														
9														
10														
11														
12														
13														
14														
15														
16	TOTAL MILEAGE (single track)	122	70	29	78				34	00	186	48		

277
186 48

411-A. 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.

411. MILEAGE OPERATED AT CLOSE OF YEAR
(For other than switching and terminal companies)

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, and turn-outs					
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	
1	1	100	M	122	70		7	85	7	47	30	168
2												
3	1	100	B	29	78		2	00	5	85	7	44
4												
5	1	1	B				0	03	0	24		0
6												
7		Total Class 1 & 3		152	148		9	88	13	50	37	213
8												
9	5	None	M	20	35	3	1	67	0	10	20	46
10												
11	5	None	B	13	65		0	79	0	89		15
12												
13		Total Class 5		34	00	3	2	46	99	20	98	61
14												
15												
16												
17												
18												
19												
20												
21												
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52												
53												
54												
55		TOTAL MAIN LINE		143	05	3	9	52	7	51	51	214
56		TOTAL BRANCH LINES		43	43		2	82	6	98	7	60
57		GRAND TOTAL		186	48	3	12	34	14	49	58	275
58		Miles of road or track electrified (included in preceding grand total)										None

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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 should be stated to the nearest hundredth of a 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 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 rests 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.

305. RETAINED INCOME—UNAPPROPRIATED

1. Show hereunder the items of the Retained Income 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.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 301A) -----	\$	4	950	
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$ <u>None</u>
3	(622) Appropriations released -----				
4	Total -----		4	950	
	DEBITS				
5	(612) Debit balance transferred from Income (p. 301A) -----				
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$ <u>None</u>
7	(620) Appropriations for sinking and other reserve funds -----				
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 302) -----				
10	Total -----				
11	Net increase during year* -----		4	950	
12	Balance at beginning of year (p. 201)* -----	(7	969	128)	
13	Balance at end of year (carried to p. 201)* -----	(7	964	178)	

* Amount in parentheses indicates debit balance.

Note.—See p. 323, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.
2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

replenishing the treasury of the respondent after payment of any dividend, give full particulars in a footnote. If any class of stock received a return not reportable in this schedule, state the particulars of the case in a footnote.

3. The sum of the dividends stated in column (e) should equal the amount shown in schedule No. 305.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)			DATES	
		Regular (b)	Extra (c)					Declared (f)	Payable (g)
41				\$					
42									
43									
44	None								
45									
46									
47									
48									
49									
50									
51									
52									
53									
				TOTAL					

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 323.

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
51	FIXED CHARGES	x x	x x	x x	x x	x x	x x	x x	x x	x x
52	(542) Rent for leased roads and equipment (p. 321).....									
53	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
54	(a) Fixed interest not in default.....									
55	(b) Interest in default.....									
56	(547) Interest on unfunded debt.....									
57	(548) Amortization of discount on funded debt.....									
58	Total fixed charges.....									
59	Income after fixed charges (lines 50, 58).....		4	950		139	959			
60	OTHER DEDUCTIONS	x x	x x	x x	x x	x x	x x	x x	x x	x x
61	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
62	(c) Contingent interest.....									
63	Ordinary income (lines 59, 62).....		4	950		139	954			
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS	x x	x x	x x	x x	x x	x x	x x	x x	x x
65	(570) Extraordinary items (net), (p. 323).....									
66	(580) Prior period items (net), (p. 323).....									
67	(590) Federal income taxes on extraordinary and prior period items (p. 323).....									
68	Total extraordinary and prior period items.....									
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68).....		4	950		139	959			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's Rules Governing the Separation of Railway Operat-

ing Expenses, Taxes, Equipment Rents and Joint Facility Rents, effective January 1, 1953. (See Notes A and B.)

4. Any unusual accruals involving substantial amounts included in column (b) on lines 9 to 24, inclusive, should be fully explained in a footnote.

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

RAIL-LINE, INCLUDING WATER TRANSFERS

Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			Line No.
\$			\$			\$			\$			\$			\$			\$			
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	1
XX	853	760	XX	XX	XX	XX	853	760	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	2
	541	251	XX	XX	XX		541	251		None		XX	XX	XX		None		XX	XX	XX	3
XX	XX	XX	XX	XX	XX		312	509	XX	XX	XX	XX	XX	XX							4
							66	450													5
XX	XX	XX	XX	XX	XX		246	059	XX	XX	XX	XX	XX	XX							6
XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	7
																					8
																					9
																					10
																					11
																					12
																					13
XX	XX	XX	XX	XX	XX				XX	XX	XX	XX	XX	XX							14
XX	175	032	XX	XX	XX	XX	175	032	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	XX	15
	59	248					59	248													16
																					17
	5	047					5	047													18
	8	477					8	477													19
XX	XX	XX	XX	XX	XX		247	804	XX	XX	XX	XX	XX	XX							20
XX	XX	XX	XX	XX	XX		(247	804)	XX	XX	XX	XX	XX	XX							21
XX	XX	XX	XX	XX	XX		1	745	XX	XX	XX	XX	XX	XX	None			None			22
																					23
																					24
																					25

If this report is made for a system, list hereunder the names of all companies included in the system returns:

Not a system report.

300. INCOME ACCOUNT FOR THE YEAR

1. Give the Income Account of the respondent for the year in accordance with the rules prescribed in the Uniform System of Accounts for Railroad Companies.

2. In column (d) show against the appropriate account the amount of income that is offset by deductions in other income accounts of respondent so far as they relate to companies the operations of which are covered by this operating report, the amount of such deductions or dispositions to be also shown against appropriate accounts. For example, road (A) operates road (B) under lease for a

rental of \$1,000,000, but road (A) owns 50 percent of the stock of road (B) on which it receives \$250,000 in dividends. The entries in column (d) should be: Account No. 513, "Dividend income," \$250,000; Account No. 542, "Rent for leased roads and equipment," \$250,000. Again, if road (C) has issued its own securities to acquire a part or all of the securities of road (D), a separately operated carrier, no entries should be made in column (d) by road (C) even though dividends or interest be received on such securities held by road (C). But if road (D) is a

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
	ORDINARY ITEMS									
	OPERATING INCOME									
	RAILWAY OPERATING INCOME									
1	(501) Railway operating revenues (p. 303)	853	760		5	017	238			
2	(531) Railway operating expenses (p. 310)	541	251		3	182	207			
3	Net revenue from railway operations	312	509		1	835	031			
4	(532) Railway tax accruals (p. 317)	66	450			400	190			
5	Railway operating income	246	059		1	434	841			
	RENT INCOME									
6	(503) Hire of freight cars—Credit balance (p. 319)									
7	(504) Rent from locomotives (p. 320)									
8	(505) Rent from passenger-train cars (p. 320)									
9	(506) Rent from floating equipment									
10	(507) Rent from work equipment									
11	(508) Joint facility rent income									
12	Total rent income									
	RENTS PAYABLE									
13	(536) Hire of freight cars—Debit balance (p. 319)	175	032		881	380				
14	(537) Rent for locomotives (p. 320)	59	248		375	665				
15	(538) Rent for passenger-train cars (p. 320)					262				
16	(539) Rent for floating equipment									
17	(540) Rent for work equipment	5	047		25	254				
18	(541) Joint facility rents	8	477		83	396				
19	Total rents payable	247	804		1	365	957			
20	Net rents (lines 15, 23)	(247	804)		(1	365	957)			
21	Net railway operating income (lines 7, 24)	(1	745)			68	884			
	OTHER INCOME									
22	(502) Revenues from miscellaneous operations (p. 231)									
23	(509) Income from lease of road and equipment (p. 318)									
24	(510) Miscellaneous rent income (p. 318)	1	842		19	107				
25	(511) Income from nonoperating property (p. 231)	6	509		36	875				
26	(512) Separately operated properties—Profit (p. 319)									
27	(513) Dividend income									
28	(514) Interest income					6	254			
29	(516) Income from sinking and other reserve funds									
30	(517) Release of premiums on funded debt									
31	(518) Contributions from other companies									
32	(519) Miscellaneous income (p. 323)					18	012			
33	Total other income	8	351		80	248				
34	Total income (lines 25, 38)	6	606		149	132				
	MISCELLANEOUS DEDUCTIONS FROM INCOME									
35	(534) Expenses of miscellaneous operations (p. 231)									
36	(535) Taxes on miscellaneous operating property (p. 231)									
37	(543) Miscellaneous rents (p. 322)									
38	(544) Miscellaneous tax accruals (p. 231)	1	601		8	887				
39	(545) Separately operated properties—Loss (p. 319)									
40	(549) Maintenance of investment organization									
41	(550) Income transferred to other companies									
42	(551) Miscellaneous income charges (p. 323)		55			286				
43	Total miscellaneous deductions	1	656		9	173				
44	Income available for fixed charges (lines 39, 49)	4	950		139	959				

233. CONTINGENT ASSETS AND LIABILITIES

1. Give particulars with respect to contingent assets and liabilities, at the close of the year, in accordance with Instruction 6-6 in the Uniform System of Accounts for Railroad Companies, Issue of 1962, that are not reflected in the accounts of the respondent and the value of the item amounts 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 possi-

ble 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.

Line No.	Item (a)	Amount (b)		
		\$		
1				
2				
3				
4	None			
5				
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
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225. ITEMS IN SELECTED RESERVE AND OTHER LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 774, "Casualty and other reserves"; 782, "Other liabilities"; and 784, "Other deferred credits," at the close of the year. Show creditor (or class of creditors) for deferred liabilities, and appropriate description of each class of operating reserve and for items of deferred credits. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)		
			\$		
1					
2	774	Other items, each less than \$100,000		23	263
3					
4		Total Account 774		23	263
5					
6	784	Other items each less than \$100,000			182
7					
8		Total Account 784			182
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
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24					
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44					
45					

224. FEDERAL INCOME AND OTHER TAXES ACCRUED

Give the particulars called for with respect to the balances at close of year in accounts Nos. 760, "Federal income taxes accrued" and 761, "Other taxes accrued."

Line No.	Kind of tax (a)	Previous years (b)			Current year (c)			Balance at close of year (d)		
		\$			\$			\$		
1	Federal income taxes (532 or other accounts).....									
2	Federal excess profits taxes (532 or other accounts).....									
3	TOTAL (account 760).....									
4	Railway property State and local taxes (532).....				(	69	903)	(	69	903)
5	Old-age retirement (532).....					12	794		12	794
6	Unemployment insurance (532).....					6	930		6	930
7	Miscellaneous operating property (535).....									
8	Miscellaneous tax accruals (544).....									
9	All other taxes.....									
10	TOTAL (account 761).....				(	50	179)	(	50	179)

NOTES AND REMARKS

223. ITEMS IN SELECTED CURRENT LIABILITY ACCOUNTS

Give description and particulars for each item or class of items of like description in accounts Nos. 751, "Loans and notes payable"; 759, "Accrued accounts payable"; and 763, "Other current liabilities," at the close of the year. 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. Show each item (or the aggregate of a class of items of like description) amounting to \$100,000 or more. Each item or class

of items of like description amounting to less than \$100,000 may be combined into a single entry designated "Other items, each less than \$100,000." The entries for each account shall be listed and the account number and the total for each account shall be shown corresponding to the amounts in Schedule 200L. 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.

Line No.	Account No. (a)	Item (b)	Amount (c)	
			\$	
1				
2	759	Vacation pay payable within one year	123	935
3				
4		Other items, each less than \$100,000	198	166
5				
6				
7		Total Account 759	322	101
8				
9				
10	763	Local and interline prepaid forwarded	678	798
11				
12		Other items, each less than \$100,000	15	309
13				
14				
15		Total Account 763	694	107
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
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34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				
45				

300. INCOME ACCOUNT FOR THE YEAR—Continued

"proprietary" company for which no separate operating report is rendered, appropriate entries in column (d) should be made by road (C). If a leased road is assigned to another company for operation, the rent paid should be offset by the rent received. The examples indicated should not be taken to exclude others of a similar nature.

3. Returns for the year reported on lines 1 to 25, inclusive, should be analyzed in columns (e) to (k) in accordance with the Commission's Rules Governing the Separation of Railway Operat-

ing Expenses, Taxes, Equipment Rents and Joint Facility Rents, effective January 1, 1963. (See Notes A and B.)

4. Any unusual accruals involving substantial amounts included in column (b) on lines 9 to 25, inclusive, should be fully explained in a footnote.

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

RAIL-LINE, INCLUDING WATER TRANSFERS

Related solely to freight service (e)			Apportioned to freight service (f)			Total freight service (g)			Related solely to passenger and allied services (h)			Apportioned to passenger and allied services (i)			Total passenger service (j)			Other items not related to either freight or to passenger and allied services (k)			Line No.
\$			\$			\$			\$			\$			\$			\$			
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	1
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	2
5	235	789	x x	x x	x x	5	235	789	250	947	x x	x x	x x	x x	250	947	x x	x x	x x	x x	3
2	951	994		858	694	3	810	688	587	116		113	331		700	447					4
x x	x x	x x	x x	x x	x x	1	425	101	x x	x x	x x	x x	x x	x x	(449)	500					5
		78		372	799		372	877				68	636		68	636					6
x x	x x	x x	x x	x x	x x	1	052	224	x x	x x	x x	x x	x x	x x	(518)	136					7
x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	8
	147	438					147	438													9
									22	422					22	422					10
							9	783		9	783		896			896					11
	23	208		47	602		70	810		1	838		1	402		3	240				12
x x	x x	x x	x x	x x	x x		228	031	x x	x x	x x	x x	x x	x x		26	558				13
x x	299	048	x x	x x	x x	x x	299	048	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	x x	14
																					15
									31	122					31	122					16
																					17
	72	646		16	587		89	233		24	436		4	057		28	493				18
x x	x x	x x	x x	x x	x x		388	281	x x	x x	x x	x x	x x	x x		59	615				19
x x	x x	x x	x x	x x	x x		160	250	x x	x x	x x	x x	x x	x x	(33)	057					20
x x	x x	x x	x x	x x	x x		891	074	x x	x x	x x	x x	x x	x x	(551)	193					21

If this report is made for a system, list hereunder the names of all companies included in the system returns:

Not a System Report

300. INCOME ACCOUNT FOR THE YEAR—Concluded

Line No.	Item (a)	Amount for current year (b)			Amount for preceding year (c)			Offsetting debits and credits for current year (d)		
		\$			\$			\$		
51	FIXED CHARGES	x x	x x	x x	x x	x x	x x	x x	x x	x x
52	(542) Rent for leased roads and equipment (p. 321).....		6	137		37	271			
53	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
54	(a) Fixed interest not in default.....		331	006		1	945		150	
55	(b) Interest in default.....									
56	(547) Interest on unfunded debt.....									
57	(548) Amortization of discount on funded debt.....									
58	Total fixed charges.....		337	143		1	982		421	
59	Income after fixed charges (lines 50, 58).....		48	478		173	295			
60	OTHER DEDUCTIONS	x x	x x	x x	x x	x x	x x	x x	x x	x x
61	(546) Interest on funded debt:	x x	x x	x x	x x	x x	x x	x x	x x	x x
62	(c) Contingent interest.....									
63	Ordinary income (lines 59, 62).....		48	478		173	295			
64	EXTRAORDINARY AND PRIOR PERIOD ITEMS	x x	x x	x x	x x	x x	x x	x x	x x	x x
65	(570) Extraordinary items (net), (p. 323).....									
66	(580) Prior period items (net), (p. 323).....									
67	(590) Federal income taxes on extraordinary and prior period items (p. 323)									
68	Total extraordinary and prior period items.....									
69	Net income transferred to Retained Income-Unappropriated (lines 63, 68).....		48	478		173	295			

NOTE.—See page 301B for explanatory notes, which are an integral part of the Income Account for the Year.

NOTES AND REMARKS

INCOME ACCOUNT FOR THE YEAR—EXPLANATORY NOTES

The space below is provided for the purpose of disclosing additional information concerning items of income for the current year. Each carrier shall give the particulars of items herein. Enter in separate notes with suitable explanation, amounts included in income accounts in connection with any unusual and material accrual or changeover in accounting practice, and other matters of the character commonly disclosed in financial statements under generally accepted accounting and reporting principles. Minor items which have no consequential

effect on net income for the year need not be reported. If carrier has nothing to report, insert the word "None". The tax consequences of use of accelerated depreciation and tax guideline service lives, the investment tax credit, as well as other unusual and significant tax items and matters, are to be disclosed in Schedule 350, under Section C pertaining to analysis of Federal income taxes. The explanation of items included in accounts 570, "Extraordinary items"; 580, "Prior period items"; and 590, "Federal income taxes on extraordinary and prior period items" are to be disclosed in Schedule 396, page 323.

None

305. RETAINED INCOME--UNAPPROPRIATED

1. Show hereunder the items of the Retained Income 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.

Line No.	Item (a)	Amount (b)			Remarks (c)
	CREDITS				
1	(602) Credit balance transferred from Income (p. 301A) -----	\$	18	478	
2	(606) Other credits to retained income -----				Net of Federal income taxes ----- \$
3	(622) Appropriations released -----				
4	Total -----		18	478	
	DEBITS				
5	(612) Debit balance transferred from Income (p. 301A) -----				
6	(616) Other debits to retained income -----				Net of Federal income taxes ----- \$
7	(620) Appropriations for sinking and other reserve funds -----				
8	(621) Appropriations for other purposes -----				
9	(623) Dividends (p. 302) -----				
10	Total -----				
11	Net increase during year* -----		18	478	
12	Balance at beginning of year (p. 201)* -----	38	023	158	
13	Balance at end of year (carried to p. 201)* -----	38	071	636	

* Amount in parentheses indicates debit balance.

Note.—See p. 323, schedule 396, for analysis of Retained Income accounts.

308. DIVIDEND APPROPRIATIONS

1. Give particulars of each dividend declared. For par value or nonpar stock, show in column (d) the respective total par value or total number of shares on which dividend was declared and the corresponding rate percent or per share in column (b) or (c). If any such dividend was payable in anything other than cash, explain the matter fully in a footnote.

2. If an obligation of any character has been incurred for the purpose of procuring funds for the payment of any dividend or for the purpose of

replenishing the treasury of the respondent after payment of any dividend, give full particulars in a footnote. If any class of stock received a return not reportable in this schedule, state the particulars of the case in a footnote.

3. The sum of the dividends stated in column (e) should equal the amount shown in schedule No. 305.

Line No.	Name of security on which dividend was declared (a)	Rate percent (par value stock) or rate per share (nonpar stock)		Total par value of stock or total number of shares of nonpar stock on which dividend was declared (d)	Dividends (account 623) (e)	DATES	
		Regular (b)	Extra (c)			Declared (f)	Payable (g)
41				\$	\$		
42							
43							
44							
45							
46							
47							
48							
49							
50							
51							
52							
53							
				TOTAL			

INSTRUCTIONS CONCERNING RETURNS IN SCHEDULE 411

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 should be stated to the nearest hundredth of a 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 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 rests 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.

411. MILEAGE OPERATED AT CLOSE OF YEAR
(For other than switching and terminal companies)

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, and turn-outs			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1	1	100	M	444 97	1 03		68 36	35 12	66 08	616 46
2	1	100	B	84 28			2 83	5 90	1 53	94 54
3		Total Class 1		529 25	1 03		71 19	41 02	68 51	711 00
4										
5	1J	1/2	M						1 55	1 55
6	1J	1/3	M					81	8 17	8 98
7	1J	2/3	M	5 40	5 32		85	1 59	02	13 18
8	1J	1/6	M					80		80
9		Total Class 1		5 40	5 32		85	3 20	9 74	24 51
10										
11	3A	100	M	35 49			3 61	1 14	2 27	42 51
12		Total Class 3A		35 49			3 61	1 14	2 27	42 51
13										
14	5	None	M	30 00	21 76		6 87	1 30	33 41	93 34
15		Total Class 5		30 00	21 76		6 87	1 30	33 41	93 34
16										
17										
18										
19										
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54										
55		TOTAL MAIN LINE		515 86	28 11		79 69	40 76	112 40	776 82
56		TOTAL BRANCH LINES		84 28			3 83	5 90	1 53	94 54
57		GRAND TOTAL		600 14	28 11		83 52	46 66	113 93	871 36
58		Miles of road or track electrified (included in preceding grand total)								

411-A. 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	S.P.& S. Ry. and UP RR M						0.84				0.84
2												
3												
4												
5												
6												
7												
8												
9												
10												
11		TOTAL		None	None	None	None	0.84		None		0.84

Notes: Above track is owned one-half by Spokane, Portland and Seattle Railway Company and one-half by the Union Pacific Railroad and is operated solely by the Union Pacific Railroad.

412. 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 should be stated to the nearest hundredth of a mile.

Line No.	State or territory (a)	ROAD OPERATED BY RESPONDENT										LINE OWNED, NOT OPERATED BY RESPONDENT				New line constructed during year (k)
		LINE OWNED		Line of proprietary companies (d)	Line operated under lease (e)	Line operated under contract, etc. (f)	Line operated under trackage rights (g)	Total mileage operated (h)	Main line (i)		Branch lines (j)					
		Main line (b)	Branch lines (c)													
1	Oregon	79	26	42	06		35	49			4	47	161	28		
2	Oregon	3	42								1	71	5	13		
3	Oregon										0	02	0	02		
4	Total in Oregon	82	68	42	06		35	49			6	20	166	43		
5																
6	Washington	365	71	42	22						25	53	433	46		
7	Washington	0	17								0	08	0	25		
8																
9	Total in Washington	365	88	42	22						25	61	433	71		
10																
11																
12																
13																
14																
15																
16	TOTAL MILEAGE (single track)	448	56	84	28		35	49			31	81	600	14		

Note: * This portion is owned 2/3 by S.P. & S. Ry. Co. and 1/3 N.P. Ry. Co.

VERIFICATION

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

OATH

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

State of Oregon)
County of Multnomah) ss:

L. F. Lawson
(Insert here the name of the affiant)

makes oath and says that he is

Comptroller
(Insert here the official title of the affiant)

of Spokane, Portland and Seattle Railway Company
(Insert here the exact legal title or name of the respondent)

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

January 1, 1970, to and including February 28, 1970.

L. F. Lawson
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 24th day of July, 1970.
My commission expires March 4, 1973

Use an
L. S.
impression seal

S. W. Gray
(Signature of officer authorized to administer oaths)

SUPPLEMENTAL OATH

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

State of Oregon)
County of Multnomah) ss:

N. S. Westergard
(Insert here the name of the affiant)

makes oath and says that he is

Vice President and General Manager
(Insert here the official title of the affiant)

of Spokane, Portland and Seattle Railway Company
(Insert here the exact legal title or name of the respondent)

that he has carefully examined the foregoing report; that he believes that all statements of fact contained in the said report are true, and that the said report is a correct and complete statement of the business and affairs of the above-named respondent and the operations of its property during the period of time from and including January 1, 1970, to and including February 28, 1970

N. S. Westergard
(Signature of affiant)

Subscribed and sworn to before me, a Notary Public, in and for the State and county above named, this 24th day of July, 1970.
My commission expires March 4, 1973

Use an
L. S.
impression seal

S. W. Gray
(Signature of officer authorized to administer oaths)

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THIS INDENTURE OF LEASE, made as of the 2nd day of March, 1970, by and between SPOKANE, PORTLAND AND SEATTLE RAILWAY COMPANY, a corporation organized and existing under the laws of the State of Washington (hereinafter sometimes called the "Lessor") party of the first part, and BURLINGTON NORTHERN INC., a corporation organized and existing under the laws of the State of Delaware (hereinafter sometimes called the "Lessee"), party of the second part,

W I T N E S S E T H :

WHEREAS, the Lessor is a wholly-owned subsidiary of the Lessee, which owns \$42,710,000 principal amount of the Lessor's First Mortgage Bonds, due March 1, 1971, and 400,000 shares of the Lessor's capital stock, being all of the outstanding bonds and stock of the Lessor;

WHEREAS, the Lessor operates certain lines of railroad and branches, owned by it or operated under leasehold, trackage agreement or other right, with various appurtenances, located in the States of Washington and Oregon;

WHEREAS, the Lessee desires to lease all such lines of railroad and branches, and all other property, appurtenances and franchises of the Lessor, other than as hereinafter specifically excepted, together with the rents, issues and profits thereof, and the Lessor is willing to lease the same to the Lessee upon the terms and conditions hereinafter set forth;

WHEREAS, the Interstate Commerce Commission on November 30, 1967, made its certain order, pursuant to the provisions of Section 5 of the Interstate Commerce Act, upon application filed with it and listed as Finance Docket No. 21478, duly approving and authorizing the leasing of the properties and franchises herein demised upon the terms hereof; and

WHEREAS, in pursuance of law, and due corporate action of the respective parties having been taken, the parties hereto have power respectively to make and take such lease;

Now, THEREFORE, in consideration of the mutual covenants and agreements of the parties herein contained, said parties do hereby covenant and agree with each other as follows:

ARTICLE I.

Demised Premises.

The Lessor does hereby lease, let, demise, assign, transfer and deliver to the Lessee, its successors and assigns, for the term hereinafter mentioned, all and singular its lines of railroad, interests, rights (contractual or otherwise), leaseholds, estates, powers, privileges, immunities and, other than as hereinafter specifically excepted, its franchises and all its other property, real, personal, or mixed, including the following:

A. Owned Lines of Railroad.

(a) *Main Lines of Railroad*: Those certain main lines of railroad owned and operated by the Lessor and described as follows:

Ft. Wright Jct., Wash. to Jct. E. of Pasco, Wn. 145.14 miles

Jct. at Kennewick, Wash, to N.P. Conn. at Vancouver 219.08 miles

N.P. Conn. at Vancouver to Willbridge, Ore. (Owned jointly by SP&S Ry. and N.P. Ry.) 5.38 miles

Goble, Ore. to Seaside, Ore. 79.41 miles

(b) *Branch Lines of Railroad*: Those certain branch lines of railroad owned and operated by the Lessor and described as follows:

Ft. Stevens Br., Warrenton, Ore. to Ft. Adams, Ore. 2.81 miles

Goldendale Br., Lyle, Wash. to Goldendale, Wash. 42.21 miles

Vernonia Br., United Junction to Vernonia, Ore. 33.50 miles

B. Leasehold Rights, Trackage Rights, Easements, Licenses, Grants, Contract Rights, Terminal Rights and Ordinance Rights.

Any leasehold rights, trackage rights, easements, licenses, grants, contract rights, terminal rights and ordinance rights owned, held or enjoyed by the Lessor, either alone or jointly with others, including without limitation all of the rights of SP&S as evidenced by the following agreements between the SP&S and Northern Pacific Ry. Co., Great Northern Ry. Co., Oregon-Washington Railroad & Navigation Company, and Portland Terminal Company:

(1) Agreement with Northern Pacific Ry Co. and Great Northern Ry. Co. of October 19, 1910 in which NP grants to SP&S the right to run

its trains over the tracks of the NP between Marshall Junction and Yardley and Parkwater in Spokane, including use of its passenger station facilities; and GN grants to SP&S the right to run its trains over the tracks of the GN from a point near the west end of the Spokane River bridge near Fort Wright to Hillyard, including use of its passenger station facilities.

(2) Agreement with Northern Pacific Ry. Co. of March 4, 1909 in which Northern Pacific grants SP&S use of NP tracks from Marshall Junction to Spokane and use of Spokane terminals.

(3) Agreement with Northern Pacific Ry. Co. of September 3, 1908 relating to connections near Marshall and Cheney in Washington in which SP&S acquired ownership of 0.89 mile and NP 0.04 mile (Cheney connection never constructed).

(4) Agreement with Northern Pacific Ry. Co. of October 19, 1910 and supplements in which NP grants SP&S use of terminal and running rights on main track between Columbia River bridge and Pasco yard office.

(5) Agreement with Northern Pacific Ry. Co. of December 24, 1910 and supplement of June 19, 1958, covering joint use of bridge across Columbia River between Kennewick and Pasco, Washington.

(6) Agreement with Northern Pacific Ry. Co. of May 23, 1944 covering reciprocal use of trackage between Pasco and Ainsworth Jct., Washington.

(7) Agreement with Northern Pacific Ry. Co. of February 1, 1910 granting SP&S and NP equal joint use of their respective ownerships in trackage and appurtenant facilities (SP&S 2/3; NP 1/3) from the north end of the Columbia River bridge to Willbridge.

(8) Agreement with Northern Pacific Ry. Co. of December 1, 1909 and supplements of September 16, 1910; August 15, 1922; and February 9, 1933, in which Northern Pacific grants to SP&S and GN equal joint use of track from Willbridge to Wilson Street in Portland.

(9) Agreement with Portland Terminal Railroad Company of February 2, 1933 covering reciprocal use of trackage between 10th and 21st Streets in Portland.

(10) Agreement with Oregon-Washington Railroad & Navigation Company and Southern Pacific Company of March 1, 1920 granting SP&S right to use in common with others the lower deck or railroad portion of bridge across Willamette River in Portland.

(11) Agreement with Oregon-Washington Railroad & Navigation Company of December 3, 1912 for track layout and connections on East Second Street and East Third Street in Portland. OWR&N grants to SP&S joint use and possession of all trackage on East Third Street.

(12) Agreement with Northern Pacific Ry. Co. of October 17, 1961 in which NP grants to SP&S equal joint possession and use of all that part of the double track line of railway or the NP, 0.41 mile in length, at Vancouver Junction between a point near the north end of the Columbia River bridge and northerly to SP&S yard office.

(13) Agreement with Northern Pacific Ry. Co. of March 10, 1911 and assignment of the A&CRR agreement of January 12, 1911, leasing to SP&S of NP line Willbridge to Goble, Oregon.

C. Equipment.

All locomotives, however powered, cars, and all other rolling stock and equipment, whether passenger or freight and including all work and miscellaneous equipment, owned or leased by the Lessor or in which it has any right, title or interest.

D. Appurtenant Facilities.

All real estate, riparian rights, rights of way, roadbeds, tunnels, tracks (including extension, yard, side, spur, wye and industrial), turnouts, cross-overs, switches, sidings, turntables, bridges, viaducts, wharves, docks, slips, piers, loading and unloading apparatus, signals and signal apparatus, centralized traffic control systems, interlocking devices, radio facilities, telegraph, telephone and electric power transmission lines and facilities (including all wires, cables, poles, conduits, ducts, pipes, generators, motors, switchboards and other instruments), yard and terminal facilities, depots and depot grounds, station houses, warehouses, engine houses, car shops, tool houses, yard buildings, water stations, water tanks, water supply, fuel stations, fuel tanks, fuel supply, power plants, machine shops and other

railroad appliances, appurtenances and facilities, and all other physical property owned by the Lessor or held for use or used upon or in connection with or appertaining to any lines of railroad which the Lessor owns or operates, or in which it has any right, title or interest, and also any and all other instrumentalities, improvements and appurtenances, then owned by the Lessor or in which it has any right, title or interest and which are necessary or useful in and about the maintenance and operation of said lines of railroad.

E. Other Real Estate.

All other real estate whether held by the Lessor for carrier or non-carrier purposes, together with all improvements thereon and appurtenances thereto [including without limitation thereto the following:]

Description	Sec- tion	Town- ship	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
ADAMS COUNTY, WASHINGTON								
That part of Blocks 14, 16, 21 and 24 lying SE'ly of a line 100' SE'ly of original centerline of SP&S Ry. Co., and all of Blocks 15, 22 and 23, all in Bassett's Addition to Washtucna, with adjacent vacated streets and alleys				17.15				
That part of N $\frac{1}{2}$ of NW $\frac{1}{4}$ and that part of NW $\frac{1}{4}$ of NE $\frac{1}{4}$ lying N of SP&S Ry. Co. right of way less County Road	11	16N	37E	42.8	7-19-07	23	550	8-5-07
SW $\frac{1}{4}$ of NE $\frac{1}{4}$, SE $\frac{1}{4}$ of NW $\frac{1}{4}$) NE $\frac{1}{4}$ of SW $\frac{1}{4}$, SE $\frac{1}{4}$ of SW $\frac{1}{4}$) W $\frac{1}{2}$ of SE $\frac{1}{4}$, less SP&S right of way)	10	18N	38E	211.86	6-26-57	87	602-4	10-2-57
BENTON COUNTY, WASHINGTON								
NE $\frac{1}{4}$ NE $\frac{1}{4}$ less 0.83 acre right of way) SW $\frac{1}{4}$ NE $\frac{1}{4}$ less 6.89 acre right of way) SE $\frac{1}{4}$ NW $\frac{1}{4}$)	22	5N	25E	67.08	9-8-05	1	222	9-20-05
Government Lots 3 and 5, NE $\frac{1}{4}$ SW $\frac{1}{4}$, SW $\frac{1}{4}$ SW $\frac{1}{4}$ less 15.09 acres right of way	28	5N	25E	106.24	9-8-05	1	222	9-20-05
NE $\frac{1}{4}$ NW $\frac{1}{4}$ SE $\frac{1}{4}$ less right of way	22	8N	30E	5.22	2-10-06	2	170	2-23-06
S $\frac{1}{2}$ N $\frac{1}{2}$ SE $\frac{1}{4}$ SE $\frac{1}{4}$	26	8N	30E	8.96	1-15-06	2	244	3-9-06
Lots 23 and 28, Hover Villa Tracts	6	8N	30E	2.50	1-16-06	3	25	1-29-06
E $\frac{1}{2}$ SE $\frac{1}{4}$ SW $\frac{1}{4}$ SW $\frac{1}{4}$	23	8N	30E	4.00	4-7-59	175	500	4-17-59
W $\frac{1}{2}$ W $\frac{1}{2}$ less right of way	4	5N	28E	38.74	3-10-59	175	466	4-17-59

Description	Sec- tion	Town- ship	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
CLARK COUNTY, WASHINGTON								
Part of Lots 4, 5 and 6, Martin DLC				7.38	2-14-06	46	343	2-21-06
Part of Lot 12, Martin DLC				5.42	2-14-06	46	343	2-21-06
Part of Lot 20, Martin DLC				.06	2-14-06	46	343	2-21-06
Part of Lot 3, Martin DLC				2.50	2-14-06	46	343	2-21-06
Lots 1, 5 and part of Lot 4, John Love Lace DLC				13.60	4-23-07	66	141	5-21-07
Lots 10 and 22, Wm. Ryan DLC				46.52	4-23-07	66	141	5-21-07
Lot 6, Block 28, West Vancouver								
Lots 3, 4, 5, and 6, Block 54, West Vancouver								
Lots 5 and 6, W $\frac{1}{4}$, Amos Short DLC					2-14-06	46	343	2-21-06
Part Lot 7 in W $\frac{1}{2}$ of Amos Short DLC					3-9-06	46	446	3-27-06
Lots 5 and 6, Block 2, Columbia Addi- tion to Vancouver								
Portions Lots 7 and 8, Block 4, Columbia Addition					2-23-60	46	349	2-24-06
Lots 7, 8, 9, 10 and 11, Block 1, Canby 2nd Addition								
Lots 4, 5, 6, 7 and 8, Block 1, Grandview Addition								
Lots 1, 2, 3, 4, 7, 8, 9 and 10, Block 2, Grandview 2nd Addition								
Lots 1, Block 5, Grandview 2nd Addition								
Lots 1, 2, 3, 4, 5, 6, 7 and 8 in Block 3, including $\frac{1}{2}$ vacated 9th St. and $\frac{1}{2}$ vacated Moore St., Waverly Addi- tion								
Tract of ground south right of way	16	1N	3E	3.48	2-6-06	46	305	2-10-06
Portion SE $\frac{1}{4}$ SW $\frac{1}{4}$ less right of way	14	1N	4E	34.95	8-10-07	66	439	8-14-07
Lots 1 and 2, Block 4, including portion of vacated 9th St. adjacent on North Waverly Addition to Vancouver								
Lots 3 and 4, Block 4 including S $\frac{1}{2}$ vacated 9th St. and E $\frac{1}{2}$ vacated Moore St. adjacent to Lots 3, 4, 5, all of Waverly Addition to Vancouver								
Lots 5, 6, 7 and 8, Block 4, Waverly Addition to Vancouver								
Lots G and F, Waverly Addition to Van- couver								
Lots 5 and 6, Block 4, Columbia Addi- tion to Vancouver								
Lot 4, Block 5, Columbia Addition to Vancouver								
Vancouver Elevator	28	2N	1E	11.407	1-15-34 (lease)	230	309	7-17-34

Vancouver Elevator
11.407 acres situated in Section 28, Township 2 North, Range 1 East, Willamette Meridian, Vancouver, Washington, leased from Port of Vancouver for a term of 30 years from September 1, 1954 and option to extend said lease for an additional 30 years from and after September 1, 1984. Title and ownership of the grain elevator and other related improvements to remain in the Spokane, Portland and Seattle Railway Company for a period of 60 years from September 1, 1954, whereupon title and ownership to said improve-
ments shall be transferred to the Port of Vancouver.

Description	Section	Township	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
FRANKLIN COUNTY, WASHINGTON								
Lots 7 to 32, Block 1, Gray's Amended Addition to Pasco								
Lots 7 to 17, Block 2, East of Northern Pacific right of way								
Lots 3, 25 to 27, Block 3, East of Northern Pacific right of way								
Lots 5 to 8, 13, 14, 17 to 28, Block 5, East of Northern Pacific right of way								
Lots 10 to 16, Block 6, East of Northern Pacific right of way								
Lots 1 to 32, Block 7, East of Northern Pacific right of way								
Lots 1 to 15, 18 to 32, Block 8, East of Northern Pacific right of way								
Lots 3 to 10, 23 to 29, Block 9, East of Northern Pacific right of way								
Lots 6 to 12, 17 to 25, Block 10, East of Northern Pacific right of way								
Lots 1 to 9, 17 to 25, 31 and 32, Block 12, East of Northern Pacific right of way								
Lots 9 to 15, 18 to 26, Block 5, Owen's Addition to Pasco								
Lots 14 to 21, Block 6, Owen's Addition to Pasco								
Lots 5 to 11, 25 to 32, Block 9, Owen's Addition to Pasco								
Lots 1 to 8, 29 to 32, Block 10, Owen's Addition to Pasco								
Lots 9 and 10, Block 11, Steffin's Amended Addition								
Lots 6 to 12, Block 12, Steffin's Amended Addition								
Lots 1 and 2, Block 14, Steffin's 2nd Addition								
Lots 2 to 5, 13 to 16, Block 15, Steffin's 2nd Addition								
Lots 11 to 13, Block 16, Steffin's 2nd Addition								
Lots 9 to 18, Block 7, Gill & Whitson's Addition								
Lots 1 to 4, 28 to 31, Block 9, Gill & Whitson's Addition								
Government Lots 1 and 2, North of SP&S right of way	3	8N	30E	29.30	5-28-06	12	606	7-24-06
Part of Government Lots 1, 2 and 3	35	9N	30E	6.90	7-14-52	79	552	11-17-52
Part Government Lot 3	3	8N	30E	.81	5-28-06	12	606	7-24-06
Tract of ground in NE¼ of SW¼ lying 100' NE'ly of railroad track	33	9N	30E	4.5	10-26-06	13	293	11-12-06
Part Government Lots 3, 4 and 5	4	10N	33E	56.23	11-26-06	14	161	3-2-07
SW¼ of SE¼ and Government Lot 2, less right of way	24	12N	33E	35.45	11-26-06	14	161	3-2-07
Government Lots 9, 13 and W½ SE¼, less right of way	4	12N	34E	100.00	11-26-06	14	161	3-2-07

Description	Sec- tion	Town- ship	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
Klickitat County, Washington								
Government Lot 4	2	2N	12E	5.00	4-14-11	31	552-3	4-28-11
Shore Land adjacent to Government Lot 4	2	2N	12E	5.00	11-9-33	71	253	11-29-33
Tax Lot 1 in NW 1/4 of	3	2N	12E	27.70)	11-30-18	48	101	12-14-18
Tax Lot 2 in	3	2N	12E	26.73)	1-30-19	48	435	4-9-19
Shore Land adjacent to Government Lot 1 less (.18 acres right of way	3	2N	12E	6.15)				
Government Lot 1 less (.18 acres right of way	7	2N	13E	28.82)				
Government Lot 2 less 6.29 acres right of way	7	2N	13E	15.71)	9-8-05	R	551	9-21-05
Part of Government Lot 3 south SP&S right of way	16	2N	15E	8.00	1-22-10	28	150	2-10-10
Government Lots 2 and 3 and NW 1/4 NE 1/4 north of SP&S right of way	16	2N	15E	3.67	10-8-07	41	56&57	2-20-15
Tax Lot 16 in SW 1/4 of	4	2N	16E	1.90	9-2-90	G	271	9-5-90
Government Lot 1 of	5	2N	16E	8.60)	9-2-90	G	271	9-5-90
				)	9-12-11	33	244-251	11-8-11
Government Lots 2, 3 and 4, strip 100 feet wide across Government Lots 2 and 3, part of Government Lot 4 south of RR right of way and N of Columbia River	5	2N	16E	6.66	9-12-11	33	244-251	11-8-11
Government Lot 1 south of C.V. Ry. right of way less portion occupied by section house and classified as operating property (2.00 acres)	5	2N	16E	14.70	2-7-06	5	429	2-19-06
Government Lots 1, 2, 3 and 4 less right of way (12.89 acres)	18	2N	15E	124.07	5-14-56	121	503-5	6-19-56
Government Lot 3, adjacent to and North of State Highway	34	3N	11E	1.54	1-27-13	36	277	2-14-13
SE 1/4 NE 1/4 and Government Lot 4 in NE 1/4 SE 1/4	35	3N	11E	4.17)	6-13-07	V	551	6-15-07
				)	9-8-05	R	551	9-21-05
Government Lot 4 less 7.44 acres right of way	35	3N	11E	3.06	1-31-06	S	438-9	2-23-06
NW 1/4 NW 1/4 less 2.41 acres right of way	17	3N	13E	37.59	7-24-05	R	464	7-26-05
Government Lot 3 less 2.58 acres right of way	22	3N	20E	3.33)				
Government Lot 2, less 6.29 acres right of way	22	3N	20E	33.24)				
Government Lot 1 less 6.70 acres right of way	22	3N	20E	11.69)	3-15-06	T	355	8-29-06
SW 1/4 SW 1/4 less .066 acre right of way	22	3N	20E	25.28)				
Government Lot 1 less right of way	28	3N	20E	20.50	3-15-06	T	355	8-29-06
Government Lot 5	30	3N	20E	7.05)	3-15-03	T	355	8-29-06
Government Lot 3	30	3N	20E	30.40)				
Government Lot 3 less 7.12 acres right of way	2	3N	21E	40.93	3-15-06	T	355	8-29-06
E 1/2 NE 1/4	19	4N	14E	1.42)	10-1-02	Filing map		
W 1/2 NW 1/4	20	4N	14E	—				

Description	Section	Township	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
KLICKITAT COUNTY, WASHINGTON (continued)								
Government Lots 1 and 2 less 7.99 acres right of way	13	2N	14E	57.38	5-14-56	121	503-5	6-19-56
Original Town of Lyle Blocks 3, 4, 7, 8 and 9, Lots 2, 3 and 5, Block 5, Lots 1, 2, 3, 5, 6, 7 and 8 of Block 6					(11-30-18) (1-30-19)	48 48	101 435	12-14-18 4-9-19
SKAMANIA COUNTY, WASHINGTON								
NW¼ SE¼ less 6.2 acres right of way less Highway right of way	28	3N	8E	30.35)				
NE¼ SW¼ less 6.19 acres right of way less Highway right of way	28	3N	8E	30.87)				
Government Lots 2 and 3	28	3N	8E	66.95)				
Government Lot 1 less 6.74 acres right of way less Highway right of way less 5 acres to M. Monaghan	28	3N	8E	24.02)	9-18-59	46	402	10-23-59
E½ NW¼ adjacent and N of State Highway	22	2N	7E	1.06	7-2-08	L	164	7-8-08
Government Lot 13 south Ry. right of way	36	3N	7½E	3.72	9-10-06	K	112	9-14-06
Government Lot 3 less Ry. right of way less State Highway	32	3N	9E	31.89)	9-8-05	I	220	9-21-05
Government Lot 5 adjacent to and N of State Highway	25	3N	9E	3.84)				
SPOKANE COUNTY, WASHINGTON								
West Grove Addition								
Lots 7 and 8, Block 32								
Lots 1, 2, 3, 10, 11 and 12, Block 33, less right of way								
Lots 3, 5, 6, 9, 10, 11 and 12, Block 45, less right of way								
Lot 1, Block 49, lying SW of a line drawn from SE corner of Lot 1 to NW corner of Lot 2								
Lot 2, Block 49, part bounded on north by line drawn from SE corner of Lot 1 to NW corner of Lot 2, and on S by line drawn parallel to and 110' from C/L SPS Ry.								
Lot 3, Block 39, part lying NE'ly of a line drawn parallel to and 110' from C/L of SP&S Ry.								
Lot 4, Block 49, part lying NE'ly of a line drawn parallel to and 110' NE'ly from C/L of SP&S Ry.								

SPOKANE COUNTY, WASHINGTON

West Grove Addition
 Lots 7 and 8, Block 32
 Lots 1, 2, 3, 10, 11 and 12, Block 33,
 less right of way
 Lots 3, 5, 6, 9, 10, 11 and 12, Block
 45, less right of way
 Lot 1, Block 49, lying SW of a line
 drawn from SE corner of Lot 1 to NW
 corner of Lot 2
 Lot 2, Block 49, part bounded on north
 by line drawn from SE corner of Lot
 1 to NW corner of Lot 2, and on S
 by line drawn parallel to and 110'
 from C/L SPS Ry.
 Lot 3, Block 39, part lying NE'ly of a
 line drawn parallel to and 110' from
 C/L of SP&S Ry.
 Lot 4, Block 49, part lying NE'ly of a
 line drawn parallel to and 110' NE'ly
 from C/L of SP&S Ry.

Description	Sec- tion	Town- ship	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
SPOKANE COUNTY, WASHINGTON (continued)								
West Grove Addition (continued)								
Lots 7, 8 and 9, Block 49, less right of way								
Lot 12, Block 49, part lying NE'ly of a line drawn parallel to and 110' from C/L SP&S Ry.								
Lots 8 and 9, Block 57, less right of way								
Lot 3, Block 58, part lying SW'ly of a line drawn parallel to and 130' SW'ly of C/L of SP&S Ry.								
Lot 4, Block 58, part lying SW'ly of a line drawn parallel to and 130' SW'ly of C/L of SP&S Ry.								
Woodland Addition								
Lot 14, Block 5, less right of way								
Lot 15, Block 5								
Lots 1 and 2, Block 6								
Lots 3, 4, 5, 12, 13 and 14, Block 6, less right of way								
Lots 2 and 3, Block 8, less street								
Lot 4, Block 8								
Lots 5 and 6, Block 8, less right of way								
Lots 3 and 4, Block 9, less right of way								
Lots 5, 6 and 7, Block 9								
Lots 8, 9 and 10, Block 9, less street								
Lot 11, Block 9								
Lots 12 and 13, Block 9, less right of way								
Lot 1, Block 10, less right of way								
Lot 2, Block 10								
Terrace Park Addition								
Lots 7 and 8, Block 3, less right of way								
Lot 9, Block 3								
Lots 1 and 5, Block 4, less right of way								
Lots 6, 9, 10 and 11, Block 4, less right of way inc. vac. street								
Lot 1, Block 12								
Lots 2, 3, 4, 7, 8 and 12, Block 12, less right of way								
Lots 4, 5, 6, 7, 8, 9 and 10, Block 16, less right of way								

Description	Sec- tion	Town- ship	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
SPOKANE COUNTY, WASHINGTON (continued)								
Lot 11, Block 16, less right of way and less part deeded to city for street								
Lot 12, Block 16, less part deeded to city								
Lots 1 and 2, Block 17, less right of way								
Lot 2, Block 27, less right of way								
Lot 3, Block 27, less right of way and less part deeded to city for street								
Lot 12, Block 27, less right of way								
Queen Anne Addition								
Lots 3, 4, and 6, Block A, less right of way								
Lot 17, Block A								
Lots 18, 19 and 21, Block A, less right of way								
Lots 5, 7 and 8, Block D, less right of way								
Lot 16, Block D								
Lots 17, 19 and 20, Block D, less right of way								
Lots 24-29, Block 2, Crystal Springs Addition								
Lots 1-6, Block 147, Second Addition to Cheney								
Lots 3 and 4, Block 148, Second Addi- tion to Cheney								
Government Lots 1 and 8	4	21N	41E	68.75	9-29-06	183	133	11-12-06
Government Lot 10, south of Northern Pacific right of way and less SP&S right of way	7	23N	42E	22.40	4-9-08	209	421	7-6-08
Tract "H" in E½ of SE¼	23	25N	42E	.40	9-18-59	759	483	10-21-59
Property purchased for construction of High Bridge at Spokane Lot 12, Block 5, Winona Addition Lots 1 and 2, Block 7, Winona Addition								
Property purchased for construction of High Bridge at Spokane (continued)								
Lots 1 to 10, Block 6, Winona Addition								
Lots 2 to 12, Block 10, Winona Addi- tion								
Lot 5, Block 11, Winona Addition								
Lots 9 and 10, Block 26, Cannon Addi- tion								
Lots 1 to 4, Block 28, Cannon Addition								
Lots 1 to 3, Block 6, Coeur D'Alene Addition								
Lots 1 and 2, 5 to 8, Block 7, Coeur D'Alene Addition								
Lots 5 to 17, Block 5, Woodland Addi- tion								
Lots 7 and 8, Block 7, Woodland Addi- tion								
Lots 1 to 12, Block 28, Lewis & Shaw Terrace Park Addition								
Portion No. of St. Hwy.	24	25N	42E		8-13-62	802	343	8-14-62

Description	Sec- tion	Town- ship	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
WHITMAN COUNTY, WASHINGTON								
Lots 1 to 18, Block 4, Lamont								
Lots 1 to 4, 8 to 18, Block 5, Lamont								
Lots 1 and 2, 14 to 18, Block 6, Lamont								
Lots 2 to 5, 10 to 15, Block 8, Lamont								
Lots 3 to 18, Block 9, Lamont								
Lots 1 to 11, Block 10, Lamont								
Lots 1 to 16, Block 11, Lamont								
Lot 6, 8 to 12, Block 12, Lamont								
Lots 1 to 7, 9 and 10, Block 13, Lamont								
Lots 1 to 18, Block 14, Lamont								
Lots 1 to 12, and 15, Block 15, Lamont								
Lots 10 to 12, Block 19, Lamont								
Lots 7 to 10, Block 20, Lamont								
Lots 10 to 12, Block 21, Lamont								
Lots 1 and 2, 7, 9 to 12, Block 23, Lamont								
Lots 3 to 10, Block 24, Lamont								
Lots 4 to 6, 9 and 10, Block 25, Lamont								
Lots 7 to 12, Block 26, Lamont								
Lots 3, 7 to 12, Block 1, First Addition to Lamont								
Lots 1 to 4, N½ of 5, and 9, Block 2, First Addition to Lamont								
Lots 3, 7 to 12, Block 3, First Addi- tion to Lamont								
Lots 1 to 12, Block 4, First Addition to Lamont								
Lots 5 and 7, Block 5, Lamont—Original Town								
Lot 6, Block 6, Lamont—Original Town								
Lots 5, 7 and 16, Block 12, Lamont— Original Town								
Lot 8, Block 13, Lamont—Original Town								
SE¼ SE¼ of railroad right of way less right of way for road	21	20N	39E	14	6-26-57	302	587	9-20-57
SW¼ SW¼ less right of way for roads	22	20N	39E	37	6-26-57	302	587	9-20-57
Part of W½ of NW¼ of NW¼	27	20N	39E	10	6-26-57	302	587	9-20-57
NW¼ of NE¼ west of right of way	28	20N	39E	5.35	8-11-08	150	498	8-21-08
NE¼ of NW¼ less right of way	28	20N	39E	38.19	8-2-07	140	9	9-14-07
NW¼ NW¼	28	20N	39E	42.11	8-2-07	140	9	9-14-07
SW¼ of NW¼ less right of way	28	20N	39E	37.16	2-16-07	138	36	4-30-07
SE¼ of NW¼, west of right of way	28	20N	39E	8.78	2-16-07	138	36	4-30-07
NW¼ of NE¼, east of right of way	28	20N	39E	1.97	8-11-08	150	498	8-21-08

Description	Section	Township	Range	Acres	Date of Deed	Recorded Book	Page	Date Recorded
CLATSOP COUNTY, OREGON								
Tract of ground	16	8N	10W	9.9	9-1-98	36	561	9-14-98
Tract of ground	16	8N	10W	12.7	2-13-97	34	583	4-10-97
Tract of ground	9	8N	10W	15.76	3-7-21	105	152	5-7-21
Tract of ground	9	8N	10W	41.60	2-19-97	34	574	4-10-97
Lots 6 to 11, Block 16, Town of New Astoria								
COLUMBIA COUNTY, OREGON								
Part of Government Lot 4	12	6N	2W		5-11-03	Q	394	11-6-03
Government Lot 3	34	8N	3W	23.	7-2-51	111	481	7-26-51
Tract of ground	32	5N	4W	21.58	4-23-20	29	264	7-28-20
Tract of ground	5	4N	5W	36.27	12-15-44	203	76	1-8-45
MULTNOMAH COUNTY, OREGON								
Tax Lots 1, 2 and 4	20	2N	1W	396.67	12-15-44	894	465	12-27-44
Tax Lots 15 and 44	28	2N	1W	12.13	12-15-44	894	465	12-27-44
Tax Lot 3	29	2N	1W	.66	12-15-44	894	465	12-27-44
Tax Lots 6 and 7	17	2N	1W	17.00	12-15-44	894	465	12-27-44
Tax Lot 8	3	1N	1W	4.47	1-18-50	1384	101	2-2-50
Tax Lots 18, 27, 49 and 100	2	1N	1W	32.95	1-18-50	1384	101	2-2-50
Lots 12 to 14, Block 6, Waldemere								
Lots 17 and 20, Block 3, Waldemere								
Lot 1 and south 15 feet of Lot 2, Block 65, Town of Linnton								
Lots 4, 5, 6 and easterly 150 feet of Lots 7, 8 and 9, Block 19, Folkenburg addition								
All Blocks 20 to 25, 27, 31, 34 to 51, Folkenburg Addition								
Lots 6, 7, 8 and 9 except part in street and right of way, Dudley Acres	6	1N	1E	2.44	2-28-06	352	350	3-3-06
Lots 4, 5, 6 and 7 of Block 4, Guild's Addition								
Tax Lot 1, part of Block 1, Northern Hill Addition	7	1N	1E		3-13-06	356	145	3-17-06
Tax Lot 2, part of Block 3, Northern Hill Addition	7	1N	1E		6-15-06	363	336	6-16-06
Part Lots 1-9 and Lots 20 to 32, Block 16, Northern Hill Addition	7	1N	1E		1-17-06	359	47	3-22-06
NE 1/4 180 feet of Lots 1-10, River Block, Watson's Addition								
Tax Lot 25	6	1N	1E		9-18-59	1979	28, 33	10-13-59
Tax Lot 5	7	1N	1E		9-18-59	1979	28, 33	10-13-59
Tax Lot 2	29	1N	1E		8-15-46	1111	589	10-19-46
Part Government Lot 4	28	2N	1E		9-18-59	1979	28, 33	10-13-59
WASHINGTON COUNTY, OREGON								
Tax Lot 2500	31	2N	3W		12-30-43	225	557	12-31-43
Part SW 1/4 of SE 1/4	8	3N	4W	16.2	12-12-50	317	564	2-28-51
N 1/2 of SE 1/4 of SW 1/4	8	3N	4W	20.	7-16-47	279	244	10-10-47
Part of SW 1/4 of NW 1/4	5	3N	4W	16.5	8-18-52	336	264	8-29-52

F. Investments.

All stocks, bonds, notes, advances and other securities and investments, including without limitation thereto the following:

(a) *Shares of Stock*: The following shares of capital stock of the following named companies:

Number of Shares	Company
100,000.....	Oregon Trunk Railway (Common)
2,000.....	Oregon Electric Railway Co. (Preferred)
3,800.....	Oregon Electric Railway Co. (Deferred)
19,500.....	Oregon Electric Railway Co. (Common)
2,271.....	Ruth Realty Co. (Common)

(b) *Notes and Advances*: The following notes of, and advances to, the following named obligors (held as of March 2, 1970):

Principal Amount	Obligor
Notes - \$ 28,915.79	Railway Express Agency, Inc.
Advances - \$ 100,000.00	Oregon Electric Railway Company
\$1,380,000.00	Ruth Realty Company
\$ 2,588.92	Association of Western Railways

G. Current Assets and Claims.

All current assets of the Lessor, including without limitation thereto all cash, accounts receivable and material and supplies; all special cash funds and deferred and unadjusted asset accounts, including those in connection with mortgages, equipment trusts, conditional sale agreements and otherwise, special deposits being transferred and accepted subject to the conditions of deposit; and all claims in favor of the Lessor arising out of or in connection with transactions prior to the effective date of this lease.

H. Franchises.

All franchises, rights, powers, privileges and immunities of the Lessor (including any franchise to construct and operate a railroad or other means of transportation and appurtenant facilities), except as hereinafter provided.

I. Other Property.

All other property of whatever character, real, personal or mixed, to the extent of the right, title and interest of the Lessor therein, in which the Lessor has any right, title and interest either alone or jointly with others, save and except the following:

- (a) the franchise of the Lessor to be a corporation; and
- (b) the corporate books and records of the Lessor, to the extent required by it for the preservation of its corporate existence and the proper performance by it of the terms and provisions of this lease.

J. After Acquired Property.

Any and all property of whatever character, real, personal or mixed, including without limitation any cash, which may at any time during the continuance of this lease be acquired by the Lessor, other than property of such a character that if held by the Lessor at the effective date of this lease it would have been excepted from this lease under the provisions of Paragraph I hereof;

To HAVE AND TO HOLD all the foregoing described properties (herein sometimes collectively referred to as "the demised premises") and every part thereof (other than the rights, easements, licenses and grants referred to in Paragraph B hereof), with the appurtenances thereto belonging, unto the Lessee, its successors and assigns, for the term of ten (10) years from and after the effective date of this lease, unless such term be sooner terminated as hereinafter provided; and to have and to hold the rights, easements, licenses and grants referred to in Paragraph B hereof, for the period of the duration thereof (including renewals or extensions thereof) not in excess of ten (10) years from and after the effective date of this lease, unless such term be sooner terminated as hereinafter provided; together with the rents, issues and profits of the demised premises;

SUBJECT, HOWEVER, to:

- (a) the lien of the Lessor's First Mortgage, dated March 1, 1911, any and all amendments and supplements thereto and extensions thereof, and the lien of any other mortgage or mortgages which may with

the written consent of the Lessee be placed upon the demised premises or any part thereof in replacement of said First Mortgage after the effective date of this lease;

(b) the lien of the Lessor's equipment trust agreements as follows:

Description	Date of Issue	Date of Maturity	Interest Rate	Amount Outstanding at March 2, 1970
Equipment Trust of 1957 First National Bank of Oregon, Trustee				
Property encumbered:				
500-box cars	4-1-57	4-1-72	3 $\frac{3}{4}$ %	\$615,000.00

(c) the lien of the Lessor's conditional sale agreements as to equipment as follows:

Description	Date of Issue	Date of Maturity	Interest Rate	Amount Outstanding at March 2, 1970
Alco Products, Inc., assigned to U.S. National Bank of Oregon				
Property encumbered:				
8-D-E Century 425 locomotives	6-1-65	7-1-71	4 $\frac{5}{8}$ %	\$395,121.92
Gunderson Bros. Engineering Corp., assigned to U. S. National Bank of Oregon				
Property encumbered:				
70-Chip cars	7-15-65	8-1-71	4 $\frac{5}{8}$ %	332,138.80
Alco Products, Inc., assigned to the Bank of California, N.A.				
Property encumbered:				
6-D-E Century 636 locomotives	9-22-67	2-1-73	5.74%	963,074.10
Alco Products, Inc. assigned to The First National Bank of Oregon				
Property encumbered:				
4-D-E Century 636 locomotives				
2-D-E Century 415 locomotives	8-15-68	1-1-74	6 $\frac{1}{2}$ %	1,100,458.40
Electro-Motive Division of General Motors Corporation and Gunderson Bros. Engineering Corp., assigned to Wells Fargo Bank, N.A.				
Property encumbered:				
6-EMD GP-38 locomotives				
500-box cars	2-10-70	3-1-85	9 $\frac{5}{8}$ %	9,705,000.00

Total \$12,495,793.22

(d) any and all other mortgages, equipment trust agreements, conditional sale agreements, deferred payment obligations, pledges,

liens, encumbrances, charges, obligations and trusts upon or affecting the demised premises, or any part thereof, which may exist at the effective date of this lease or be thereafter created or entered into by the Lessor with the written consent of the Lessee.

ARTICLE II.

Rental.

SECTION 1. The Lessee covenants and agrees to pay in lawful money of the United States of America to the Lessor, its successors or assigns, at the office of the Lessor in St. Paul, Minnesota, or in the event of the designation in writing by the Lessor of another place for such payments, at such place as may from time to time be so designated by it, or to pay on behalf of the Lessor, as rent for the demised premises, the following:

(a) as and when the same shall become due, but subject to the provisions of Paragraph (f) of this Section and Section 3 of Article VIII hereof, the amount of all obligations which may be reasonably incurred by the Lessor for maintaining and preserving the franchises and corporate existence of the Lessor during the term of this lease, with such organization as may be necessary for the purposes of the Lessor under this lease;

(b) as and when the same shall become due, but subject to the provisions of Paragraph (f) of this Section and Section 3 of Article VIII hereof, all taxes, assessments and other governmental charges (other than those that are required to be charged to capital account, which shall be paid by the Lessee for the account of the Lessor and accounted for by the Lessor under Article VII hereof) which may be lawfully levied or assessed against the demised premises, or any part thereof, or the earnings thereof or the income therefrom in respect of any period or transaction occurring in whole or in part before or during the term of this lease; and all taxes, assessments and other governmental charges which may be so levied or assessed against this lease, against the Lessor, upon the Lessor's franchises, upon the Lessor's interest in and under this lease, or upon the income or any part thereof received by the Lessor or paid for its account under this lease;

(c) as and when the same shall become due, but subject to the provisions of Paragraph (f) of this Section and Section 3 of Article VIII hereof, all rental and other charges (other than those that are required to be charged to capital account, which shall be paid by the Lessee for the account of the Lessor and accounted for by the Lessor under Article VII hereof), for which the Lessor may be liable which either before or during the term of this lease may become due and payable in respect of any leasehold rights, trackage rights, easements, licenses, grants, contract rights, terminal rights, ordinance rights or other rights included in the demised premises or which may at any time during the term of this lease be acquired by the Lessor with the written approval of the Lessee;

(d) as and when the same shall become due, but subject to the provisions of Paragraph (f) of this Section and Section 3 of Article VIII hereof, the several successive instalments of interest (including amounts applicable to interest and current amortization of discount and expense on all funded debt, including without limitation, equipment trust, deferred payment or conditional sale obligations) accruing during the term of this lease upon any and all bonds, notes and other obligations or evidences of indebtedness, now or hereafter outstanding, in respect of which the Lessor is liable; *provided*, that no payment provided for in this Paragraph (d) shall, during the term of this lease, be made with respect to such bonds, notes and other obligations or evidences of indebtedness which shall at the time be owned by the Lessee or its successors, or by the nominee of either the Lessee or such successor (the term "nominee" for this purpose to include any mortgagee, pledgee or lienholder of the Lessee or any such successor with whom such bonds, notes or other obligations or evidences of indebtedness are pledged, regardless of the name in which such bonds, notes and other obligations or evidences of indebtedness may be registered, except in cases where such payment may be specifically required by the terms of any mortgage, indenture or other instrument of pledge or lien to be paid to the fiduciary thereunder without being thereupon paid over to the Lessee), the Lessee hereby waiving for itself, its successors and any such nominee all right to receive any payment under this Paragraph (d) in respect of any bonds, notes and other obligations or evidences of indebtedness owned by the Lessee or its successor, or such nominee; it being understood that upon the cessation of such owner-

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ship or the termination of this lease during the continuance of such ownership appropriate provision shall be made, by endorsement of such bonds, notes and other obligations or evidences of indebtedness or otherwise, so as to protect Lessor against being required to make any payments on account of the period during such ownership or the term of this lease, as the case may be;

(e) as and when the same shall become due, but subject to the provisions of Paragraph (f) of this Section, all amounts payable by the Lessor during the term hereof to persons on or entitled to be on the Lessor's pension rolls on the effective date of this lease and to widows of such persons as and for pension benefits under its existing pension plan;

(f) notwithstanding the provisions of Paragraphs (a), (b), (c), (d) and (e) of this Section, there shall be an equitable apportionment as between the Lessor and the Lessee of the items mentioned in said Paragraphs respectively with respect to the periods prior to, during and subsequent to the term of this lease, so that the Lessee shall pay as rent hereunder only that portion of such items which shall have related to and be equitably allocable to the term of this lease; and any other portion of such items paid by the Lessee shall be deemed paid not as part of the rent reserved hereunder but for the account of the Lessor, and accounted for by the Lessor under Article VII hereof.

SECTION 2. As additional rent for the demised premises, the Lessee also covenants and agrees to pay or account for to the Lessor, amounts equal to the deductions or similar allowances which the Lessor is entitled to claim for each calendar year under the provisions of the Internal Revenue Code for the following causes, which payments may in the first instance be estimated but shall be adjusted when the final allowances are determined:

(i) depreciation, depletion or amortization in respect of the demised premises;

(ii) retirement or abandonment of depreciable, depletable or amortizable property of the Lessor constituting part of the demised premises, solely on account of casualty, obsolescence or other cause not adequately provided for in determining the rates of depreciation, depletion or amortization; and

(iii) retirement or abandonment of non-depreciable property of the Lessor constituting part of the demised premises;

provided, however, that there shall be an equitable apportionment as between the Lessor and the Lessee of said items with respect to the periods prior to, during and subsequent to the term of this lease in like manner as described in Paragraph (f) of Section 1 of this Article II.

ARTICLE III.

Covenants of the Lessor.

SECTION 1. The Lessor covenants that it will during the term of this lease:

(a) at the expense of the Lessee, preserve, or extend or renew, and maintain, to the extent of its rights and powers, its franchises and corporate existence, and such organization as may be necessary for the purposes of this lease;

(b) at any time, upon the written request and at the expense of the Lessee, exercise every corporate power and franchise and do every corporate act necessary or proper to carry out the provisions of this lease and to enable the Lessee to avail itself of and to use and enjoy the demised premises and every part thereof, together with the proceeds, rents, issues and profits thereof; and, to the extent of its rights and powers, execute, acknowledge and deliver to the Lessee such other and further instruments in writing as may be necessary or proper more effectively to confirm and secure to the Lessee, its successors and assigns, the demised premises and every part thereof, and the proceeds, rents, issues, and profits thereof, and all rights, powers and privileges with respect thereto herein conferred or intended so to be;

(c) subject to the provisions of Paragraph (a) of Article IV hereof remain or become responsible for any obligation, claim, suit, judgment, lien or other liability now existing or hereafter arising which grows out of the tenure, operation, maintenance or use of the demised premises prior to the effective date of this lease, and protect and hold harmless the Lessee in respect thereof; and any sums paid by the Lessee on behalf of the Lessor in respect thereof shall be accounted for by the Lessor under Article VII hereof;

(d) at the expense of the Lessee, take such action and execute such instruments as from time to time may be requested by the Lessee for the purpose of renewing, extending or modifying any of the leasehold, trackage or operating rights, easements, licenses, grants, contracts or ordinance rights referred to in Paragraph B of Article I hereof or subsequently becoming part of the demised premises;

(e) permit and authorize the Lessee at all times to have and enjoy all the rights and powers of the Lessor to use, manage and control the demised premises, and to regulate and determine the rates and charges for transportation over the whole or any part thereof, and to collect and appropriate the same for the Lessee's own use;

(f) permit the Lessee to use the name, franchise and corporate powers of the Lessor from time to time in instituting, prosecuting or defending any action, suit or other legal proceeding which in the opinion of the Lessee may be necessary or desirable to enable it to assert or maintain or to defend or protect against invasion or injury, any right or franchise of the Lessor in respect of the demised premises, or any part thereof; and

(g) permit, at any time or times, such person or persons as the Lessee may designate, to inspect the books and records of the Lessee for any purpose whatsoever.

SECTION 2. The Lessee shall have the right and power, at any time during the term of this lease, for the account of the Lessor, (i) to add to, better, improve or extend the lines of railroad, equipment and other property of whatever character forming part of the demised premises, in such manner and to such extent as the Lessee may deem desirable, and (ii) to acquire other property, of whatever character, real, personal or mixed, which the Lessee shall deem it in the interest of the Lessor for the Lessor to acquire. Any capital expenditures made by the Lessee in connection with any such additions, betterments, improvements, extensions and acquisitions shall be for the account of the Lessor, and accounted for under Article VII hereof.

SECTION 3. The Lessee shall have and may exercise all the rights, powers and franchises now possessed or which may hereafter be acquired by the Lessor necessary or convenient for the purposes of any addition,

betterment, improvement, extension or acquisition pursuant to Section 2 of this Article III; and the Lessor covenants that, upon the written request of the Lessee, it will from time to time take such action and institute such proceedings as the Lessee may deem desirable for such purposes, including but without limitation:

(a) the exercise of its powers of eminent domain in respect to any additional property required for the making of any such additions, betterments, improvements, extensions or acquisitions;

(b) if it shall appear to the Lessee that the line, route or grade of the Lessor's transportation system, or any part thereof, can, by a change thereof, be improved, or if such change shall be required by order of public authority made pursuant to law, the taking of such action and proceedings as may be deemed necessary by the Lessee for that purpose; and

(c) the institution and prosecution of all proper proceedings for the purpose of acquiring the right to cross, intersect or connect with any other railroad, river, canal or other waters, or public highway or property which it may become necessary or desirable to cross, intersect or connect with in connection with the operation of the Lessor's transportation system, or the making of such additions, betterments, improvements, extensions or acquisitions.

SECTION 4. The Lessee may, from time to time during the term of this lease, abandon, retire, sell, exchange or otherwise dispose of any of the demised premises insofar as such action may be taken in conformity with law and the provisions of any mortgage, indenture or other instrument affecting any such property; and the Lessor will from time to time during the term of this lease, upon the written request and at the expense of the Lessee, take any such action and proceedings which the Lessee may deem desirable to effectuate any such transaction, including without limitation the securing of the release of any property so sold or otherwise disposed of from any lien or liens to which it may be subject. The net cash proceeds (including the net salvage of any property retired or abandoned, which property shall belong to the Lessee) resulting from any such transaction shall be accounted for by the Lessee to the Lessor under Article VII hereof.

SECTION 5. In case an extension or other modification of any bonds, notes and other obligations or evidences of indebtedness in respect of which the Lessor is liable, can in the judgment of the Lessee be procured or made on terms reasonable and in the interest of the Lessor, whether with or without proceedings under Section 20b of the Interstate Commerce Act or other statutory provision, the Lessor shall, if the Lessee shall so request in writing, subject to any necessary governmental approval, execute any and all agreements or other instruments and do any and all acts which may be necessary or desirable to effectuate any such extension or other modification.

SECTION 6. The Lessor shall not, during the term of this lease, without the written request or consent of the Lessee, issue any shares of capital stock, or any bonds, notes or other obligations or evidences of indebtedness, except that the Lessor shall have the right, from time to time, to issue shares of stock upon stock transfers, and to replace any mutilated, lost, stolen or destroyed stock certificate, and to issue bonds, notes or other obligations or evidences of indebtedness for the purpose of effecting the registration or transfer of any such instrument, or the change thereof from coupon into registered form, or from registered into coupon form, or to replace any such instrument which shall have been mutilated, lost, stolen or destroyed.

SECTION 7. The Lessor hereby authorizes the Lessee, and the Lessee hereby agrees, for and in the name of the Lessor or otherwise, to collect and enforce, insofar as practicable, the current assets and claims referred to in Paragraph G of Article I hereof and to reduce the same to cash; and the Lessor further agrees to execute any and all instruments and do any and all acts which may be reasonably requested by the Lessee to enable the Lessee to collect and enforce said current assets and claims and reduce the same to cash. The amounts realized thereon shall be accounted for by the Lessee to the Lessor under Article VII hereof.

SECTION 8. In case at any time during the term of this lease the Lessor shall be entitled to exercise any right or power, or to take any action, under any mortgage, indenture or other instrument, the Lessor will, upon the request in writing of the Lessee, exercise such right or power, or take such action, in such manner as may be requested by the Lessee.

SECTION 9. Whenever in this lease the Lessee is entitled to take any action for the account of the Lessor, the Lessee shall be entitled, at its option, to cause the Lessor to take such action for the Lessor's own account and in the Lessor's own name. In order to put the Lessor in funds to take any action required of it hereunder involving an expenditure, the Lessee may elect to leave with the Lessor cash to which the Lessee would otherwise be entitled hereunder, or may advance to the Lessor the funds required, to be accounted for by the Lessor to the Lessee under Article VII hereof. The Lessor covenants and agrees, upon the written request of the Lessee, to execute any instruments, and to take any steps or procedure, necessary or desirable so to effectuate any such action.

SECTION 10. In case of the failure or refusal of the Lessor at any time during the term of this lease to execute any instrument or to take any steps or procedure as in this Article III provided, the Lessee shall be entitled, and is hereby authorized, to execute any such instrument, and to take any such steps or procedure, in the name and on the behalf of the Lessor.

SECTION 11. The Lessee may at any time during the term of this lease, for a period or periods not extending beyond such term, without the consent of the Lessor but subject to any necessary governmental approvals, grant the right to use the demised premises, or any part thereof, to others, whether by way of sublease, trackage or operating right or otherwise, upon such terms and conditions as it may deem desirable, and receive and retain the proceeds of any such grant, *provided, however*, that any such grant shall be at all times subject to the provisions of this lease and shall not alter, diminish or impair in any respect the obligations, duties and liabilities of the Lessee hereunder.

SECTION 12. The Lessor further covenants that the Lessee, its successors and assigns, upon paying the rents herein reserved and performing the covenants and agreements herein contained on its part to be performed, shall and may peaceably hold and enjoy the demised premises during the term of this lease, as herein provided, without any hindrance or molestation on the part of the Lessor, or of any other person or persons; and in the event of any such molestation or interference arising out of any claim that the Lessor has not sufficient title to any portion of the demised premises, the enforcement of which might obstruct the Lessee in the use thereof

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in the manner herein intended, the Lessor shall be liable to the Lessee in respect of any and all such claims, and the Lessee may do whatever may be necessary to perfect the Lessor's title to an extent sufficient to enable the Lessee so to enjoy the same, charging the expense thereof to the Lessor, to be accounted for under Article VII hereof.

SECTION 13. The Lessee agrees to adopt a pension plan containing uniform provisions for the payment of benefits upon retirement to all employees of the Lessee, including any employees who were prior to the effective date hereof employees of the Lessor, as well as any employees of the Lessor during the term of this lease, eligible under the terms of the existing pension plans of the Lessor and of the Lessee, which will preserve so far as practicable without substantial impairment the provisions made in such existing plans for retirement and pension of employees of such companies who are in active service on the effective date of this lease. Such new plan will be appropriately integrated with existing funded pension plans for such employees with or without funding of the new plan in whole or in part or continuation of funding under any such existing plan or plans.

ARTICLE IV.

Covenants of the Lessee.

The Lessee covenants that during the term of this lease it will:

(a) for the account of the Lessor, and subject to the provisions of Article VII and Section 3 of Article VIII hereof, pay, and from time to time furnish to the Lessor evidence of such payment:

(1) all obligations, claims, suits, judgments, liens and other liabilities arising out of the Lessor's tenure, operation, maintenance and use of the demised premises prior to the effective date of this lease

(2) as and when the same shall become due, but subject to the provisions of Section 5 of Article III hereof, the principal of all bonds, notes and other obligations or evidences of indebtedness now or hereafter outstanding, in respect of which the Lessor is liable, other than those held by the Lessee; and

(3) at the times and in the manner provided in any mortgage, indenture or other instrument executed by the Lessor after the effective date of this lease in accordance with the provisions hereof, any amounts therein required to be paid by the Lessor as or for a sinking, retirement, purchase or similar fund.

(b) perform and observe all the covenants, terms and conditions to be performed and observed by the Lessor under any lease, trackage or operating agreement, easement, license, grant, contract or ordinance, or under any mortgage, indenture or other instrument heretofore entered into or assumed or accepted by the Lessor and in force at the effective date of this lease, or which may be thereafter entered into by the Lessor with the approval of the Lessee, as fully as the Lessor is bound to perform and observe the same; *provided, however*, that the Lessee shall be subrogated and succeed to all rights of the Lessor to compromise or remedy any default thereunder and its consequences; *provided, further*, that whenever in any mortgage, indenture or other instrument existing on the effective date of this lease or thereafter made with the consent of the Lessee, the Lessor shall have agreed or shall agree to guarantee the securities of another company, such obligation shall continue unaffected by the provisions of this lease; and *provided, further*, that the Lessee shall have the right, if deemed by it desirable and in the interest of the Lessor, and subject to the provisions of any existing mortgage, indenture or other instrument, to secure the modification or abrogation of any such lease, trackage or operating agreement, easement, license, grant, contract or ordinance in any proper and lawful way, and to use the name and powers of the Lessor for any such purpose;

(c) to the extent that the Lessor may be required so to do, withhold and pay all sums required to be withheld from the principal of or the interest upon any bonds, notes and other obligations or evidences of indebtedness of the Lessor under any present or future law of the United States of America or of any state, county, municipality or other lawful taxing authority;

(d) operate the lines of railroad and railroad properties included in the demised premises (except such parts thereof as may be sold or

otherwise disposed of, abandoned or retired as in this lease provided), and pay all expenses, salaries, wages, liabilities and other charges incident to such operation;

(e) pay and discharge all expenses, obligations, claims, judgments and suits of every kind and character accruing from and after the effective date of this lease, including all loss, cost, damage or expense arising from or by reason of any act, omission or accident causing injury or death to any person or damage to property, growing out of or connected with the maintenance, operation or use by the Lessee of the demised premises; and protect, indemnify and hold harmless the Lessor on account thereof;

(f) at its own cost and expense, maintain the demised premises in a proper state of repair, except such parts thereof as may be sold or otherwise disposed of, abandoned or retired as in this lease provided; *provided, however*, that nothing herein contained shall require the Lessee to maintain the demised premises in the same condition or at the same value as when demised hereunder;

(g) comply with all valid orders of public authorities made in connection with the Lessee's operation and maintenance of the demised premises;

(h) not do any act or thing which could or might result in the forfeiture or loss by the Lessor of its franchises, or any of them, other than franchises relating to such parts of the demised premises as may be sold or otherwise disposed of, abandoned or retired as in this lease provided; and

(i) permit the Lessor from time to time to make such reasonable inspection of the demised premises and of the books and records of the Lessee relating thereto, as the Lessor shall desire.

ARTICLE V.

Securities and Investments.

SECTION 1. In respect of the shares of stock, bonds, notes, advances and other securities and investments described in Paragraph F of Article I hereof (including any additions thereto and any shares of stock, bonds,

notes, advances and other securities or investments which may be exchanged or substituted for any thereof), the Lessee shall be entitled from time to time during the term of this lease, but subject to the terms and provisions of any mortgage, indenture or other instrument affecting or relating to any thereof, to have and exercise all the rights of the Lessor in like manner as though the Lessee were the absolute owner of such securities and investments, including without limitation thereto the following:

(a) the right to receive for its own account all cash dividends, interest and other return upon such securities and investments (other than those representing any payment or distribution of or an account of capital or principal); and the Lessor shall, from time to time, execute and deliver any authorization that may be necessary to enable the Lessee to receive the same;

(b) the right to vote such shares of stock, and any other securities which may have voting rights, for the election of directors and for all other purposes, including without limitation the authorization of any increase of capital stock or other change of capitalization, creation of funded debt, mortgage, lien or other charge or any sale, lease, merger or consolidation, and any abandonment or liquidation; and the Lessor shall, from time to time, upon written request by the Lessee, execute and deliver any such proxies, powers of attorney and other instruments as may be necessary or proper to enable the Lessee to vote as aforesaid; and

(c) the Lessee may from time to time sell, pledge, exchange or otherwise dispose of any such shares of stock, bonds, notes, securities or investments.

SECTION 2. Any amounts or property which may at any time become payable or distributable upon any of such shares of stock, bonds, notes, advances and other securities or investments (other than cash dividends, interest and other return not representing any payment or distribution of or on account of capital or principal), and any and all net proceeds from the sale, exchange or other disposition of any of such shares of stock, bonds, notes, advances and other securities or investments, shall be paid or distributed to the Lessee but shall be accounted for by it to the Lessor under Article VII hereof.

ARTICLE VI.

Issue of Securities.

For the purpose of (a) refunding or otherwise replacing bonds, notes, other obligations and evidences of indebtedness for which the Lessor is liable, and (b) financing or reimbursing the Lessee for payments made by it for (i) principal and sinking fund payments on bonds, notes, other obligations and other evidences of indebtedness for which the Lessor is liable, (ii) capital expenditures in respect of the demised premises and (iii) other expenditures made for the account of the Lessor hereunder, the Lessor will, upon the written request of the Lessee, from time to time during the term of this lease and subject to any necessary governmental approval, make, execute, issue and deliver to the Lessee, in such amounts as may be necessary for the purposes aforesaid, bonds, notes or other obligations or evidences of indebtedness having such rates of interest, maturities and other terms and with such security as the Lessee shall in writing request; or, at the option of the Lessee, the Lessor shall obligate itself in respect of such refunding, replacement, financing or reimbursement in such other manner as the Lessee shall in writing request. All bonds, notes and other obligations or evidences of indebtedness issued and delivered to the Lessee in reimbursement pursuant to this Article VI shall be accepted by the Lessee at the fair value thereof, to be determined by agreement between the Lessor and the Lessee.

ARTICLE VII.

Termination of the Lease.

SECTION 1. Upon the termination of this lease the Lessee shall surrender and deliver to the Lessor, in a proper state of repair (but only in the condition required by Paragraph (f) of Article IV hereof), the demised premises and every part thereof, including all additions, betterments, improvements, extensions and acquisitions, and all substitutions, made for the account of the Lessor, but except such portions thereof as may have been consumed, sold, abandoned or otherwise disposed of pursuant to the provisions of this lease. The cash payment, if any, made as part of such surrender and delivery, shall be determined and paid pursuant to the provisions of Section 2 of this Article VII. The premises so surrendered and

delivered shall be free and clear of all liens and encumbrances except those existing at the effective date of this lease or created or arising during the term of this lease by or for the account of the Lessor pursuant to the terms hereof.

SECTION 2. The Lessee shall keep an account of all transactions under this lease in respect of which debits or credits arise between the Lessor and the Lessee, in which account, among other things, the Lessor shall be given credit for all cash received by the Lessee under Paragraphs G and J of Article I hereof. Upon the termination of this lease there shall be a final account stated between the parties as to all such transactions, including without limitation the extent to which any credits in favor of the Lessee have been previously reimbursed to it by the issue of securities pursuant to Article VI hereof or otherwise. In the event the book value of the material and supplies surrendered and delivered to the Lessor at the termination of this Lease, as reflected on the books of the Lessee, shall be greater or less than the book value of the material and supplies delivered to the Lessee at the effective date of this lease, as reflected on the books of the Lessor, such difference in book value shall be accounted for in such final account. The party indebted to the other party as disclosed by the account so stated shall pay to the other party, promptly after said account shall have been stated, the balance due in lawful money of the United States of America.

ARTICLE VIII.

Remedies in Case of Default.

SECTION 1. If at any time during the term of this lease the Lessee shall default in the performance of its obligations with respect to rent hereunder, or shall default in the performance of any other of its covenants or agreements herein contained, and any such default shall continue for a period of ninety (90) days after written notice thereof from the Lessor to the Lessee, it shall be lawful for the Lessor, at its option, without further notice or demand, which is hereby waived, to declare the term hereof ended and this lease terminated and cancelled, and to enter into and upon the demised premises and every part thereof and remove all persons therefrom without let or hindrance, and thenceforth to have, hold and enjoy the demised premises, including all additions, betterments, improvements, exten-

sions and acquisitions, and all substitutions, then forming part thereof, free of any right of the Lessee to hold or use the same, with the right to collect the rentals then due, to have an accounting under Article VII hereof, and to recover damages, if any, for the breach of this lease.

The Lessor, however, may take such other and further action for the enforcement of the provisions of this lease as to it may seem advisable; and all remedies, whether at law or in equity, or by this lease reserved, shall always be construed as cumulative, and the exercise of any remedy shall not be deemed to bar the exercise of any other remedy.

In the event of the termination and cancellation of this lease under the provisions of this Article VIII, the Lessee shall transfer, assign, convey and quitclaim to the Lessor all of the Lessee's rights under this lease in and to the demised premises not theretofore accounted for, all subject to the provisions of Article VII hereof.

SECTION 2. If at any time during the term of this lease a court of competent jurisdiction in a proper proceeding shall have taken jurisdiction of the Lessee or its property, and if any such proceeding shall not have been dismissed within six months following its institution and the trustee, receiver or other court officer appointed in said proceeding shall not within said six months have adopted this lease and cured all defaults, if any, thereunder, then and in such event the Lessor may, without further notice or demand, exercise and enforce all rights and remedies provided for in Section 1 of this Article VIII for cases of default.

SECTION 3. Notwithstanding the requirements of any provision of this lease, the Lessee may, by appropriate legal proceedings taken promptly and in good faith, contest the validity of any taxes, assessments, other charges, claims or covenants of whatever kind, and any orders or other actions of public authorities, asserted or sought to be enforced against the Lessor, the Lessee or the demised premises, and failure to pay any such items or to conform to any such covenants, orders or other actions pending final determination of said legal proceedings shall not constitute a default hereunder.

ARTICLE IX.

Termination Upon Default Under Certain Instruments.

Anything to the contrary in this lease notwithstanding, if in any mortgage, indenture or other instrument constituting a lien upon or otherwise affecting any of the demised premises it shall be provided that any lease of the properties subject to or affected by such mortgage, indenture or other instrument shall be made subject to termination by the Lessor or by the trustee of such mortgage, indenture or other instrument in case of the happening of an event of default thereunder, or by the purchaser at any sale of the mortgaged premises made in enforcement of such mortgage, indenture or other instrument, this lease is hereby made subject to termination by the Lessor, such trustee or such purchaser, as the case may be, as to the properties upon which such mortgage, indenture or other instrument constitutes a lien, but only as to such properties (unless the Lessee shall elect in writing that the lease shall terminate in its entirety, in which case it shall so terminate); *provided, however*, that an event of default under any such mortgage, indenture or other instrument shall not operate ipso facto to effect such termination and such termination shall be effected only by the affirmative action of the Lessor, such trustee or such purchaser, as the case may be, in accordance with the terms, conditions and provisions of such mortgage, indenture or other instrument; and *provided, further*, that the Lessee shall be subrogated and succeed to all rights of the Lessor to make good and to remedy such event of default and its consequences.

ARTICLE X.

Miscellaneous Provisions.

SECTION 1. The terms "current assets", "additions", "betterments", "extensions", "improvements", "depreciation", "amortization", "retirements", and other accounting terms used in this lease shall be construed, and all accounting and other computations required hereunder shall be made, unless the context clearly requires otherwise, in accordance with the Interstate Commerce Commission's Uniform System of Accounts for Railroad Companies as in effect at the time in question, or the accounting rules of any other Federal authority having jurisdiction over the accounts

of the Lessor and the Lessee, or, to the extent not determined thereby or in case there shall be no such System or accounting rules in effect at such time, in accordance with sound accounting principles.

SECTION 2. Adjustment as between the Lessor and the Lessee in respect of division of revenue accruing from traffic in transit at the effective date of this lease, all unaudited items affecting operating expenses, incidental operating revenues and other income items, other than interest charges, amortization of discount and taxes, shall be made in such manner as may be agreed upon by the accounting representatives of the Lessor and the Lessee, respectively; and upon the termination of this lease a corresponding adjustment shall be made in like manner.

SECTION 3. This lease and all the covenants and agreements hereof shall inure to the benefit of and be binding upon the respective successors and assigns of the parties hereto, including any successor of either party resulting from a merger or consolidation.

SECTION 4. Except as specifically provided in Article IX of this lease no rights of any character whatever shall for any purpose accrue to or be deemed to be conferred upon any person, firm or corporation under this lease other than the Lessor and the Lessee and their respective successors and assigns.

SECTION 5. If any suit shall be commenced against either party hereto, for or on account of any obligation, damage or injury for which the other party is solely liable within the meaning of this lease, the party so sued shall give to the other party notice of the pendency of such suit, and thereupon such other party shall assume the defense of such suit, and shall save and hold harmless the party so sued from all loss and expense and from all costs by reason thereof. As between the parties hereto, neither party shall be concluded by any judgment against the other, unless it had reasonable notice that it was required to defend and had reasonable opportunity to make defense. When such notice and opportunity shall have been given, the party notified shall be concluded by the judgment as to all matters which it could have litigated in such suit.

SECTION 6. This lease is to take effect and be in force as of 12:01 A.M., Pacific Standard Time, March 3, 1970, which date is sometimes referred to herein as "the effective date of this lease." Thereafter the

Lessee may operate the demised premises either in its own name or in the name of the Lessor.

SECTION 7. Any notice required or permitted to be given by the Lessor to the Lessee under this lease shall be deemed sufficiently given if and when mailed by registered or certified mail to the Lessee at St. Paul, Minnesota, or such other address as may from time to time be designated in writing by the Lessee to the Lessor for this purpose.

Any notice required or permitted to be given by the Lessee to the Lessor under this lease shall be deemed sufficiently given if and when mailed by registered or certified mail to the Lessor at St. Paul, Minnesota, or such other address as may from time to time be designated in writing by the Lessor to the Lessee for this purpose.

IN WITNESS WHEREOF, the parties hereto have caused these presents to be executed in several counterparts on their behalf by their respective Presidents and their corporate seals to be hereunto affixed and attested by their respective Secretaries or Assistant Secretaries, all as of the day and year first above written.

SPOKANE, PORTLAND AND SEATTLE RAILWAY COMPANY

By /s/ J. M. BUDD

President

ATTEST:

/s/ F. A. DEMING

Assistant Secretary

(Corporate Seal)

BURLINGTON NORTHERN INC.

By /s/ L. W. MENK

President

ATTEST:

/s/ F. A. DEMING

Assistant Secretary

(Corporate Seal)

State of Minnesota

ss:

County of Ramsey

On this 2nd day of March, 1970, before me, a Notary Public, personally appeared J. M. Budd and F. A. Deming, to me personally known, who, being each by me duly sworn, did say that they are, respectively, the President and an Assistant Secretary of the Spokane, Portland and Seattle Railway Company named in the foregoing instrument and that the seal affixed to said instrument is the corporate seal of said corporation and that the said instrument was executed in behalf of said corporation by authority of its Board of Trustees, and said J. M. Budd and F. A. Deming acknowledged said instrument to be the free act and deed of said corporation.

/s/ RICHARD J. WOULFE

RICHARD J. WOULFE

Notary Public, Ramsey County, Minn.

My Commission Expires April 30, 1970

(Notarial Seal)

State of Minnesota

ss:

County of Ramsey

On this 2nd day of March, 1970, before me, a Notary Public, personally appeared L. W. Menk and F. A. Deming, to me personally known, who, being each by me duly sworn, did say that they are, respectively, the President and an Assistant Secretary of Burlington Northern Inc., named in the foregoing instrument and that the seal affixed to said instrument is the corporate seal of said corporation and that the said instrument was executed in behalf of said corporation by authority of its Board of Directors, and said L. W. Menk and F. A. Deming acknowledged said instrument to be the free act and deed of said corporation.

/s/ RICHARD J. WOULFE

RICHARD J. WOULFE

Notary Public, Ramsey County, Minn.

My Commission Expires April 30, 1970

(Notarial Seal)