

Counter parts - Betty Graham

RECORDATION NO. 19026 FILED *A*

FEB 17 '99 3:45 PM

ALVORD AND ALVORD
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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

January 25, 1999

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Statement of Change in Reporting Marks and Road Numbers addressed to the Board, dated December 22, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the documents previously filed with the Commission/Board under Recordation Number 19026.

The name and address of the party to the enclosed document are:

The Burlington Northern and
Santa Fe Railway Company
2650 Lou Menk Drive
Fort Worth, TX 76131

A description of the railroad equipment covered by the enclosed document is:

set forth on the Schedule attached to the Statement.

Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return a stamped copy of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

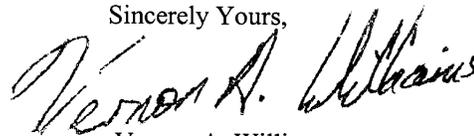
OFFICE OF THE SECRETARY

Robert W. Alvord
Alvord And Alvord
918 Sixteenth Street NW., Ste. 200
Washington, DC., 20006-2973

Dear Sir:

The enclosed documents (s) was recorded pursuant to the provisions of 49 U.S.C.
11301 and CFR 1177.3 (c), on 2/17/99 at 3: 45 PM , and
assigned recordation numbers (s): 22029, 9882-M, 14513-C, 16942-C, 17405-D,
19026-A, 21863-B and 21864-A.

Sincerely Yours,

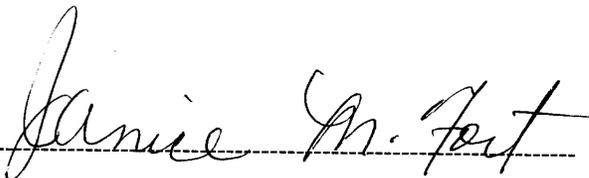


Vernon A. Williams

Enclosure(s)
208.00

\$_____ The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature



BNSF



PATRICK J. OTTENSMEYER
Vice President - Finance
and Treasurer

The Burlington Northern and Santa Fe Railway Company

2650 Lou Menk Drive
Fort Worth, Texas 76131

RECORDATION NO. 19026 A FILED

December 22, 1998 FEB 17 '99 3-45 PM

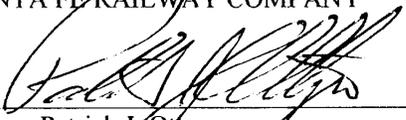
Mr. Vernon A. Williams
Secretary
Surface Transportation Board
12th and Constitution
Washington, DC 20423

Re: Statement of Change in Reporting Marks and Road Numbers

Dear Mr. Secretary:

Please be advised that the reporting marks and road numbers of the locomotives identified in the attached schedule or schedules have been, or will be, changed as set forth therein.

THE BURLINGTON NORTHERN AND
SANTA FE RAILWAY COMPANY

By: 
Patrick J. Ottensmeyer
Vice President - Finance and Treasurer

STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 23rd day of December, 1998, before me, a Notary Public in and for said County and State, personally appeared Patrick J. Ottensmeyer, who being by me duly sworn, says that he is Vice President - Finance and Treasurer of THE BURLINGTON NORTHERN AND SANTA FE RAILWAY COMPANY, that said instrument was signed on December 23, 1998, on behalf of said corporation, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the date above mentioned.




Craig N. Smetko
Notary Public
My Commission Expires: 01/12/99
Residing in Cook County, Illinois

District of Columbia)
)
City of Washington) ss:

I, KIM L. BARTMAN, Notary for the District of Columbia, hereby certify that the attached "Statement of Change in Reporting Marks and Road Numbers", dated December 22, 1998 by Burlington Northern and Santa Fe Railway Company is a true and complete copy of the original thereof.

Certified this 27th day of January, 1999.


NOTARY PUBLIC

My commission expires: 3-31-2000

RECORDATION NUMBER: 19026

Equipment Description:

Number of Units: fifty (50)
Model: C449W

**Old Reporting Mark
and Road Numbers**

**New Reporting Mark
and Road Numbers**

ATSF	650	BNSF	650
ATSF	651	BNSF	651
ATSF	652	BNSF	652
ATSF	653	BNSF	653
ATSF	654	BNSF	654
ATSF	655	BNSF	655
ATSF	656	BNSF	656
ATSF	657	BNSF	657
ATSF	658	BNSF	658
ATSF	659	BNSF	659
ATSF	660	BNSF	660
ATSF	661	BNSF	661
ATSF	662	BNSF	662
ATSF	663	BNSF	663
ATSF	664	BNSF	664
ATSF	665	BNSF	665
ATSF	666	BNSF	666
ATSF	667	BNSF	667
ATSF	668	BNSF	668
ATSF	669	BNSF	669
ATSF	670	BNSF	670
ATSF	671	BNSF	671
ATSF	672	BNSF	672
ATSF	673	BNSF	673
ATSF	674	BNSF	674
ATSF	675	BNSF	675
ATSF	676	BNSF	676
ATSF	677	BNSF	677
ATSF	678	BNSF	678
ATSF	679	BNSF	679
ATSF	680	BNSF	680

RECORDATION NUMBER: 19026

ATSF	681	BNSF	681
ATSF	682	BNSF	682
ATSF	683	BNSF	683
ATSF	684	BNSF	684
ATSF	685	BNSF	685
ATSF	686	BNSF	686
ATSF	687	BNSF	687
ATSF	688	BNSF	688
ATSF	689	BNSF	689
ATSF	690	BNSF	690
ATSF	691	BNSF	691
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