

# Union Pacific Corporation



0100017019

Jack E. Jerrett  
Senior Corporate Attorney

October 12, 1993

## FEDERAL EXPRESS

Sidney L. Strickland  
Secretary  
Interstate Commerce Commission  
12th Street and Constitution Avenue, N.W.  
Washington, DC 20423

9512-12  
RECORDED TO FILED

OCT 18 1993 - 1 15 PM

INTERSTATE COMMERCE COMMISSION

LICENSING BRANCH

OCT 18 1 09 PM '93

RECEIVED  
OFFICE OF THE  
SECRETARY

**Re: Missouri Pacific Railroad Company  
Equipment Trust Series No. 9**

Dear Mr. Strickland:

Enclosed please find an original and three counterparts of the document described below, which are to be filed and recorded pursuant to 49 U.S.C. §11303.

The document is a Bill of Sale and Declaration of Payment, dated as of October 7, 1993, executed by Chemical Bank, as Trustee under the above-captioned Equipment Trust Agreement, consenting that the record of its title to the equipment covered by such Equipment Trust Agreement be cancelled and discharged. The Equipment Trust Agreement is recorded under Recordation No. 9512.

I have enclosed a fee of \$18. Please return to me one stamped counterpart of the Bill of Sale and Declaration of Payment and any additional counterparts which you do not need for recordation. Kindly acknowledge your receipt of this letter and its enclosures by stamping and returning to me the extra copy of this letter which I have enclosed.

Sincerely,

JEJ:ccm  
Enclosures  
cc: Robert E. Bartos  
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Interstate Commerce Commission  
Washington, D.C. 20423

10/20/93

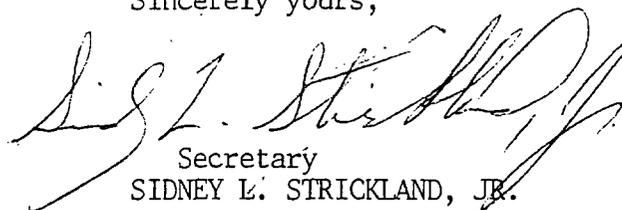
OFFICE OF THE SECRETARY

Jack E. Jerrett  
Senior Corporate Attorney  
Union Pacific Corporation  
Martin Tower, Eighth & Eaton Avenues  
Bethlehem, PA. 18018

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions  
of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303,  
on **10/18/93** at **1:15pm**, and assigned  
recording number(s). **9512-D & 9386-F**

Sincerely yours,

  
Secretary  
SIDNEY L. STRICKLAND, JR.

Enclosure(s)

2/16/94

RECORDED AS 9512-A  
FILED

OCT 18 1993 - 1 15 PM

BILL OF SALE  
AND  
DECLARATION OF PAYMENT

INTERSTATE COMMERCE COMMISSION

KNOW ALL MEN BY THESE PRESENTS, that

WHEREAS, Missouri Pacific Railroad Company, a Delaware corporation (the "Company"), and Chemical Bank, a New York corporation, as Trustee (the "Trustee"), have entered into an Equipment Trust Agreement, dated as of August 1, 1978, which was filed and recorded pursuant to 49 U.S.C. §11303 (formerly Section 20c of the Interstate Commerce Act) on July 11, 1978 and assigned Recordation No. 9512; a Supplemental Lease, dated as of March 9, 1982, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on March 23, 1982 and assigned Recordation No. 9512-A; a Supplemental Agreement, dated as of March 14, 1989, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on March 21, 1989 and assigned Recordation No. 9512-B; and a Supplemental Agreement, dated as of January 31, 1992, amending such Equipment Trust Agreement, which was filed and recorded pursuant to Section 11303 on February 5, 1992 and assigned Recordation No. 9512-C (the Equipment Trust Agreement, as amended, being hereinafter referred to as the "Agreement"), covering the construction and transfer of the units of railroad equipment (the "Equipment") described in Schedule A hereto and, pursuant to the Agreement, the Trustee has issued \$15,900,000.00 aggregate principal amount of Missouri Pacific Railroad Equipment Trust Series No. 9 Equipment Trust Certificates; and

WHEREAS, on August 2, 1993 the Company made the final payment due under the Agreement; and

WHEREAS, the Company has paid the Trustee the full aggregate purchase price for all the Equipment, together with interest, and any and all other payments as provided in the Agreement, and the Company represents and warrants that it has performed all the covenants and conditions contained in the Agreement;

NOW, THEREFORE, the Trustee does hereby declare and acknowledge that to the best of its knowledge and belief and based on the foregoing, all the terms and conditions stipulated in the Agreement have been fully performed and that all monies payable thereunder have been fully paid.

WHEREUPON, the Trustee does hereby grant, bargain, sell and convey unto the Company, without recourse in any event, in any contingency or for any cause, the Equipment free and clear of all liens and encumbrances created in or retained by it under the Agreement, it being understood that the Trustee makes no other covenants of title, representations or warranties, expressed or implied, in law or in equity, with respect to any other liens or with respect to any other matters relating to the Equipment, including without limitation the existence of such Equipment, that the Equipment has not been previously leased under the Agreement or that the Equipment has not been worn out or lost or destroyed or become unsuitable for use.

TO HAVE AND TO HOLD all and singular the Equipment unto the Company, its successors and assigns forever.

IN WITNESS WHEREOF, the Trustee has caused this instrument to be executed

under its corporate seal by its officers thereunto duly authorized this <sup>7th</sup> day of  
~~August~~ <sup>October</sup>, 1993.

CHEMICAL BANK,

As Trustee

By: Carolyn P. Baxter  
Carolyn P. Baxter  
Assistant Vice President

Attest:

Andrew M. Deck  
ANDREW M. DECK  
Trust Officer

STATE OF NEW YORK )

) ss:

COUNTY OF NEW YORK )

On this 7th day of <sup>October</sup>~~August~~, 1993, before me personally appeared Carolyn P. Baxter, to me personally known, who being by me duly sworn, said that she is a Assistant Vice President of Chemical Bank, the seal affixed to the foregoing instrument is the corporate seal of such corporation and the instrument was signed and sealed on behalf of the corporation by authority of its Board of Directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of the corporation.



**Notary Public**  
 G. JOHN KIRSCH  
 NOTARY PUBLIC, State of New York  
 No. 4964966  
 Qualified in Nassau County  
 Certificate Filed in New York County  
 Commission Expires April 16, 1994

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**MISSOURI PACIFIC RAILROAD COMPANY  
EQUIPMENT TRUST SERIES NO. 9 DATED AUGUST 1, 1978  
DESCRIPTION OF EQUIPMENT AS OF JUNE 30, 1993**

**2250 HP LOCOMOTIVES**

UP110--UP129, Inclusive

**100 TON BOXCARS**

MP376701--MP376708, Inclusive  
MP376710--MP376714, Inclusive  
MP376716--MP376732, Inclusive  
MP376735--MP376738, Inclusive  
MP376740  
MP376743--MP376744, Inclusive  
MP376746--MP376748, Inclusive  
MP376750--MP376751, Inclusive  
MP376753--MP376757, Inclusive  
MP376760--MP376761, Inclusive  
MP376763--MP376764, Inclusive  
MP376767--MP376770, Inclusive  
MP376772  
MP376774--MP376795, Inclusive  
MP376797--MP376803, Inclusive  
MP376805  
MP376807--MP376809, Inclusive  
MP376811--MP376813, Inclusive  
MP376815--MP376816, Inclusive  
MP376818--MP376819, Inclusive  
MP376821  
MP376823  
MP376827--MP376833, Inclusive  
MP376835--MP376836, Inclusive  
MP376839--MP376842, Inclusive  
MP376844  
MP376848--MP376849, Inclusive  
MP376851  
MP376853--MP376854, Inclusive  
MP376856--MP376861, Inclusive  
MP376863--MP376864, Inclusive  
MP376866--MP376871, Inclusive  
MP376873  
MP376876--MP376877, Inclusive  
MP376879  
MP376881

MP376881

MP376883--MP376893, Inclusive

MP376895

MP376897--MP376900, Inclusive

MP376902--MP376903, Inclusive

MP376907--MP376908, Inclusive

MP376911

MP376913

MP376915--MP376922, Inclusive

MP376924--MP376928, Inclusive

MP376930--MP376934, Inclusive

MP376936--MP376940, Inclusive

MP376943--MP376948, Inclusive

### **100 TON AIRSLIDE HOPPER CAR**

MP721997

### **BI-LEVEL AUTO RACKS**

MP7942--MP7954, Inclusive

### **100 TON COVERED HOPPER CARS**

UP240014

UP240021

UP240025