



BURLINGTON NORTHERN RAILROAD 361

LAW DEPARTMENT

3800 Continental Plaza
777 Main Street
Ft. Worth, Texas 76102

(817) 878-2385
Docket No. BN 7525

FEDERAL EXPRESS

March 23, 1990

RECORDATION NO 8761-10 FILED 1425

Ms. Mildred R. Lee, Recordations
Interstate Commerce Commission
Room 2303
Twelfth and Constitution Ave., N.W.
Washington, D.C. 20423

MAR 26 1990 -11 35 AM

INTERSTATE COMMERCE COMMISSION

Re: Document for Recordation: Statement of New Road Numbers
Dated March 23, 1990

Dear Ms. Lee:

I am enclosing an original and one verified copy of the document described below to be recorded pursuant to Section 11303, Title 49 of the United States Code.

This document is a Statement of New Road Numbers, a secondary document, dated March 23, 1990. The primary document to which this is connected was recorded under Recordation No. 8761 on March 28, 1977.

The names and addresses of the parties to the transaction are:

Trustee: First Trust N.A.
180 East Fifth Street, 2nd Floor
St. Paul, Minnesota 55101

Lessee: Burlington Northern Railroad Company
3800 Continental Plaza
777 Main Street
Fort Worth, Texas 76102

Ms. Mildred R. Lee
March 23, 1990
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A general description of the equipment covered by the enclosed Statement of New Road Numbers is shown on Exhibit A of said document.

A fee of \$15.00 is enclosed. Please return to the undersigned the original and any extra copies not needed by the Commission for recordation.

A short summary of the document to appear in the index follows:

Statement of New Road Numbers dated March 23, 1990, to reflect change in numbers with respect to the equipment described on Exhibit A of said document (amendment to ICC Recordation No. 8761, recorded on March 28, 1977).

Very truly yours,



Rebecca R. Martin
Legal Assistant

RRM/sd/100.5
Enclosures

VERIFICATION

RECORDATION NO 8761- A
FILED 1988

MAR 26 1990 - 11 55 AM
INTERSTATE COMMERCE COMMISSION

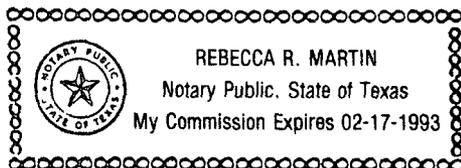
STATE OF TEXAS)
) ss.
COUNTY OF TARRANT)

Francis T. Kelly, Securities and Finance Counsel, Burlington Northern Railroad Company, being duly sworn, deposes and states that he has compared the attached copy with the original document and has found the copy to be complete and identical in all respects to the original document.

Francis T. Kelly
Francis T. Kelly

Subscribed and sworn to before me
this 23rd day of March, 1990.

Rebecca R. Martin
Notary Public in and for
the State of Texas



BURLINGTON NORTHERN INC.
EQUIPMENT TRUST OF 1977, SERIES 1

RECORDATION NO. 8761D FILED 1423

MAR 26 1990 -11 35 AM

Dated April 1, 1977

INTERNATIONAL COMMERCE COMMISSION

By and Between

FIRST TRUST COMPANY OF ST. PAUL
(now FIRST TRUST N.A.), Trustee

and

BURLINGTON NORTHERN INC.
(now BURLINGTON NORTHERN RAILROAD COMPANY)

STATEMENT OF NEW ROAD NUMBERS

Pursuant to Section 4.06 of the above-referenced Agreement, notice is hereby given that the original road numbers of the subject equipment have been changed to the new numbers as set forth on the attached Exhibit A.

Dated: March 23, 1990

BURLINGTON NORTHERN RAILROAD COMPANY

Douglas J. Babb
Douglas J. Babb
Vice President and General Counsel

ATTEST:

Victoria Hand
Assistant Secretary

7525
ICC 8761
91/3

Previous RBCS Number

New BN Number

BOXCARS (68 Total)

3128 - 3135
3137 - 3142
3144 - 3149
3151 - 3153
3155
3157 - 3194
3196
3198 - 3202

734128 - 734135
734137 - 734142
734144 - 734149
734151 - 734153
734155
734157 - 734194
734196
734198 - 734202

STATE OF TEXAS)
) ss
COUNTY OF TARRANT)

On this 23rd day of March, 1990, before me personally appeared Douglas J. Babb, to me personally known, who, being by me duly sworn, says that he is the Vice President and General Counsel of Burlington Northern Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Rebecca R. Martin

Notary Public in and for the
State of Texas

