

Class I Railroad Annual Report

	<p>RC000388 SOO LINE 101137700</p> <p>SOO LINE RAILROAD COMPANY 501 MARQUETTE AVENUE MINNEAPOLIS, MN 55402</p>
<p>Correct name and address if different than shown</p>	<p>Full name and address of reporting carrier (Use mailing label on original, copy in full on duplicate)</p>



**To The
Surface Transportation Board**

For the Year Ending December 31, 2005

NOTICE

1. This report is required for every class I railroad operating within the United States. Three copies of this Annual Report should be completed. Two of the copies must be filed with the Surface Transportation Board, Office of Economics, Environmental Analysis, and Administration, The Mercury Building, 1925 K St. N.W., Suite 500, Washington, DC 20423, by March 31 of the year following that for which the report is made. One copy should be retained by the carrier.
2. Every inquiry must be definitely answered. Where the word "none" truly and completely states the fact, it should be given as the answer. If any inquiry is inapplicable, the words "not applicable" should be used.
3. Wherever the space provided in the schedules is insufficient to permit a full and complete statement of the requested information, inserts should be prepared and appropriately identified by the number of the schedule.
4. All entries should be made in a permanent black ink or typed. Those of a contrary character must be indicated in parenthesis. Items of an unusual character must be indicated by appropriate symbols and explained in footnotes.
5. Money items, except averages, throughout the annual report form should be shown in thousands of dollars adjusted to accord with footings. Totals for amounts reported in subsidiary accounts included in supporting schedules must be in agreement with related primary accounts. For purposes of rounding, amounts of \$500 but less than \$1,000 should be raised to the nearest thousand dollars, and amounts of less than \$500 should be lowered.
6. Except where the context clearly indicates some other meaning, the following terms when used in this Form have the following meanings:
 - (a) Board means *Surface Transportation Board*.
 - (b) Respondent means *the person or corporation in whose behalf the report is made*.
 - (c) Year means *the year ended December 31 for which the report is being made*.
 - (d) Close of the Year means *the close of business on December 31 for the year in which the report is being made*. If the report is made for a shorter period than one year, it means *the close of the period covered by the report*.
 - (e) Beginning of the Year means *the beginning of business on January 1 of the year for which the report is being made*. If the report is made for a shorter period than one year, it means *the beginning of that period*.
 - (f) Preceding Year means *the year ended December 31 of the year preceding the year for which the report is made*.
 - (g) 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*.
7. The ICC Termination Act of 1995 abolished the Interstate Commerce Commission and replaced it with the Surface Transportation Board. Any references to the Interstate Commerce Commission or Commission contained in this report refer to the Surface Transportation Board.
8. Any references to the Bureau of Accounts or the Office of Economics contained in this report refer to the Office of Economics, Environmental Analysis, and Administration of the Surface Transportation Board.
9. NOTE - An additional line has been added to Schedule 755 (Line 134) effective with the 2004 R-1. Also note that the instructions for completion of Schedule 755 now have two additional items (Instructions U and V).
10. NOTE - The columns in Schedule 710-Distribution of Locomotive Units In Service of Respondent At Close Of Year, Disregarding Year Of Rebuilding have been revised to reflect new five year periods.
11. NOTE - The following supplemental information about STB information collections is provided in compliance with OMB requirements and pursuant to the Paperwork Reduction Act of 1995, 44 U.S.C. 3501 et seq.:

ANNUAL REPORT

OF

SOO LINE RAILROAD COMPANY

TO THE

SURFACE TRANSPORTATION BOARD

FOR THE

YEAR ENDED DECEMBER 31, 2005

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

(Name) JOHN C. MILLER

(Title) CONTROLLER

(Telephone number)

(612) 851-5629

(area code) (telephone number)

(Office address)

501 MARQUETTE AVENUE, MINNEAPOLIS, MN 55402

(street and number, city, state, and zip code)

TABLE OF CONTENTS

	Schedule	Page
Schedules Omitted by Respondent	A	1
Identity of Respondent	B	2
Voting Powers and Elections	C	3
Comparative Statement of Financial Position	200	5
Results of Operations	210	16
Retained Earnings - Unappropriated	220	19
Capital Stock	230	20
Statement of Changes in Financial Position	240	21
Working Capital Information	245	23
Investments and Advances - Affiliated Companies	310	26
Investments in Common Stock of affiliated Companies	310A	30
Road Property and Equipment and Improvements to Leased Property and Equipment	330	32
Depreciation Base and Rates - Road and Equipment Owned and Used and Leased from Others	332	34
Accumulated Depreciation - Road and Equipment Owned and Used	335	35
Accrued Liability - Leased Property	339	36
Depreciation Base and Rates - Improvements to Road and Equipment Leased from Others	340	37
Accumulated Depreciation - Improvements to Road and Equipment Leased from Others	342	38
Depreciation Base and Rates - Road and Equipment Leased to Others	350	40
Accumulated Depreciation - Road and Equipment Leased to Others	351	41
Investment in Railroad Property Used in Transportation Service (By Company)	352A	42
Investment in Railroad Property Used in Transportation Service (By Property Accounts)	352B	43
Railway Operating Expenses	410	45
Way and Structures	412	52
Rent for Interchanged Freight Train Cars and Other Freight Carrying Equipment	414	53
Supporting Schedule - Equipment	415	56
Supporting Schedule - Road	416	58
Specialized Service Subschedule - Transportation	417	60
Supporting Schedule - Capital Leases	418	61
Analysis of Taxes	450	63
Items in Selected Income and Retained Earnings Accounts for the Year	460	65
Guaranties and Suretyships	501	66
Compensating Balances and Short-Term Borrowing Arrangements	502	67
Separation of Debtholdings Between Road Property and Equipment	510	69
Transactions Between Respondent and Companies or Persons Affiliated with Respondent for Services Received or Provided	512	72
Rail Laid in Replacement (Old Schedule)	515	72A
Mileage Operated at Close of Year	700	74
Miles of Road at Close of Year - By States and Territories (Single Track)	702	75
Inventory of Equipment	710	78
Unit Cost of Equipment Installed During the Year	710S	84
Ties Laid in Replacement	721	86
Ties Laid in Additional Tracks and in New Lines and Extensions	722	87
Rails Laid in Replacement	723	88
Rails Laid in Additional Tracks and in New Lines and Extensions	724	89
Weight of Rail	725	90
Summary of Track Replacements	726	91
Railroad Operating Statistics	755	94
Verification		98
Memoranda		99
Index		100

SPECIAL NOTICE

Docket No. 38559, Railroad Classification Index, (ICC served January 20, 1983), modified the reporting requirements for Class II, Class III, and Switching and Terminal Companies. These carriers will notify the Board only if the calculation results in a different revenue level than its current classification.

The dark borders on the schedules represent data that are captured by the Board.

It is estimated that an average of 800 burden hours per response are required to complete this collection of information. This estimate includes time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Comments concerning the accuracy of this burden estimate or suggestions for reducing this burden should be directed to the Office of the Secretary, Surface Transportation Board.

A. SCHEDULES OMITTED BY RESPONDENT

1. The respondent, at its option, may omit pages from this report provided there is nothing to report or the schedules are not applicable.
2. Show the pages excluded, as well as the schedule number and title in the space provided below.
3. If no schedules were omitted, indicate "NONE."

Page	Schedule No.	Title
		NONE

B. IDENTITY OF RESPONDENT

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

1. Give the exact name of the respondent in full. 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." 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. If the report is for a consolidated group, pursuant to Special Permission from the Board, indicate such fact on line 1 below and list the consolidated group on page 4.
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, also give date when such receivership or other possession began. If a partnership, give date of formation and also names in full of present partners.
3. State the occasion for the reorganization, whether by reason of foreclosure of mortgage or otherwise, according to the fact. Give date of organization of original corporation and refer to laws under which organized.

1. Exact Name of common carrier making this report: Soo Line Railroad Company

2. Date of incorporation: October 19, 1949

3. Under laws of what Government, State, or Territory organized? If more than one, name all. If in bankruptcy, give court of jurisdiction and dates of beginning of receivership and of appointment of receivers or trustees:
Originally organized under the Minnesota Business Corporation Act, Chapter 300, Laws of Minnesota, 1933, as amended. Now governed by the new Minnesota Business Corporation Act, Chapter 302A, effective January 1, 1984.

4. If the respondent was reorganized during the year, involved in a consolidation or merger, or conducted its business under a different name, give full particulars:

STOCKHOLDERS' REPORTS

5. The respondent is required to send the Office of Economic and Environmental Analysis, 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 on:

(date)

No annual report to stockholders is prepared.

C. VOTING POWERS AND ELECTIONS

1. State the par value of each share of stock: Common \$ 0.01 per share, first preferred \$ N/A per share, second preferred \$ N/A per share, debenture stock \$ N/A 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 no, state in a footnote the relation between holdings and corresponding voting rights.
4. Are voting rights attached to any securities other than stocks **No**. If yes, 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, indicating 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 yes, 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 **Stock books not closed, last compiled December 31, 1984.**
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 **5,000,000** votes as of (date) **December 31, 2005.**
8. State the total number of stockholders of record as of the date shown in answer to inquiry No. 7: **One (1)** stockholder.
9. Give the names of the 30 security holders of the respondent who, at the date of the latest closing of the stock book or compilation of the list of stockholders of the respondent (if within one year prior to the actual filing of this report), had the highest voting powers in the respondent, showing for each, his or her address, the number of votes he or she 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 or she was entitled, with respect to securities held by him or her, such securities being classified as common stock, second preferred stock, first preferred stock, and other securities (stating in a footnote the names of such other securities, if any). If any such holder held in trust, give (in a footnote) the particulars of the trust. In the case of voting trust agreements, give as supplemental information the names and addresses of the 30 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 30 security holders as of the close of the year.*

Line No.	Name of security holder (a)	Address of security holder (b)	Number of votes to which security holder was entitled (c)	Number of votes, classified with respect to securities on which based			Line No.
				Stock			
				Class A Common (d)	Preferred Second (e)	First (f)	
1	Soo Line Corporation	501 Marquette Avenue	5,000,000	5,000,000	N/A	N/A	1
2		Suite 800					2
3		Minneapolis, MN 55402					3
4							4
5							5
6							6
7							7
8							8
9							9
10							10
11							11
12							12
13							13
14							14
15							15
16							16
17							17
18							18
19							19
20							20
21							21
22							22
23							23
24							24
25							25
26							26
27							27
28							28
29							29
30							30

C. VOTING POWERS AND ELECTIONS - Continued

- 10. State the total number of votes cast at the latest general meeting for the election of directors of the respondent: **5,000,000** votes cast.
- 11. Give the date of such meeting: **December 14, 2005**
- 12. Give the place of such meeting: **N/A***

NOTES AND REMARKS

*** This was an Action in Writing by sole shareholder in lieu of a Meeting.**

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - ASSETS
(Dollars in Thousands)

Line No.	Cross Check	Account	Title (a)	Balance at close of year (b)	Balance at beginning of year (c)	Line No.
Current Assets						
1		701	Cash	1,146	4,536	1
2		702	Temporary Cash Investments	12,100	2,200	2
3		703	Special Deposits	0	0	3
Accounts Receivable						
4		704	- Loan and Notes	0	0	4
5		705	- Interline and Other Balances	11,023	12,669	5
6		706	- Customers	41,513	33,926	6
7		707	- Other	10,991	9,360	7
8		709, 708	- Accrued Accounts Receivables	53,104	21,314	8
9		708.5	- Receivables from Affiliated Companies	16,036	37,934	9
10		709.5	- Less: Allowance for Uncollectible Accounts	(5,949)	(5,878)	10
11		710, 711, 714	Working Funds, Prepayments & Deferred Income Tax Debits	30,019	31,574	11
12		712	Materials and Supplies	14,041	12,973	12
13		713	Other Current Assets	757	2,064	13
14			TOTAL CURRENT ASSETS	184,781	162,672	14
Other Assets						
15		715, 716, 717	Special Funds	0	0	15
16		721, 721.5	Investments and Advances Affiliated Companies (Schedule 310 and 310A)	99,512	87,220	16
17		722, 723	Other Investments and Advances	0	0	17
18		724	Allowances for Net Unrealized Loss on Noncurrent Marketable Equity Securities-Cr.	0	0	18
19		737, 738	Property Used in Other than Carrier Operation (less Depreciation) \$ 0	1,332	1,338	19
20		739, 741	Other Assets	37,781	35,785	20
21		743	Other Deferred Debits	4,582	5,097	21
22		744	Accumulated Deferred Income Tax Debits	0	0	22
23			TOTAL OTHER ASSETS	143,207	129,440	23
Road and Equipment						
24		731, 732	Road (Schedule 330) L-30 Col. h & b	1,077,315	1,047,371	24
25		731, 732	Equipment (Schedule 330) L-39 Col. h & b	454,241	450,689	25
26		731, 732	Unallocated Items	7,075	11,208	26
27		733, 735	Accumulated Depreciation and Amortization (Schedules 335, 342, 351)	(473,699)	(458,192)	27
28			NET ROAD AND EQUIPMENT	1,064,932	1,051,076	28
29			TOTAL ASSETS	1,392,920	1,343,188	29

NOTES AND REMARKS

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

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

Disclose the nature and amount of contingency that is material.

Examples of contingent liabilities are items which may become obligations as a result of pending or threatened litigation, assessments or possible assessments of additional taxes and agreements or obligations to repurchase securities or property. Additional pages may be added if more space is needed. (Explain and/or reference to the following pages.)

See Footnote 9 on Page 9.

- (a) Changes in Valuation Accounts.

N/A

8. Marketable Equity Securities. See Footnote 10 on Page 9.

		Cost	Market	Dr (Cr) to Income	Dr (Cr) to Stockholders Equity
(Current Yr.)	Current Portfolio			None	N/A
as of / /	Noncurrent Portfolio			N/A	\$ None
(Previous Yr.)	Current Portfolio			N/A	N/A
as of / /	Noncurrent Portfolio			N/A	N/A

- (b) At 12/31/05, gross unrealized gains and losses pertaining to marketable equity securities were as follows:

	Gains	Losses
Current	\$ -	\$ -
Noncurrent	-	-

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

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

NOTE: / / (date) Balance sheet date of reported year unless specified as previous year.

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

NOTES TO FINANCIAL STATEMENTS

9. COMMITMENTS AND CONTINGENT LIABILITIES

Under the requirements of the Federal Comprehensive Environmental Response, Compensation and Liability Act of 1980 ("Superfund") and comparable state laws, SOO is potentially liable for the cleanup cost of various contaminated sites identified by the U.S. Environmental Protection Agency ("EPA") and comparable state agencies. SOO has been or could be notified by the EPA and state agencies that it is a Potentially Responsible Party ("PRP") for study and cleanup costs at certain sites. In some of these instances, SOO is one of numerous PRP's. In certain cases, future environmental-related expenditures cannot be quantified due to the uncertainty of the cleanup standards, methods to be used, and the number of other PRP's involved. SOO believes its December 31, 2005 undiscounted accruals are adequate to cover known liabilities which are probable and estimable. In 2005 SOO reached a binding settlement agreement with a PRP who accepted responsibility for designated portions of a response action plan at a SOO owned property in Minnesota.

10. PENSION AND OTHER EMPLOYEE BENEFITS

SOO participates in a noncontributory defined benefit plans covering substantially all SOO nonunion employees. Benefits are based on final average pay and years of service. Benefits are funded by SOO contributions and plan earnings consistent with funding requirements of federal law and regulations. Plan assets consist principally of listed equity securities, a listed equities index fund, and U.S. Government obligations.

In addition, SOO has a noncontributory defined benefit retirement plan for eligible United Transportation Union ("UTU") employees who elected a buyout of certain compensation based work rule payments as of December 31, 1995. Under terms of the plan, upon retirement, eligible employees may elect payments in either a lump sum or an annuity. Payment is based on the eligible employee's total Annual Benefit Credits when they terminate employment with SOO and its affiliates. Benefits are funded by SOO contributions and plan earnings consistent with minimum funding requirements of federal law and regulations. Plan assets consist principally of mutual funds and temporary cash investments.

SOO also provides certain post retirement benefits other than pensions for both union and nonunion employees, consisting of major medical coverage to age 65 and life insurance, both based on age and service requirements.

The following illustrates the status of each of these benefit plans as of SOO's December 31 financial statement date. The measurement date for the pension plan information is November 30 and the measurement date for the other post retirement benefits is December 31.

Change in Benefit Obligation	Management Pension Plan		UTU Pension Plan		Postretirement Benefit Plans Other Than Pensions	
	2005	2004	2005	2004	2005	2004
Benefit obligation at beginning of year	\$113,438	\$110,619	\$2,508	\$1,725	\$54,245	\$50,065
Service cost	1,599	1,619	153	168	1,479	1,463
Interest cost	6,614	6,594	110	101	2,935	2,896
Actuarial loss (gain)	4,014	1,821	(185)	844	(3,663)	2,583
Benefits paid	(7,373)	(7,215)	(238)	(330)	(2,770)	(2,762)
Benefit obligation at end of year	<u>\$118,292</u>	<u>\$113,438</u>	<u>\$2,348</u>	<u>\$2,508</u>	<u>\$52,226</u>	<u>\$54,245</u>

200. COMPARATIVE STATEMENT OF FINANCIAL POSITION - EXPLANATORY NOTES - Continued

NOTES TO FINANCIAL STATEMENTS

This page intentionally left blank.

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

NOTES TO FINANCIAL STATEMENTS

This page intentionally left blank.

210. RESULTS OF OPERATIONS

(Dollars in thousands)

1. Disclose requested information for the respondent pertaining to the results of operations for the year.
2. Report total operating expenses from Sched. 410. Any differences between this schedule and Sched. 410 must be explained on page 18.
3. List dividends from investments accounted for under the cost method on line No. 19, and list dividends accounted for under the equity method on line 25.
4. All contra entries hereunder should be indicated in parenthesis.

5. Cross-checks:

Schedule 210
Line 15, column (b)
Line 47, 48, 49 col (b)
Line 50, col (b)

Schedule 210
= Line 62, col (b)
= Line 63, col (b)
= Line 64, col (b)

Line 14, column (b)
Line 14, column (d)
Line 14, column (e)

Schedule 410
= Line 620, col (h)
= Line 620, col (f)
= Line 620, col (g)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Freight-related revenue & expenses (d)	Passenger-related revenue & expenses (e)	Line No.
		ORDINARY ITEMS					
		OPERATING INCOME					
		Railway Operating Income					
1		(101) Freight	668,712	609,347	668,712	0	1
2		(102) Passenger	0	0	0	0	2
3		(103) Passenger-Related	0	0	0	0	3
4		(104) Switching	11,304	12,308	11,304	0	4
5		(105) Water Transfers	0	0	0	0	5
6		(106) Demurrage	6,290	7,009	6,290	0	6
7		(110) Incidental	577	769	577	0	7
8		(121) Joint Facility-Credit	0	0	0	0	8
9		(122) Joint Facility-Debit	0	0	0	0	9
10		(501) Railway operating revenues (Exclusive of transfers from Government Authorities-lines 1-9)	686,883	629,433	686,883	0	10
11		(502) Railway operating revenues-Transfers from Government Authorities	0	0	0	0	11
12		(503) Railway operating revenues-Amortization of deferred transfers from Government Authorities	287	287	287	0	12
13		TOTAL RAILWAY OPERATING REVENUES (lines 10-12)	687,170	629,720	687,170	0	13
14		(531) Railway operating expenses	555,153	611,192	555,153	0	14
15		Net revenue from railway operations	132,017	18,528	132,017	0	15
		OTHER INCOME					
16		(506) Revenue from property used in other than carrier operations	0	0			16
17		(510) Miscellaneous rent income	5,317	5,674			17
18		(512) Separately operated properties-Profit	0	0			18
19		(513) Dividend Income (cost method)	2	2			19
20		(514) Interest Income	4,819	4,409			20
21		(516) Income from sinking and other funds	0	0			21
22		(517) Release of premiums on funded debt	0	0			22
23		(518) Reimbursements received under contracts and agreements	0	0			23
24		(519) Miscellaneous income	1,951	4,801			24
		Income from affiliated companies: 519					
25		a. Dividends (equity method)	196	196			25
26		b. Equity in undistributed earnings (losses)	2,303	1,759			26
27		TOTAL OTHER INCOME (lines 16-26)	14,588	16,841			27
28		TOTAL INCOME (lines 15, 27)	146,605	35,369			28
		MISCELLANEOUS DEDUCTIONS FROM INCOME					
29		(534) Expenses of property used in other than carrier operations	0	0			29
30		(544) Miscellaneous taxes	0	0			30
31		(545) Separately operated properties-loss	0	0			31
32		(549) Maintenance of investment organization	0	0			32
33		(550) Income Transferred under contracts and agreements	0	0			33
34		(551) Miscellaneous income charges	320	44			34
35		(553) Uncollectible accounts	0	0			35
36		TOTAL MISCELLANEOUS DEDUCTIONS	320	44			36
37		Income available for fixed charges	146,285	35,325			37

210. RESULTS OF OPERATIONS - Continued

(Dollars in thousands)

Line No.	Cross Check	Item (a)	Amount for current year (b)	Amount for preceding year (c)	Line No.
FIXED CHARGES					
		(546) Interest on funded debt:			
38		(a) Fixed interest not in default	20,551	17,043	38
39		(b) Interest in default	0	0	39
40		(547) Interest on unfunded debt	343	(246)	40
41		(548) Amortization of discount on funded debt		0	41
42		TOTAL FIXED CHARGES (lines 38 through 41)	20,894	16,797	42
43		Income after fixed charges (lines 37 minus line 42)	125,391	18,528	43
OTHER DEDUCTIONS					
		(546) Interest on funded debt:			
44		(c) Contingent interest	0	0	44
UNUSUAL OR INFREQUENT ITEMS					
45		(555) Unusual or infrequent items (debit) credit	0	0	45
46		Income (loss) from continuing operations (before income taxes)	125,391	18,528	46
PROVISIONS FOR INCOME TAXES					
		(556) Income taxes on ordinary income:			
47		(a) Federal income taxes	3,317	3,909	47
48		(b) State income taxes	483	(560)	48
49		(c) Other income taxes	0	0	49
50		(557) Provision for deferred taxes	46,153	3,965	50
51		TOTAL PROVISIONS FOR INCOME TAXES (lines 47 through 50)	49,953	7,314	51
52		Income from continuing operations (line 46 minus line 51)	75,438	11,214	52
DISCONTINUED OPERATIONS					
53		(560) Income or loss from operations of discontinued segments (less applicable income taxes of \$)	0	0	53
54		(562) Gain or loss on disposal of discontinued segments (less applicable income taxes of \$)	0	0	54
55		Income before extraordinary items (lines 52 through 54)	75,438	11,214	55
EXTRAORDINARY ITEMS AND ACCOUNTING CHANGES					
56		(570) Extraordinary items (net)	0	0	56
57		(590) Income taxes on extraordinary items	0	0	57
58		(591) Provision for deferred taxes-Extraordinary items	0	0	58
59		TOTAL EXTRAORDINARY ITEMS (lines 56 through 58)	0	0	59
60		(592) Cumulative effect of changes in accounting principles (less applicable tax of \$0)	0	0	60
61		Net income (loss) (lines 55 + 59 + 60)	75,438	11,214	61
Reconciliation of net railway operating income (NROI)					
62		Net revenues from railway operations	132,017	18,528	62
63		(556) Income taxes on ordinary income (-)	3,800	3,349	63
64		(557) Provision for deferred income taxes (-)	46,153	3,965	64
65		Income from lease of road and equipment (-)	0	0	65
66		Rent for leased roads and equipment (+)	135	135	66
67		Net railway operating income (loss)	82,199	11,349	67

NOTES AND REMARKS FOR SCHEDULES 210 AND 220**1. SPECIAL CHARGES**

In 2005, a settlement was reached relating to a lawsuit with a potentially responsible party involving portions of past environmental contamination at a SOO owned property in Minnesota. As a result, the lawsuit against the other party has been dismissed. SOO was able to reduce accrued liabilities related to this property and recognized a total reduction of \$28.6 million in railway operating expense (on Schedule 210, Line 14) in relation to the special charge for environmental remediation recorded in 2004.

During 2005 and 2004, \$10.0 million and \$15.7 million of payments were made relating to previous special charges, respectively.

220. RETAINED EARNINGS

(Dollars in Thousands)

1. Show below the items of Retained Earnings Accounts of the respondent for the year, classified in accordance with the Uniform System of Accounts for Railroad Companies.
2. All contra entries hereunder should be shown in parentheses.
3. Show in lines 22 and 23 the amount of assigned Federal income tax consequences for Accounts 606 and 616.
4. Segregate in column (c) all amounts applicable to the equity in undistributed earnings (losses) of affiliated companies based on the equity method of accounting.
5. Line 3 (line 7 if debit balance), column (c), should agree with line 26, column (b), Schedule 210. The total of columns (b) and (c), lines 3 and 7, should agree with line 61, column (b), Schedule 210.
6. Include in column (b) only amounts applicable to retained earnings exclusive of any amounts included in column (c).

Line No.	Cross Check	Item (a)	Retained earnings-unappropriated (b)	Equity in undistributed earnings (losses) of affiliated companies (c)	Line No.
1		Balances at beginning of year	6,161	2,190	1
2		(601.5) Prior period adjustments to beginning retained earnings	0	0	2
		CREDITS			
3		(602) Credit balance transferred from income	73,135	2,303	3
4		(603) Appropriations released	0	0	4
5		(606) Other credits to retained earnings	0	0	5
6		TOTAL CREDITS	73,135	2,303	6
		DEBITS			
7		(612) Debit balance transferred from income	0	0	7
8		(616) Other debits to retained earnings	(2,401) *	0	8
9		(620) Appropriations for sinking and other funds	0	0	9
10		(621) Appropriations for other purposes	0	0	10
11		(623) Dividends: common stock	(81,000)	0	11
12		preferred stock 1	0	0	12
13		TOTAL DEBITS	(83,401)	0	13
14		Net increase (decrease) during year (line 6 minus line 13)	(10,266)	2,303	14
15		Balances at close of year (lines 1, 2 and 14)	(4,105)	4,493	15
16		Balances from line 15(c)	4,493	N/A	16
17		(798) Total unappropriated retained earnings and equity in undistributed earnings (losses) of affiliated companies at end of year	388	N/A	17
18		(797) Total appropriated retained earnings:			18
19		Credits during year---\$			19
20		Debits during year---\$			20
21		Balance at close of year-\$ 0			21
22		Amount of assigned Federal income tax consequences: Account 606----\$ 0			22
23		Account 616----\$ 0			23

* FAS 87 Pension Credit

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

230. CAPITAL STOCK

PART I. CAPITAL STOCK
(Dollars in thousands)

1. Disclose in column (a) the particulars of the various issues of capital stock of the respondent, distinguishing separate issues of any general class, if different in any respect.
2. Present in column (b) the par or stated value of each issue. If none, so state.
3. Disclose in columns (c), (d), (e) and (f) the required information concerning the number of shares authorized, issued, in treasury and outstanding for the various issues.
4. For the purposes of this report, capital stock and other securities are considered to be nominally issued when certificates are signed and sealed and placed with the proper officer for sale and delivery or are pledged or otherwise placed in some special fund of the respondent. They are considered to be actually issued when sold to a bona fide purchaser who holds them free from controls 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, and not canceled or retired, they are considered to be nominally outstanding.

Line No.	Class of Stock (a)	Par Value (b)	Number of Shares				Book Value at End of Year		Line No.
			Authorized (c)	Issued (d)	In Treasury (e)	Outstanding (f)	Outstanding (g)	In Treasury (h)	
1	Common Soo Line Railroad Company Class A	\$0.01	15,000,000	5,000,000		5,000,000	281,994		1
2									2
3									3
4	Preferred								4
5									5
6									6
7									7
8									8
9									9
10	TOTAL		15,000,000	5,000,000		5,000,000	281,994		10

PART II. SUMMARY OF CAPITAL STOCK CHANGES DURING YEAR
(Dollars in thousands)

1. The purpose of this part is to disclose capital stock changes during the year.
2. Column (a) presents the items to be disclosed.
3. Columns (b), (d) and (f) require disclosures of the number of preferred, common and treasury stock, respectively, applicable to the items presented in column (a).
4. Columns (c), (e) and (g) require the applicable disclosure of the book values of preferred, common and treasury stock.
5. Disclose in column (h) the additional paid-in capital realized from changes in capital stock during year.
6. Unusual circumstances arising from changes in capital stock changes shall be fully explained in footnotes to this schedule.

Line No.	Items (a)	Preferred Stock		Common Stock		Treasury Stock		Additional Capital \$ (h)	Line No.
		Number of Shares (b)	Amount \$ (c)	Number of Shares (d)	Amount \$ (e)	Number of Shares (f)	Amount \$ (g)		
11	Balance at beginning of year			5,000,000	281,994			120,626	11
12	Capital Stock Sold								12
13	Capital Stock Reacquired								13
14	Capital Stock Canceled								14
15	Capital Contribution from Parent							(38)	15
16	Rounding / Other								16
17	Balance at close of year			5,000,000	281,994			120,588	17

Railroad Annual Report R-1

Road Initials: SOO Year: 2005

240. STATEMENT OF CASH FLOWS
(Dollars in thousands)

Give the information as requested concerning the cash flows during the year. Either the direct or indirect method can be used. The direct method shows as its principal components operating cash receipts and payments, such as cash received from customers and cash paid to suppliers and employees, the sum of which is net cash flow from operating activities. The indirect method starts with net income and adjusts it for revenues and expense items that were not the result of operating cash transactions in the current period to reconcile it to net cash flow from operating activities. If the direct method is used, complete lines 1-41. If the indirect method is used, complete lines 10-41. Cash for the purpose of this schedule shall include cash and cash equivalents which are short-term, highly liquid investments readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Information about all investing and financing activities which do not directly affect cash shall be separately disclosed in footnotes to this schedule. They shall clearly relate the cash (if any) and noncash aspects of transactions. Examples of noncash investing and transactions include converting debt to equity acquiring assets by assuming directly related liabilities, such as purchasing a building by incurring a mortgage to the seller; obtaining an asset by entering into a capital lease; and exchanging noncash assets or liabilities for other noncash assets or liabilities. Some transactions are part cash and part noncash; only the cash portion shall be reported directly in the statement of cash flows. Refer to FAS Statement No. 95, Statement of Cash Flows, for further details.

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
CASH FLOWS FROM OPERATING ACTIVITIES					
1		Cash received from operating revenues			1
2		Dividends received from affiliates			2
3		Interest received			3
4		Other income			4
5		Cash paid for operating expenses			5
6		Interest paid (net of amounts capitalized)			6
7		Income taxes paid			7
8		Other-net			8
9		NET CASH PROVIDED BY OPERATING ACTIVITIES (Lines 1 through 8)	See Note 1	See Note 1	9

Note 1: This page is intentionally left blank because the indirect method of reporting cash flows is used.

240. STATEMENT OF CASH FLOWS - Concluded
(Dollars in thousands)

RECONCILIATION OF NET INCOME TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
10	*	Income from continuing operations	75,438	11,214	10

ADJUSTMENTS TO RECONCILE INCOME FROM CONTINUING OPERATIONS TO NET CASH PROVIDED BY OPERATING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
11		Loss (gain) on sale or disposal of tangible property and investments	(1,839)	(4,746)	11
12		Depreciation and amortization expenses	47,982	45,490	12
13		Net increase (decrease) provision for deferred income taxes	46,153	3,965	13
14		Net decrease (increase) in undistributed earnings (losses) of affiliates	(2,303)	(1,759)	14
15		(Increase) decrease in accounts receivable	(43,393)	(1,798)	15
16		(Increase) decrease in materials and supplies, and other current assets	1,639	(8,370)	16
17		Increase (decrease) in current liabilities other than debt	43,176	13,387	17
18		Increase (decrease) in other-net	(34,760)	70,844	18
19		Net Cash provided from continuing operations (lines 10 through 18)	132,093	128,227	19
20		Add (subtract) cash generated (paid) by reason of discontinued operations and extraordinary items	0	0	20
21		NET CASH PROVIDED FROM OPERATING ACTIVITIES (lines 19 and 20)	132,093	128,227	21

CASH FLOWS FROM INVESTING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
22		Proceeds from sale of property	245	6,823	22
23		Capital expenditures	(90,153)	(85,141)	23
24		Net change in temporary cash investments not qualifying as cash equivalents	0	0	24
25		Proceeds from sale/repayments of investment and advances	11	60,016	25
26		Purchase price of long-term investment and advances	(10,000)	0	26
27		Net decrease (increase) in sinking and other special funds	0	0	27
28		Other-net	26,000	(26,000)	28
29		NET CASH USED IN INVESTING ACTIVITIES (lines 22 through 28)	(73,897)	(44,302)	29

CASH FLOWS FROM FINANCING ACTIVITIES

Line No.	Cross Check	Description (a)	Current Year (b)	Prior Year (c)	Line No.
30		Proceeds from issuance of long-term debt	2,247,200	773,600	30
31		Principal payments of long-term debt	(2,240,886)	(776,805)	31
32		Proceeds from issuance of capital stock	0	0	32
33		Purchase price of acquiring treasury stock	0	0	33
34		Cash dividends paid	(81,000)	(80,000)	34
35		Other-net -	23,000	(769)	35
36		NET CASH FROM FINANCING ACTIVITIES	(51,686)	(83,974)	36
37		NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS (lines 21, 29, 36)	6,510	(49)	37
38	*	Cash and cash equivalents at beginning of year	6,736	6,785	38
39	*	CASH & CASH EQUIVALENTS AT END OF THE YEAR	13,246	6,736	39

Footnotes to Schedule:

40		Cash paid during the year for: Interest (net of amount capitalized) @	20,768	17,441	40
41		Income taxes (net) @	788	9,189	41

@ Only applies if indirect method is adopted

245. WORKING CAPITAL

(Dollars in thousands)

1. This schedule should include only data pertaining to railway transportation services.
2. Carry out calculation of lines 9, 10, 20 and 21 to the nearest whole number.

Line No.	Item (a)	Source No.	R-1 Amount (b)	Line No.
CURRENT OPERATING ASSETS				
1	Interline and Other Balances	Schedule 200, line 5, column b	11,023	1
2	Customers (706)	Schedule 200, line 6, column b	41,513	2
3	Other (707)	Note A	10,991	3
4	TOTAL CURRENT OPERATING ASSETS	Line 1 + 2 + 3	63,527	4
OPERATING REVENUE				
5	Railway Operating Revenue	Schedule 210, line 13, column b	687,170	5
6	Rent Income	Note B	79,560	6
7	TOTAL OPERATING REVENUES	Lines 5 + 6	766,730	7
8	Average Daily Operating Revenues	Line 7 ÷ 360 days	2,130	8
9	Days of Operating Revenue in Current Operating Assets	Line 4 ÷ Line 8	30	9
10	Revenue Delay Days Plus Buffer	Line 9 + 15 days	45	10
CURRENT OPERATING LIABILITIES				
11	Interline and Other Balances (752)	Schedule 200, line 31, column b	2,079	11
12	Audited Accounts and Wages Payable (753)	Note A	16,504	12
13	Accounts Payable-Other (754)	Note A	2,147	13
14	Other Taxes Accrued (761.5)	Note A	12,415	14
15	TOTAL CURRENT OPERATING LIABILITIES	Sum of lines 11 to 14	33,145	15
OPERATING EXPENSES				
16	Railway Operating Expenses	Schedule 210, line 14, column b	555,153	16
17	Depreciation	Schedule 410, lines 136, 137, 138, 213, 232, 317, column h	47,982	17
18	Cash Related Operating Expenses	Line 16 + line 6 - line 17	586,731	18
19	Average Daily Expenditures	Line 18 ÷ 360 days	1,630	19
20	Days of Operating Expenses in Current Operating Liabilities	Line 15 ÷ Line 19	20	20
21	Days of Working Capital Required	Line 10 - line 20 (Note C)	25	21
22	Cash Working Capital Required	Line 21 x line 19	40,750	22
23	Cash and Temporary Cash Balances	Schedule 200, line 1 + line 2, column b	13,246	23
24	Cash Working Capital Allowed	Lesser line 22 and line 23	13,246	24
MATERIALS AND SUPPLIES				
25	Total Materials and Supplies (712)	Note A	14,041	25
26	Scrap and Obsolete Material included in Acct. 712	Note A	0	26
27	Materials and Supplies held for Common Carrier Purposes	Line 25 - line 26	14,041	27
28	TOTAL WORKING CAPITAL	Line 24 + line 27	27,287	28

Notes: (A) Use common carrier portion only. Common carrier refers to railway transportation service.

(B) Rent income is the sum of Schedule 410, column h, lines 121, 122, 123, 127, 128, 129, 133, 134, 135, 208, 210, 212, 227, 229, 231, 312, 314, and 316. Rent income is added to railway operating revenues to produce total revenues. Rent income is also added to total operating expenses to exclude the rent revenue items from operating expense.

(C) If result is negative, use zero.

NOTES AND REMARKS

This page intentionally left blank.

GENERAL INSTRUCTIONS CONCERNING RETURNS IN SCHEDULES 310, 310A

1. Schedule 310 should give particulars of stocks, bonds, other secured obligations, unsecured notes, and investment advances of affiliated companies held by respondent at the close of the year. Also, disclose the investments made, disposed of, and written down during the year and the applicable dividends and interest credited to income as a result of those investments. They should exclude securities issued or assumed by respondent. For definition of affiliated companies, see the rules governing Account No. 721, "Investments and Advances, Affiliated Companies", in the Uniform System of Accounts for Railroad Companies.
2. List the investments in the following order and show a total for each group and each class of investments by accounts in numerical order:
 - (A) Stocks
 - (1) Carriers-active
 - (2) Carriers-inactive
 - (3) Noncarriers-active
 - (4) Noncarriers-inactive
 - (B) Bonds (including U.S. Government bonds)
 - (C) Other secured obligations
 - (D) Unsecured notes
 - (E) Investment advances
3. The subclassification of classes (B), (C), (D) and (E) should be the same as that provided for class (A).
4. The kinds of industry represented by respondent's investments in the securities of other companies should be shown by symbol opposite the names of the issuing corporation. The symbols and industrial classification are as follows:

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

5. By carriers, as the term is used here, is meant companies owning or operating railroads, facilities auxiliary thereto such as bridges, ferries, union depots, and other terminal facilities, sleeping cars, parlor cars, dining cars, freight cars, express service and facilities, electric railways, highway motor vehicles, steamboats and other marine transportation equipment, pipe lines (other than those for transportation of water), and other instrumentalities devoted to the transportation of persons or property for hire. Telegraph and telephone companies are not meant to be included.
6. Noncarrier companies should, for the purpose of these schedules, include telephone companies, telegraph companies, mining companies, manufacturing companies, hotel companies, etc. Purely holding companies are to be classified as noncarrier companies, even though the securities held by such companies are largely or entirely issued or assumed by carriers.
7. By an active corporation is meant one which maintains an organization for operating property or administering its financial affairs. An inactive corporation is one which has been practically absorbed in a controlling corporation and which neither operates property nor administers its financial affairs. If it maintains an organization it does so only for the purpose of complying with legal requirements and maintaining title to property or franchises.
8. Combine in one account investments in which the original cost or present equity in total assets is less than \$10,000.
9. Include investments in unincorporated entities such as lessee organizations. Exclude amounts normally settled on a current basis.
10. Do not include the value of securities issued or assumed by respondent.
11. For affiliates which do not report to the Surface Transportation Board and are jointly owned, disclose in footnotes the name and extent of control of the other controlling entities.

<u>Company Name</u>	<u>Other Joint Owners</u>
MT Properties	BNSF - 43.30%; UP - 42.09%;
Belt Railway Company of Chicago	CSXT, NS-25% each; BNSF-16.67%; CN-16.67%; UP-8.33%.
Indiana Harbor Belt Railroad Company	CSX/NS - 51%
Trailer Train	Various others
Transportation and Railroad Assurance Company, Ltd.	Various others
Amtrak	Various others
Arzoon.com	Various others

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES

1. Give particulars of investments in stocks, bonds, other secured obligations, unsecured notes, and investment advances of companies affiliated with respondent, from accounts 715 (Sinking Funds), 716 (Capital Funds), 721 (Investments and Advances Affiliated Companies), and 717 (Other Funds).
2. Entries in this schedule should be made in accordance with the definitions and general instructions given on Page 25, 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. Give 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 ___ to ___". Abbreviations in common use in standard financial publications may be used to conserve space.

Line No.	Account No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)	Line No.
1	721	A-1	VII	Belt Railway Company of Chicago	8.330	1
2	721	A-1	VII	Indiana Harbor Belt Railroad Company	49.000	2
3	721	A-1	VII	Trailer Train Company	1.600	3
4	721	A-1	VII	Amtrak	N/A	4
5						5
6				Total Class A-1		6
7						7
8	721	A-2	VII	Milwaukee Motor Transportation Company	100.000	8
9	721	A-2	VII	CTH&SE Railway Company	54.020	9
10						10
11				Total Class A-2		11
12						12
13	721	A-4	VI	Transportation and Railroad Assurance Company, Ltd.	-	13
14	721	A-3	X	MT Properties	14.610	14
15	721	A-3	VIII	Arzoon.com	-	15
16	721	A-4	VII	I & M Rail Link	33.333	16
17						17
18				Total Class A-3 & A-4		18
19				Total Class A		19
20						20
21	721	D-1	VII	Delaware & Hudson Railway Company	-	21
22						22
23				Total Class D-1		23
24						24
25	721	D-3	X	Soo Line Corporation	-	25
26						26
27				Total Class D-3		27
28				Total Class D		28
29						29
30	721	E-4	VII	Western Railroad Association	-	30
31						31
32				Total Class E-1		32
33						33
34	721	E-2	VII	Milwaukee Motor Transportation Company	100.000	34
35						35
36				Total Class E-2		36
37						37
38	721	E-3	X	MT Properties	14.610	38
39						39
40				Total Class E-3		40
41				Total Class E		41
42						42
43				Grand Total		43
44						44

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

(Dollars in thousands)

6. If any of the companies included in this schedule are controlled by respondent, the percent of control should be shown in column (e). In case any company listed is controlled other than through actual ownership of securities, give particulars in a footnote. In case of joint control, give names of other parties and particulars of control.
7. If any advances reported are pledged, give particulars in a footnote.
8. Investments in companies in which neither the original cost or present equity in total assets are less than \$10,000 may be combined in one figure.
9. Also include investments in unincorporated entities such as lessee organizations (exclusive of amounts nominally settled on a current basis).
10. This schedule should not include securities issued or assumed by respondent.
11. For affiliates which do not report to the Surface Transportation Board and are jointly owned, give names and extent of control by other entities by footnotes.

Line No.	Investments and advances				Disposed of: profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
	Opening balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing balance (i)				
1	260	0	0	260				1
2	1,359	0	0	1,359				2
3	218	0	0	218				3
4	1	0	0	1				4
5								5
6	1,838	0	0	1,838	0	0	0	6
7								7
8	0	0	0	0				8
9	0	0	0	0				9
10								10
11	0	0	0	0	0	0	0	11
12								12
13	1	0	0	1				13
14	91	0	0	91			2	14
15	0	0	0	0				15
16	31,000	0	0	31,000				16
17								17
18	31,092	0	0	31,092	0	0	2	18
19	32,930	0	0	32,930	0	0	2	19
20								20
21	61,000	0	10,000	71,000			3,178	21
22								22
23	61,000	0	10,000	71,000	0	0	3,178	23
24								24
25	0	0	0	0				25
26								26
27	0	0	0	0	0	0	0	27
28	61,000	0	10,000	71,000	0	0	3,178	28
29								29
30	1	0	0	1				30
31								31
32	1	0	0	1	0	0	0	32
33								33
34	1,110	0	0	1,110				34
35								35
36	1,110	0	0	1,110	0	0	0	36
37								37
38	40	0	(11)	29				38
39								39
40	40	0	(11)	29	0	0	0	40
41	1,151	0	(11)	1,140	0	0	0	41
42								42
43	95,081	0	9,989	105,070	0	0	3,180	43
44								44

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

(Dollars in thousands)

Line No.	Account No. (a)	Class No. (b)	Kind of industry (c)	Name of issuing company and also lien reference, if any (include rate for preferred stocks and bonds) (d)	Extent of control (e)	Line No.
1						1
2				This page intentionally left blank.		2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25						25
26						26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38						38
39						39
40						40

310. INVESTMENTS AND ADVANCES AFFILIATED COMPANIES - Continued

(Dollars in thousands)

Line No.	Investments and advances				Disposed of: profit (loss) (j)	Adjustments Account 721.5 (k)	Dividends or interest credited to income (l)	Line No.
	Opening balance (f)	Additions (g)	Deductions (if other than sale, explain) (h)	Closing balance (i)				
1								1
2			This Page intentionally left blank.					2
3								3
4								4
5								5
6								6
7								7
8								8
9								9
10								10
11								11
12								12
13								13
14								14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27								27
28								28
29								29
30								30
31								31
32								32
33								33
34								34
35								35
36								36
37								37
38								38
39								39
40								40

310A. INVESTMENTS IN COMMON STOCKS OF AFFILIATED COMPANIES

(Dollars in thousands)

Undistributed Earnings from Certain Investments in Affiliated Companies

1. Report below the details of all investments in common stocks included in Account 721, Investments and Advances Affiliated Companies.
2. Enter in column (c) the amount necessary to retroactively adjust those investments. (See instruction 5-2, Uniform System of Accounts.)
3. Enter in column (d) the share of undistributed earnings (i.e., less dividends) or losses.
4. Enter in column (e) the amortization for the year of the excess of cost over equity in net assets (equity over cost) at date of acquisition.
5. For definition of "carrier" and "noncarrier", see general instructions.

Line No.	Name of issuing company and description of security held (a)	Balance at beginning of year (b)	Adjustments for investments equity method (c)	Equity in undistributed earnings (losses) during year (d)	Amortization during year (e)	Adjustment for investments disposed of or written down during year (f)	Balance at close of year (g)	Line No.
Carriers: (List specifics for each company)								
1	Indiana Harbor Belt Railroad Company	24,237	0	2,303	0	0	26,540	1
2	Milwaukee Motor Transportation Company	(1,098)	0	0	0	0	(1,098)	2
3	I & M Rail Link	(31,000)	0	0	0	0	(31,000)	3
4								4
5								5
6								6
7								7
8								8
9								9
10								10
11								11
12								12
13		(7,861)	0	2,303	0	0	(5,558)	13
Noncarrier (List specifics for each company)								
14	NONE							14
15								15
16								16
17								17
18								18
19								19
20								20
21								21
22								22
23								23
24								24
25								25
26								26
27	Grand Total	(7,861)	0	2,303	0	0	(5,558)	27

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 330

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 (f), inclusive. Column (g) should be the net of the amounts in columns (c) through (f). Column (h) is the aggregate of columns (b) through (f), inclusive. Grand totals of columns (b) and (h) should equal the sum of Accounts 731 and 732 for the respective periods; if not, a full explanation should be made in a footnote.
2. In column (c), show 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", in the Uniform System of Accounts for Railroad Companies for such items.
3. In column (d), show 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. Columns (c) and (e) should include all entries covering expenditures for additions and betterments, as defined, whether or not replacing other property.
5. All credits representing property sold, abandoned, or otherwise retires should be shown in column (f).
6. Both the debit and credit involved in each transfer, adjustment, or clearance, between road and equipment accounts, should be included in the column in which the item was initially included. Also the transfer of prior years' debits or credits from investment in road and equipment to operating expenses or other accounts, or vice versa, should be included in the column applicable to current items of like nature. Each such transfer, adjustment, or clearance should be fully explained when in excess of \$100,000.
7. If during the year an individual charge of \$100,000 or more was made to Account No. 2, "Land for Transportation Purposes", state the cost, location, area, and other details which will identify the property in a footnote.
8. Report on line 29, amounts not included in the primary road accounts. The items reported should be briefly identified and explained under "Notes and Remarks" below. Amounts should be reported on this line only under special circumstances, usually after permission is obtained from the Board 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 Board.
9. If during the year a segment of transportation property was acquired, state in a footnote the name of the vendor, the mileage acquired, and the date of acquisition, giving location and cost of the property to the respondent. Also furnish a statement of the amount included in each primary account representing such property acquired, referring to the column or columns in which the entries appear.
10. If an amount of less than \$5,000 is used as the minimum for additions and betterments to property investment accounts as provided for in Instruction 2-2 of the Uniform System of Accounts for Railroad Companies, state the amount used in a footnote.

NOTES AND REMARKS

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED

PROPERTY AND EQUIPMENT

(Dollars in thousands)

Line No.	Cross Check	Account (a)	Balance beginning of year (b)	Expenditures during the year for original road & equipment, & road extensions (c)	Expenditures during the year for purchase of existing lines, re-organizations, etc. (d)	Line No.
1		(2) Land for transportation purposes	7,976	0	0	1
2		(3) Grading	40,355	0	0	2
3		(4) Other right-of-way expenditures	1,380	0	0	3
4		(5) Tunnels and subways	2,969	0	0	4
5		(6) Bridges, trestles, and culverts	91,732	0	0	5
6		(7) Elevated structures	0	0	0	6
7		(8) Ties	208,355	0	0	7
8		(9) Rail and other track material	354,071	0	0	8
9		(11) Ballast	129,444	0	0	9
10		(13) Fences, snow sheds, and signs	1,833	0	0	10
11		(16) Station and office buildings	16,316	0	0	11
12		(17) Roadway buildings	2,204	0	0	12
13		(18) Water stations	68	0	0	13
14		(19) Fuel stations	7,889	0	0	14
15		(20) Shops and enginehouses	13,733	0	0	15
16		(22) Storage warehouses	0	0	0	16
17		(23) Wharves and docks	1,300	0	0	17
18		(24) Coal and ore wharves	0	0	0	18
19		(25) TOFC/COFC terminals	15,716	0	0	19
20		(26) Communication systems	22,187	0	0	20
21		(27) Signals and interlockers	53,257	0	0	21
22		(29) Power plants	65	0	0	22
23		(31) Power-transmission systems	1,409	0	0	23
24		(35) Miscellaneous structures	1,672	0	0	24
25		(37) Roadway machines	44,315	0	0	25
26		(39) Public improvements - Construction	23,726	0	0	26
27		(44) Shop machinery	4,964	0	0	27
28		(45) Power-plant machinery	435	0	0	28
29		Other (specify and explain)	0	0	0	29
30		TOTAL EXPENDITURES FOR ROAD	1,047,371	0	0	30
31		(52) Locomotives	111,988	0	0	31
32		(53) Freight-train cars	323,445	0	0	32
33		(54) Passenger-train cars	0	0	0	33
34		(55) Highway revenue equipment	949	0	0	34
35		(56) Floating equipment	0	0	0	35
36		(57) Work equipment	8,464	0	0	36
37		(58) Miscellaneous equipment	2,947	0	0	37
38		(59) Computer systems and word processing equipment	2,896	0	0	38
39		TOTAL EXPENDITURES FOR EQUIPMENT	450,689	0	0	39
40		(76) Interest during construction	0	0	0	40
41		(80) Other elements of investment	1,134	0	0	41
42		(90) Construction in progress	10,074	0	0	42
43		GRAND TOTAL	1,509,268	0	0	43

330. ROAD PROPERTY AND EQUIPMENT AND IMPROVEMENTS TO LEASED

PROPERTY AND EQUIPMENT - Cont'd.

(Dollars in thousands)

Line No.	Cross Check	Expenditures for additions during the year (e)	Credits for property retired during the year (f)	Net changes during the year (g)	Balance at close of year (h)	Line No.
1		0	481	(481)	7,495	1
2		2,418	1,018	1,400	41,755	2
3		100	114	(14)	1,366	3
4		175	571	(396)	2,573	4
5		6,309	4,138	2,171	93,903	5
6		0	0	0	0	6
7		13,265	15,999	(2,734)	205,621	7
8		39,482	19,058	20,424	374,495	8
9		7,936	5,306	2,630	132,074	9
10		28	67	(39)	1,794	10
11		134	785	(651)	15,665	11
12		5	10	(5)	2,199	12
13		0	0	0	68	13
14		47	385	(338)	7,551	14
15		705	291	414	14,147	15
16		0	0	0	0	16
17		0	0	0	1,300	17
18		0	0	0	0	18
19		1,689	1,262	427	16,143	19
20		682	1,059	(377)	21,810	20
21		2,221	1,426	795	54,052	21
22		0	0	0	65	22
23		137	27	110	1,519	23
24		572	14	558	2,230	24
25		5,214	1,618	3,596	47,911	25
26		4,367	1,926	2,441	26,167	26
27		408	395	13	4,977	27
28		0	0	0	435	28
29		0	0	0	0	29
30		85,894	55,950	29,944	1,077,315	30
31		8,371	2,966	5,405	117,393	31
32		19	2,047	(2,028)	321,417	32
33		0	0	0	0	33
34		157	2	155	1,104	34
35		0	0	0	0	35
36		21	49	(28)	8,436	36
37		164	222	(58)	2,889	37
38		134	28	106	3,002	38
39		8,866	5,314	3,552	454,241	39
40		0	0	0	0	40
41		1	0	1	1,135	41
42		(4,134)	0	(4,134)	5,940	42
43		90,627	61,264	29,363	1,538,631	43

**332. DEPRECIATION BASE AND RATES - ROAD AND EQUIPMENT
OWNED AND USED AND LEASED FROM OTHERS**
(Dollars in thousands)

1. Show in columns (b) and (e), for each primary account, the depreciation base used to compute depreciation charges for the month of January, and in columns (c) and (f), the depreciation charges for the month of December. In columns (d) and (g) show the composite rates used in computing depreciation charges for December, and on lines 30 and 39 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 that total 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 are included in rent for equipment and Account Nos. 31-22-00, 31-23-00, 31-25-00, 31-21-00, 35-21-00, 35-23-00, 35-22-00, and 35-25-00. It should include cost of equipment owned and leased to others when the rents therefrom are included in the rent for equipment Accounts Nos. 32-21-00, 32-22-00, 32-23-00, 32-25-00, 36-21-00, 36-22-00, 36-23-00, and 36-25-00, inclusive. Composite rates used should be those prescribed or authorized by the Board, 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 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 Lessor property, when the rent therefor is included in Account Nos. 31-11-00, 31-12-00, 31-13-00, 31-21-00, 31-22-00, and 31-23-00, inclusive.

4. If 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 effected account(s).

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

Line No.	Account (a)	OWNED AND USED			LEASED FROM OTHERS			Line No.
		Depreciation base		Annual composite rate (percent) (d)	Depreciation base		Annual composite rate (percent) (g)	
		At beginning of year (b)	At close of year (c)		At beginning of year (e)	At close of year (f)		
ROAD								
1	(3) Grading	40,355	40,481	0.95				1
2	(4) Other right-of-way expenditures	1,380	1,342	1.38				2
3	(5) Tunnels and subways	2,969	2,573	1.08				3
4	(6) Bridges, trestles, and culverts	91,732	93,345	1.55				4
5	(7) Elevated structures	0	0	0.00				5
6	(8) Ties	208,355	202,869	4.40				6
7	(9) Rail and other track material	354,071	366,058	3.44				7
8	(11) Ballast	129,444	129,258	2.49				8
9	(13) Fences, snowsheds, and signs	1,833	1,793	3.76				9
10	(16) Station and office buildings	16,316	15,610	3.82				10
11	(17) Roadway buildings	2,204	2,199	2.75				11
12	(18) Water stations	68	68	2.28				12
13	(19) Fuel stations	7,889	7,551	2.50				13
14	(20) Shops and enginehouses	13,733	14,091	2.42				14
15	(22) Storage warehouses	0	0	0.00				15
16	(23) Wharves and docks	1,300	1,300	3.20				16
17	(24) Coal and ore wharves	0	0	0.00				17
18	(25) TOFC/COFC terminals	15,716	15,965	2.48				18
19	(26) Communication systems	22,187	21,565	3.38				19
20	(27) Signals and interlockers	53,257	53,387	4.53				20
21	(29) Power plants	65	65	1.48				21
22	(31) Power-transmission systems	1,409	1,458	1.33				22
23	(35) Miscellaneous structures	1,672	2,230	2.76				23
24	(37) Roadway machines	44,315	47,474	5.20				24
25	(39) Public improvements - Construction	23,726	25,486	3.50				25
26	(44) Shop machinery	4,964	4,835	2.02				26
27	(45) Power-plant machinery	435	435	3.28				27
28	All other road accounts	0	0	0.00				28
29	Amortization (other than defense projects)	0	0	0.00				29
30	TOTAL ROAD	1,039,395	1,051,438	3.33	0	0		30
EQUIPMENT								
31	(52) Locomotives	111,988	116,709	4.82				31
32	(53) Freight-train cars	323,445	321,470	2.61				32
33	(54) Passenger-train cars	0	0	0.00				33
34	(55) Highway revenue equipment	949	1,104	11.10				34
35	(56) Floating equipment	0	0	0.00				35
36	(57) Work equipment	8,464	8,458	4.14				36
37	(58) Miscellaneous equipment	2,947	2,872	12.50				37
38	(59) Computer systems and word processing equipment	2,896	2,989	15.44				38
39	TOTAL EQUIPMENT	450,689	453,602	3.37	0	0		39
40	GRAND TOTAL	1,490,084	1,505,040	N/A	0	0	N/A	40

335. ACCUMULATED DEPRECIATION- ROAD AND EQUIPMENT OWNED AND USED
(Dollars in Thousand)

1. Disclose the required information in regard to credits and debits to Account No. 735, "Accumulated Depreciation: Road and Equipment Property", during the year relating to owned and used road equipment. Include entries for depreciation of equipment owned but not used when the resulting rents are included in the "Lease Rentals-Credit-Equipment" accounts and "Other Rents-Credit-Equipment" accounts. Exclude any entries of depreciation of equipment that is used but not owned when the resulting rents are included in "Lease Rental- Debit-Equipment" account and "other Rents-Debit-Equipment" accounts. (See Schedule 351 for the accumulated depreciation to road and equipment owned and leased to others.)
2. If any data are included in columns (d) or (f), explain the entries in detail.
3. A debit balance in columns (b) or (g) for any primary account should be designated "Dr."
4. If there is any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses, a full explanation should be given.
5. Enter amounts representing amortization under an authorized program other than for defense projects on lines 29 and 39.

Line No.	Cross Check	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)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retirements (e)	Other debits (f) See note below		
ROAD									
1		(3) Grading	11,572	381	0	175	0	11,778	1
2		Other right-of-way expenditures (8)		19	0	7	0	4	2
3		(5) Tunnels and subways	316	35	0	61	0	290	3
4		(6) Bridges, trestles, and culverts	8,661	1,433	0	1,117	0	8,977	4
5		(7) Elevated structures	0	0	0	0	0	0	5
6		(8) Ties	61,775	9,232	0	9,796	0	61,211	6
7		(9) Rail and other track material	97,378	11,806	0	11,506	0	97,678	7
8		(11) Ballast	23,874	3,075	0	1,385	0	25,564	8
9		(13) Fences, snowsheds, and signs	1,483	72	0	96	0	1,459	9
10		(16) Station and office buildings	3,852	631	0	182	0	4,301	10
11		(17) Roadway buildings	731	61	0	8	0	784	11
12		(18) Water stations	63	1	0	0	0	64	12
13		(19) Fuel stations	1,220	201	0	73	0	1,348	13
14		(20) Shops and enginehouses	1,871	334	0	94	0	2,111	14
15		(22) Storage warehouses	0	0	0	0	0	0	15
16		(23) Wharves and docks	573	41	0	0	0	614	16
17		(24) Coal and ore wharves	0	0	0	0	0	0	17
18		(25) TOFC/COFC terminals	2,013	294	0	1,175	0	1,132	18
19		(26) Communication systems	5,852	748	0	541	0	6,059	19
20		(27) Signals and interlockers	21,322	2,440	0	1,012	0	22,750	20
21		(29) Power plants (208)		1	0	0	0	(207)	21
22		(31) Power-transmission systems	39	18	0	27	0	30	22
23		(35) Miscellaneous structures	195	48	0	14	0	229	23
24		(37) Roadway machines	22,033	1,115	1,280 @	1,300	0	23,128	24
25		(39) Public improvements-Const.	3,836	783	0	891	0	3,728	25
26	*	(44) Shop machinery (1,124)		102	0	274	0	(1,296)	26
27		(45) Power-plant machinery	355	15	0	0	0	370	27
28		All other road accounts	0	0	0	0	0	0	28
29		Amortization (Adjustments)	0	0	0	0	0	0	29
30		TOTAL ROAD	267,674	32,886	1,280	29,734	0	272,106	30
EQUIPMENT									
31	*	(52) Locomotives	38,879	5,315	0	2,661	0	41,533	31
32	*	(53) Freight-train cars	141,197	8,496	0	1,130	0	148,563	32
33	*	(54) Passenger-train cars	0	0	0	0	0	0	33
34	*	(55) Highway revenue equipment	98	112	0	0	0	210	34
35	*	(56) Floating equipment	0	0	0	0	0	0	35
36	*	(57) Work equipment	6,767	350	0	18	0	7,099	36
37	*	(58) Miscellaneous equipment	2,819	383	0	203	0	2,999	37
38		(59) Computer systems and word processing equipment	758	440	0	9	0	1,189	38
39	*	Amortization (Adjustments)	0	0	0	0	0	0	39
40		TOTAL EQUIPMENT	190,518	15,096	0	4,021	0	201,593	40
41		GRAND TOTAL	458,192	47,982	1,280	33,755	0	473,699	41

* To be reported with equipment rather than W&S expenses.

@ Capitalized Roadway Machine depreciation.

339. ACCRUED LIABILITY - LEASED PROPERTY
(Dollars in thousands)

1. Disclose the required information relating to credits and debits of Account 772, "Accrued Liability Leased Property", during the year concerning road and equipment leased from others.
2. In column (c), enter amounts charged to operating expenses; in column (e), enter debits to account arising from retirements; in column (f), enter amounts paid to lessor.
3. Any inconsistencies between credits to account, charges to operating expenses and payments to lessors should be fully explained.
4. Required disclosure may be omitted if leased road and equipment property represents 5% or less of total property owned and used.
5. If settlement for depreciation is made currently between lessee and lessor, and no debits or credits to Account 772 are made by the accounting company, show in column (c) the charges to operating expenses, and in column (f) show payments made to the lessor in settlement thereof.

Line No.	Cross Check	Account (a)	Balance at beginning of year (b)	CREDITS TO ACCOUNTS During the year		DEBITS TO ACCOUNTS During the year		Balance at close of year (g)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retire-ments (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles & culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail & other track material							7
8		(11) Ballast							8
9		(13) Fences snow sheds & signs							9
10		(16) Station & office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops & enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves & docks							16
17		(24) Coal & ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals & interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements-const.							25
26		(44) Shop machinery*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		Amortization (Adjustments)							29
30		TOTAL ROAD							30
		EQUIPMENT							
31		(52) Locomotives							31
32		(53) Freight-train cars							32
33		(54) Passenger-train cars							33
34		(55) Highway revenue equipment							34
35		(56) Floating equipment							35
36		(57) Work equipment							36
37		(58) Miscellaneous equipment							37
38		(59) Computer systems and word processing equipment							38
39		Amortization Adjustment							39
40		TOTAL EQUIPMENT							40
41		GRAND TOTAL	NONE	NONE	NONE	NONE	NONE	NONE	41

* To be reported with equipment expense rather than W&S expense.

340. DEPRECIATION BASE AND RATES-IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in thousands)

1. Show in column (b) for each primary account the depreciation base used in computing the depreciation charges for the month of January, and in column (c) show the depreciation base used in computing the depreciation charges for the month of December, in column (d) show the composite rates used to compute the depreciation charges for December, and on lines 30 and 40 of these columns show the composite percentage of all road and equipment accounts, respectively, ascertained by applying the primary account composite rates to the depreciation base used in computing the charges for December and dividing the total so computed by the total depreciation base for the same month. This schedule should include only improvements to leased property charged to account 732, "Improvements on Leased Property". The composite rates used should be those prescribed or otherwise authorized by the Board, 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 improvements to leased property may be combined and one composite rate computed for each primary account, or a separate schedule may be included for each such property.

3. If 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 effected account(s).

4. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of the total road owned or total equipment owned, respectively. However, line 41, Grand Total, should be completed.

Line No.	Cross Check	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
			At beginning of year (b)	At close of year (c)		
ROAD						
1		(3) Grading	506	524	0.95	1
2		(4) Other right-of-way expenditures	0	0	N/A	2
3		(5) Tunnels and subways	0	0	N/A	3
4		(6) Bridges, trestles & culverts	176	176	1.55	4
5		(7) Elevated structures	0	0	N/A	5
6		(8) Ties	5,401	5,367	4.40	6
7		(9) Rail & other track material	11,006	11,509	3.44	7
8		(11) Ballast	2,899	3,178	2.49	8
9		(13) Fences snow sheds & signs	0	0	N/A	9
10		(16) Station & office buildings	1,547	1,587	3.82	10
11		(17) Roadway buildings	0	0	N/A	11
12		(18) Water stations	0	0	N/A	12
13		(19) Fuel stations	0	0	N/A	13
14		(20) Shops & enginehouses	0	0	N/A	14
15		(22) Storage warehouses	0	0	N/A	15
16		(23) Wharves & docks	0	0	N/A	16
17		(24) Coal & ore wharves	0	0	N/A	17
18		(25) TOFC/COFC terminals	5,847	5,847	2.48	18
19		(26) Communication systems	0	0	N/A	19
20		(27) Signals & interlockers	1,080	1,156	4.53	20
21		(29) Power plants	0	0	N/A	21
22		(31) Power-transmission systems	0	0	N/A	22
23		(35) Miscellaneous structures	207	207	2.76	23
24		(37) Roadway machines	0	0	N/A	24
25		(39) Public improvements-const.	337	553	3.50	25
26		(44) Shop machinery *	0	0	N/A	26
27		(45) Power-plant machinery	0	0	N/A	27
28		All other road accounts	0	0	N/A	28
29		Amortization (Adjustments)	0	0	N/A	29
30		TOTAL ROAD	29,006	30,104	N/A	30
EQUIPMENT						
31		(52) Locomotives	13,890	19,189 **	13.74	31
32		(53) Freight-train cars	3,704	3,743	2.61	32
33		(54) Passenger-train cars	0	0	N/A	33
34		(55) Highway revenue equipment	0	0	N/A	34
35		(56) Floating equipment	0	0	N/A	35
36		(57) Work equipment	0	0	N/A	36
37		(58) Miscellaneous equipment	0	0	N/A	37
38		(59) Computer systems and word processing equipment	0	0	N/A	38
39		Amortization Adjustment	0	0	N/A	39
40		TOTAL EQUIPMENT	17,594	22,932	N/A	40
41		GRAND TOTAL b(Note 1)	46,600	53,036	N/A	41

* To be reported with equipment expense rather than W&S expenses.
** Includes \$18,944 for scheduled major overhauls and upgrades to locomotives under a long-term operating lease, reference STB letter dated December 18, 2004

342. ACCUMULATED DEPRECIATION - IMPROVEMENTS TO ROAD AND EQUIPMENT LEASED FROM OTHERS
(Dollars in thousands)

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

2. If any entries are made for column (d) "Other credits" or column (f) "Other debits", state the facts occasioning such entries on page 39. A debit balance in column (b) or (g) for any primary account should be shown in parenthesis or designated "Dr".

3. Any inconsistency between the credits to the reserve as shown in column (c) and the charges to operating expenses should be fully explained on page 39.

4. Show in column (e) the debits to the reserve arising from retirements. These debits should not exceed investment, etc.

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased from others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39 Grand Total, should be completed.

Line No.	Cross Check	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)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retire-ments (e)	Other debits (f)		
		ROAD							
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles & culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail & other track material							7
8		(11) Ballast							8
9		(13) Fences snow sheds & signs							9
10		(16) Station & office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops & enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves & docks							16
17		(24) Coal & ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals & interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements-const.							25
26		(44) Shop machinery b*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD		See Note 1.					29
		EQUIPMENT							
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems and word processing equipment							37
38		TOTAL EQUIPMENT		See Note 1.					38
39		GRAND TOTAL	6,527	1,845	0	31	0	8,341	39

* To be reported with equipment expense rather than W&S expense.

Note 1: Figures have been incorporated on Schedule 335 per Surface Transportation Board instructions.

NOTES AND REMARKS FOR SCHEDULE 342

This page intentionally left blank.

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

(Dollars in thousands)

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

2. Show in columns (b) and (c), for each primary account, the depreciation base used in computing the depreciation for the months of January and December, respectively, with respect to road and equipment owned by the respondent but leased to others, the depreciation charges for which are not includible in operating expenses of the respondent, but for which the depreciation reserve is recorded in the accounts of the respondent. If the base for road is other than the original cost or estimated original cost as found by the Board's Office of Economic and Environmental Analysis, 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 to compute the depreciation for December and on lines 29 and 38 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 to compute the depreciation for December and dividing the total also computed by the depreciation base.

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

5. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased to others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, grand Total, should be completed.

Line No.	Cross Check	Account (a)	Depreciation base		Annual composite rate (percent) (d)	Line No.
			At beginning of year (b)	At close of year (c)		
		ROAD				
1		(3) Grading				1
2		(4) Other right-of-way expenditures				2
3		(5) Tunnels and subways				3
4		(6) Bridges, trestles & culverts				4
5		(7) Elevated structures				5
6		(8) Ties				6
7		(9) Rail & other track material				7
8		(11) Ballast				8
9		(13) Fences snow sheds & signs				9
10		(16) Station & office buildings				10
11		(17) Roadway buildings				11
12		(18) Water stations				12
13		(19) Fuel stations				13
14		(20) Shops & enginehouses				14
15		(22) Storage warehouses				15
16		(23) Wharves & docks				16
17		(24) Coal & ore wharves				17
18		(25) TOFC/COFC terminals				18
19		(26) Communication systems				19
20		(27) Signals & interlockers				20
21		(29) Power plants				21
22		(31) Power-transmission systems				22
23		(35) Miscellaneous structures				23
24		(37) Roadway machines				24
25		(39) Public improvements-const.				25
26		(44) Shop machinery				26
27		(45) Power-plant machinery				27
28		All other road accounts				28
29		TOTAL ROAD		See Note 1.		29
		EQUIPMENT				
30		(52) Locomotives				30
31		(53) Freight-train cars				31
32		(54) Passenger-train cars				32
33		(55) Highway revenue equipment				33
34		(56) Floating equipment				34
35		(57) Work equipment				35
36		(58) Miscellaneous equipment				36
37		(59) Computer systems and word processing equipment				37
38		TOTAL EQUIPMENT		See Note 1.		38
39		GRAND TOTAL		See Note 1.		39

Note 1: Total road and equipment leased to others is less than 5% of total owned.

351. ACCUMULATED DEPRECIATION - ROAD AND EQUIPMENT LEASED TO OTHERS
(Dollars in thousands)

1. This schedule is to be used in cases where the related depreciation reserve is carried in the accounts of the respondent and the rent therefrom is included in Accounts 32-11-00, 32-12-00, 32-13-00, 32-21-00, 32-22-00, and 32-23-00.
2. Disclose credits and debits to Account 735, "Accumulated Depreciation-Road and Equipment Property", during the year relating to road and equipment leased to others, the depreciation charges for which are not included in operating expenses of the respondent. (See Schedule 330 for the reserve relating to road and equipment owned and used by the respondent).
3. If any entries are made for column (d) "Other credits", or column (f) "Other debits", state the facts occasioning such entries on page 39. A debit balance in columns (b) or (g) for any primary account should be shown in parenthesis or designated "Dr".
4. Disclosures in the respective sections of this schedule may be omitted if either total road leased to others or total equipment leased from others represents less than 5% of total road owned or total equipment owned, respectively. However, line 39, Grand Total, should be completed.

Line No.	Cross Check	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)	Line No.
				Charges to operating expenses (c)	Other credits (d)	Retire-ments (e)	Other debits (f)		
ROAD									
1		(3) Grading							1
2		(4) Other right-of-way expenditures							2
3		(5) Tunnels and subways							3
4		(6) Bridges, trestles & culverts							4
5		(7) Elevated structures							5
6		(8) Ties							6
7		(9) Rail & other track material							7
8		(11) Ballast							8
9		(13) Fences snow sheds & signs							9
10		(16) Station & office buildings							10
11		(17) Roadway buildings							11
12		(18) Water stations							12
13		(19) Fuel stations							13
14		(20) Shops & enginehouses							14
15		(22) Storage warehouses							15
16		(23) Wharves & docks							16
17		(24) Coal & ore wharves							17
18		(25) TOFC/COFC terminals							18
19		(26) Communication systems							19
20		(27) Signals & interlockers							20
21		(29) Power plants							21
22		(31) Power-transmission systems							22
23		(35) Miscellaneous structures							23
24		(37) Roadway machines							24
25		(39) Public improvements-const.							25
26		(44) Shop machinery b*							26
27		(45) Power-plant machinery							27
28		All other road accounts							28
29		TOTAL ROAD		See Note 1.					29
EQUIPMENT									
30		(52) Locomotives							30
31		(53) Freight-train cars							31
32		(54) Passenger-train cars							32
33		(55) Highway revenue equipment							33
34		(56) Floating equipment							34
35		(57) Work equipment							35
36		(58) Miscellaneous equipment							36
37		(59) Computer systems and word processing equipment							37
38		TOTAL EQUIPMENT		See Note 1.					38
39		GRAND TOTAL		See Note 1.					39

* To be reported with equipment expense rather than W&S expense.

Note 1: Total road and equipment leased to others is less than 5% of total owned.

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

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

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

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 in column (d) and (e). Then show as deductions, data for transportation property leased to carriers and others.

4. In column (c), line-haul carriers report the miles of road used in line-haul service. Report miles in whole numbers.

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 deductions made by the owners in their reports. If separate value is not available, an explanation should be provided. Differences between amounts shown in column (d) of this schedule and column (c), line 24, on the asset side of the general balance sheet of each individual railway should be explained in a footnote. Book values 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 733, 734, 735, 736, and 772, 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 (see ins. 4) (whole number) (c)	Investments in property (see ins. 5) (d)	Depreciation & amortization of defense projects (see ins. 6) (e)	Line No.
1	R	Soo Line Railroad Company	1,652			1
2						2
3		Account 731		1,484,665	461,940	3
4						4
5		Account 732		53,966	11,759	5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25						25
26						26
27						27
28						28
29						29
30						30
31		TOTAL	1,652	1,538,631	473,699	31

352B. INVESTMENT IN RAILWAY PROPERTY USED IN TRANSPORTATION SERVICE

(By Property Accounts)

(Dollars in thousands)

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 44 herein, should correspond with the amounts for each class of company and property shown in schedule 352A. Continuing records shall be maintained by respondent of the primary property accounts separately for each company or property included in the schedule.

3. Report on line 29 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 on page 39 methods of estimating value of property of non-carriers or property of other carriers.

4. Report on line 30 amounts not includible in the accounts shown, or on line 29. The items included should be briefly identified and explained. Also include here those items after permission is obtained from the Board 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 Board.

Line No.	Cross Check	Account (a)	Respondent (b)	Lessor railroads (c)	Inactive (proprietary companies) (d)	Other leased properties (e)	Line No.
1		(2) Land for transportation purposes	7,495	0	0	0	1
2		(3) Grading	41,755	0	0	0	2
3		(4) Other right-of-way expenditures	1,366	0	0	0	3
4		(5) Tunnels and subways	2,573	0	0	0	4
5		(6) Bridges, trestles, and culverts	93,903	0	0	0	5
6		(7) Elevated structures	0	0	0	0	6
7		(8) Ties	205,621	0	0	0	7
8		(9) Rail and other track material	374,495	0	0	0	8
9		(11) Ballast	132,074	0	0	0	9
10		(13) Fences, snow sheds, and signs	1,794	0	0	0	10
11		(16) Station and office buildings	15,665	0	0	0	11
12		(17) Roadway buildings	2,199	0	0	0	12
13		(18) Water stations	68	0	0	0	13
14		(19) Fuel stations	7,551	0	0	0	14
15		(20) Shops and enginehouses	14,147	0	0	0	15
16		(22) Storage warehouses	0	0	0	0	16
17		(23) Wharves and docks	1,300	0	0	0	17
18		(24) Coal and ore wharves	0	0	0	0	18
19		(25) TOFC/COFC terminals	16,143	0	0	0	19
20		(26) Communication systems	21,810	0	0	0	20
21		(27) Signals and interlockers	54,052	0	0	0	21
22		(29) Power plants	65	0	0	0	22
23		(31) Power-transmission systems	1,519	0	0	0	23
24		(35) Miscellaneous structures	2,230	0	0	0	24
25		(37) Roadway machines	47,911	0	0	0	25
26		(39) Public improvements - Construction	26,167	0	0	0	26
27		(44) Shop machinery	4,977	0	0	0	27
28		(45) Power-plant machinery	435	0	0	0	28
29		Leased propety capitalized rentals (explain)	0	0	0	0	29
30		Other (specify and explain)		0	0	0	30
31		TOTAL ROAD	1,077,315	0	0	0	31
32		(52) Locomotives	117,393	0	0	0	32
33		(53) Freight-train cars	321,417	0	0	0	33
34		(54) Passenger-train cars	0	0	0	0	34
35		(55) Highway revenue equipment	1,104	0	0	0	35
36		(56) Floating equipment	0	0	0	0	36
37		(57) Work equipment	8,436	0	0	0	37
38		(58) Miscellaneous equipment	2,889	0	0	0	38
39		(59) Computer systems and word processing equipment	3,002	0	0	0	39
40		TOTAL EQUIPMENT	454,241	0	0	0	40
41		(76) Interest during construction	0	0	0	0	41
42		(80) Other elements of investment	1,135	0	0	0	42
43		(90) Construction in progress	5,940	0	0	0	43
44		GRAND TOTAL	1,538,631	0	0	0	44

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 410

CROSS-CHECKS

SCHEDULE 410	SCHEDULE 210
Line 620, column (h)	= Line 14, column (b)
Line 620, column (f)	= Line 14, column (d)
Line 620, column (g)	= Line 14, column (e)
	SCHEDULE 412
Lines 136 thru 138 column (f)	= Line 29 column (b)
Lines 118 thru 123, and 130 thru 135 column (f)	= Line 29, column (c)
	SCHEDULE 414
Line 231, column (f)	= Line 19, columns (b) thru (d)
Line 230, column (f)	= Line 19, columns (e) thru (g)
	SCHEDULE 415
Lines 207, 208, 211, 212, column (f)	= Lines 5, 38, column (f)
Lines 226, 227, column (f)	= Lines 24, 39, column (f)
Lines 311, 312, 315, 316, column (f)	= Lines 32, 35, 36, 37, 40, 41, column (f)
	AND SCHEDULE 414
	Minus line 24, columns (b) thru (d) plus line 24, columns (e) thru (g)
	SCHEDULE 415
Line 213, column (f)	= Lines 5, 38, columns (c) and (d)
Line 232, column (f)	= Lines 24, 39, columns (c) and (d)
Line 317, column (f)	= Lines 32, 35, 36, 37, 40, 41, columns (c) and (d)
Lines 202, 203, 216, column (f) equal to or greater than, but variance cannot exceed line 216, column (f)	Lines 5, 38, column (b)
Lines 221, 222, 235, column (f) equal to or greater than, but variance cannot exceed line 235, column (f)	Lines 24, 39, column (b)
Lines 302 thru 307 and 320, column (f) equal to or greater than, but variance cannot exceed line 320, column (f)	Lines 32, 35, 36, 37, 40, 41, column (b)
	SCHEDULE 417
Line 507, column (f)	= Line 1, column (j)
Line 508, column (f)	= Line 2, column (j)
Line 509, column (f)	= Line 3, column (j)
Line 510, column (f)	= Line 4, column (j)
Line 511, column (f)	= Line 5, column (j)
Line 512, column (f)	= Line 6, column (j)
Line 513, column (f)	= Line 7, column (j)
Line 514, column (f)	= Line 8, column (j)
Line 515, column (f)	= Line 9, column (j)
Line 516, column (f)	= Line 10, column (j)
Line 517, column (f)	= Line 11, column (j)
	SCHEDULE 450
Line 4 column b	= Line 47 column b
	SCHEDULE 210
	= Line 47 column b

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

S O O
2 0 0 5

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT						Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)		
<u>WAY AND STRUCTURES:</u>										
<u>ADMINISTRATION</u>										
1		Track	2,010	96	466	634	3,206	0	3,206	1
2		Bridge & Building	544	187	229	108	1,068	0	1,068	2
3		Signal	368	53	67	70	558	0	558	3
4		Communication	314	40	68	55	477	0	477	4
5		Other	589	81	117	61	848	0	848	5
<u>REPAIR AND MAINTENANCE</u>										
6		Roadway And Track Laying & Surfacing-Running	3,054	551	1,502	550	5,657	0	5,657	6
7		Roadway And Track Laying & Surfacing-Switching	535	98	166	65	864	0	864	7
8		Tunnels & Subways-Running	3	1	1	1	6	0	6	8
9		Tunnels & Subways-Switching	0	0	0	0	0	0	0	9
10		Bridges & Culverts-Running	1,073	365	558	229	2,225	0	2,225	10
11		Bridges & Culverts-Switching	1	1	9	10	21	0	21	11
12		Ties-Running	177	52	20	29	278	0	278	12
13		Ties-Switching	169	73	17	20	279	0	279	13
14		Rail & Other Track Material-Running	2,930	1,576	1,075	534	6,115	0	6,115	14
15		Rail & Other Track Material-Switching	1,127	345	268	188	1,928	0	1,928	15
16		Ballast-Running	324	62	96	42	524	0	524	16
17		Ballast-Switching	75	39	8	9	131	0	131	17
18		Road Property Damaged-Running	137	267	101	42	547	0	547	18
19		Road Property Damaged-Switching	0	13	0	0	13	0	13	19
20		Road Property Damaged-Other	24	4	2	4	34	0	34	20
21		Signals & Interlockers-Running	1,511	524	742	27	2,804	0	2,804	21
22		Signals & Interlockers-Switching	231	18	521	37	807	0	807	22
23		Communications Systems	1,414	718	1,640	116	3,888	0	3,888	23
24		Electric Power Systems	33	7	11	3	54	0	54	24
25		Highway Grade Crossings-Running	1,129	286	7	152	1,574	0	1,574	25
26		Highway Grade Crossings-Switching	51	29	6	6	92	0	92	26
27		Station & Office Buildings	398	126	37	98	659	0	659	27
28		Shop Buildings-Locomotives	61	15	199	62	337	0	337	28
29		Shop Buildings-Freight Cars	0	0	40	15	55	0	55	29
30		Shop Buildings-Other Equipment	5	19	243	116	383	0	383	30

4 5

**SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)**

		FREIGHT								
Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
101		Locomotive Servicing Facilities	2	1	75	9	87	0	87	101
102		Miscellaneous Buildings & Structures	198	46	128	6	378	0	378	102
103		Coal Terminals	0	0	0	0	0	0	0	103
104		Ore Terminals	0	0	0	0	0	0	0	104
105		Other Marine Terminals	0	0	0	0	0	0	0	105
106		TOFC/COFC-Terminals	116	38	1,329	13	1,496	0	1,496	106
107		Motor Vehicle Loading & Distribution Facilities	23	5	33	21	82	0	82	107
108		Facilities For Other Specialized Service Operations	0	1	12	11	24	0	24	108
109		Roadway Machines	396	580	121	18	1,115	0	1,115	109
110		Small Tools And Supplies	51	50	6	11	118	0	118	110
111		Snow Removal	700	100	116	86	1,002	0	1,002	111
112		Fringe Benefits-Running	0	0	0	4,672	4,672	0	4,672	112
113		Fringe Benefits-Switching	0	0	0	1,005	1,005	0	1,005	113
114		Fringe Benefits-Other	0	0	0	3,236	3,236	0	3,236	114
115		Casualties & Insurance-Running	0	0	0	1,843	1,843	0	1,843	115
116		Casualties & Insurance-Switching	0	0	0	397	397	0	397	116
117		Casualties & Insurance-Other	0	0	0	596	596	0	596	117
118	*	Lease Rentals-Debit-Running	0	0	0	0	0	0	0	118
119	*	Lease Rentals-Debit-Switching	0	0	0	0	0	0	0	119
120	*	Lease Rentals-Debit-Other	0	0	2,194	0	2,194	0	2,194	120
121	*	Lease Rentals-(Credit)-Running	0	0	0	0	0	0	0	121
122	*	Lease Rentals-(Credit)-Switching	0	0	0	0	0	0	0	122
123	*	Lease Rentals-(Credit)-Other	0	0	0	0	0	0	0	123
124		Joint Facility Rent-Debit-Running	0	0	13,430	0	13,430	0	13,430	124
125		Joint Facility Rent-Debit-Switching	0	0	1,831	0	1,831	0	1,831	125
126		Joint Facility Rent-Debit-Other	0	0	0	0	0	0	0	126
127		Joint Facility Rent-(Credit)-Running	0	0	(1,235)	0	(1,235)	0	(1,235)	127
128		Joint Facility Rent-(Credit)-Switching	0	0	(65)	0	(65)	0	(65)	128
129		Joint Facility Rent-(Credit)-Other	0	0	0	0	0	0	0	129
130	*	Other Rents-Debit-Running	0	0	0	0	0	0	0	130
131	*	Other Rents-Debit-Switching	0	0	0	0	0	0	0	131
132	*	Other Rents-Debit-Other	0	0	0	0	0	0	0	132
133	*	Other Rents-(Credit)-Running	0	0	0	0	0	0	0	133

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

S O O 2 0 0 5

FREIGHT

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)	Total (H)	Line No.
134	*	Other Rents-(Credit)-Switching	0	0	0	0	0	0	0	134
135	*	Other Rents-(Credit)-Other	0	0	0	0	0	0	0	135
136	*	Depreciation-Running	0	0	0	22,228	22,228	0	22,228	136
137	*	Depreciation-Switching	0	0	0	4,077	4,077	0	4,077	137
138	*	Depreciation-Other	0	0	0	6,479	6,479	0	6,479	138
139		Joint Facility-Debit-Running	0	0	9,834	0	9,834	0	9,834	139
140		Joint Facility-Debit-Switching	0	0	1,093	0	1,093	0	1,093	140
141		Joint Facility-Debit-Other	0	0	0	0	0	0	0	141
142		Joint Facility-(Credit)-Running	0	0	(2,212)	0	(2,212)	0	(2,212)	142
143		Joint Facility-(Credit)-Switching	0	0	0	0	0	0	0	143
144		Joint Facility-(Credit)-Other	0	0	0	0	0	0	0	144
145		Dismantling Retired Road Property-Running	0	0	0	0	0	0	0	145
146		Dismantling Retired Road Property-Switching	0	0	0	0	0	0	0	146
147		Dismantling Retired Road Property-Other	0	0	0	0	0	0	0	147
148		Other-Running	0	0	0	0	0	0	0	148
149		Other-Switching	0	0	0	0	0	0	0	149
150		Other-Other	0	0	0	(24,992)	(24,992)	0	(24,992)	150
151		TOTAL WAY AND STRUCTURES	19,773	6,467	34,906	22,999	84,145	0	84,145	151

EQUIPMENT:

LOCOMOTIVES

201		Administration	1,064	49	166	152	1,431	0	1,431	201
202	*	Repair And Maintenance	7,509	16,650	5,385	137	29,681	0	29,681	202
203	*	Machinery Repair	14	0	153	0	167	0	167	203
204		Equipment Damaged	0	55	0	0	55	0	55	204
205		Fringe Benefits	0	0	0	3,898	3,898	0	3,898	205
206		Other Casualties And Insurance	0	0	0	402	402	0	402	206
207	*	Lease Rentals-Debit	0	0	29,692	0	29,692	0	29,692	207
208	*	Lease Rentals-(Credit)	0	0	(130)	0	(130)	0	(130)	208
209		Joint Facility Rent-Debit	0	0	0	0	0	0	0	209
210		Joint Facility Rent-(Credit)	0	0	0	0	0	0	0	210
211	*	Other Rents-Debit	0	0	0	0	0	0	0	211
212	*	Other Rents-(Credit)	0	0	(8,508)	0	(8,508)	0	(8,508)	212
213	*	Depreciation	0	0	0	5,374	5,374	0	5,374	213
214		Joint Facility-Debit	0	0	618	0	618	0	618	214
215		Joint Facility-(Credit)	0	0	0	0	0	0	0	215
216	*	Repairs Billed To Others-(Credit)	0	0	0	0	0	0	0	216

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT						Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)	Passenger (G)		
217		Dismantling Retired Property	0	0	0	0	0	0	217	
218		Other	0	0	0	0	0	0	218	
219		TOTAL LOCOMOTIVES	8,587	16,754	27,376	9,963	62,680	0	219	
<u>FREIGHT CARS</u>										
220		Administration	637	23	97	88	845	0	220	
221	*	Repair & Maintenance	4,459	9,965	13,462	166	28,052	0	221	
222	*	Machinery Repair	24	0	248	0	272	0	222	
223		Equipment Damaged	0	3	1,540	0	1,543	0	223	
224		Fringe Benefits	0	0	0	2,325	2,325	0	224	
225		Other Casualties & Insurance	0	0	0	310	310	0	225	
226	*	Lease Rentals-Debit	0	0	41,582	0	41,582	0	226	
227	*	Lease Rentals-(Credit)	0	0	0	0	0	0	227	
228		Joint Facility Rent-Debit	0	0	0	0	0	0	228	
229		Joint Facility Rent-(Credit)	0	0	0	0	0	0	229	
230	*	Other Rents-Debit	0	0	48,321	0	48,321	0	230	
231	*	Other Rents-(Credit)	0	0	(69,554)	0	(69,554)	0	231	
232	*	Depreciation	0	0	0	8,523	8,523	0	232	
233		Joint Facility-Debit	0	0	0	0	0	0	233	
234		Joint Facility-(Credit)	0	0	0	0	0	0	234	
235	*	Repairs Billed To Others-(Credit)	0	0	(12,606)	(18)	(12,624)	0	235	
236		Dismantling Retired Property	0	0	0	0	0	0	236	
237		Other	0	0	0	0	0	0	237	
238		TOTAL FREIGHT CARS	5,120	9,991	23,090	11,394	49,595	0	238	
<u>OTHER EQUIPMENT</u>										
301		Administrative	8	0	0	0	8	0	301	
Repairs & Maintenance										
302	*	Trucks, Trailers, Containers	60	0	1,699	0	1,759	0	302	
303	*	Floating Equipment - Revenue Services	0	0	0	0	0	0	303	
304	*	Passenger & Other Revenue Service	0	0	0	0	0	0	304	
305	*	Computers & Data Processing Systems	0	0	0	0	0	0	305	
306	*	Machinery	100	55	19	22	196	0	306	
307	*	Work & Other Non-Revenue Equipment	50	0	300	0	350	0	307	
308		Equipment Damaged	0	0	0	0	0	0	308	
309		Fringe Benefits	0	0	0	99	99	0	309	
310		Other Casualties & Insurance	0	0	0	0	0	0	310	
311	*	Lease Rentals - Debit	0	0	870	0	870	0	311	
312	*	Lease Rentals - (Credit)	0	0	0	0	0	0	312	

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

S
O
O
2
0
0
5

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT					Passenger (G)	Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)			
313		Joint Facility Rent - Debit	0	0	0	0	0	0	0	313
314		Joint Facility Rent - (Credit)	0	0	0	0	0	0	0	314
315	*	Other Rents - Debit	0	0	0	0	0	0	0	315
316	*	Other Rents - (Credit)	0	0	(68)	0	(68)	0	(68)	316
317	*	Depreciation	0	0	0	1,301	1,301	0	1,301	317
318		Joint facility - Debit	0	0	0	0	0	0	0	318
319		Joint facility - (Credit)	0	0	0	0	0	0	0	319
320	*	Repairs Billed to Others - (Credit)	0	0	0	0	0	0	0	320
321		Dismantling Retired Property	0	0	0	0	0	0	0	321
322		Other	0	0	0	0	0	0	0	322
323		TOTAL OTHER EQUIPMENT	218	55	2,820	1,422	4,515	0	4,515	323
324		TOTAL EQUIPMENT	13,925	26,800	53,286	22,779	116,790	0	116,790	324

TRANSPORTATION:

TRAIN OPERATIONS

401		Administration	4,200	331	1,924	450	6,905	0	6,905	401
402		Engine Crews	22,865	76	5,684	564	29,189	0	29,189	402
403		Train Crews	26,779	96	6,239	663	33,777	0	33,777	403
404		Dispatching Trains	3,290	19	(920)	413	2,802	0	2,802	404
405		Operating Signals & Interlockers	0	0	0	0	0	0	0	405
406		Operating Drawbridges	399	0	0	0	399	0	399	406
407		Highway Crossing Protection	0	0	0	0	0	0	0	407
408		Train Inspection & Lubrication	4,206	131	110	8	4,455	0	4,455	408
409		Locomotive Fuel	64	84,826	530	4	85,424	0	85,424	409
410		Electric Power Purchased or Produced for Motive Power	0	0	0	0	0	0	0	410
411		Servicing Locomotives	1,196	990	32	1	2,219	0	2,219	411
412		Freight Lost or Damaged - Solely Related	0	0	0	1,088	1,088	0	1,088	412
413		Clearing Wrecks	97	0	194	0	291	0	291	413
414		Fringe Benefits	0	0	0	29,027	29,027	0	29,027	414
415		Other Casualties and Insurance	0	0	0	5,727	5,727	0	5,727	415
416		Joint Facilities - Debit	0	0	7,758	0	7,758	0	7,758	416
417		Joint Facilities - (Credit)	0	0	(2,439)	0	(2,439)	0	(2,439)	417
418		Other	0	0	0	0	0	0	0	418
419		TOTAL TRAIN OPERATIONS	63,096	86,469	19,112	37,945	206,622	0	206,622	419

YARD OPERATIONS

420		Administration	2,965	198	1,103	265	4,531	0	4,531	420
421		Switch Crews	26,237	133	1,199	451	28,020	0	28,020	421

4
9

**SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)**

50

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT					Passenger (G)	Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)			
422		Controlling Operations	2,664	5	290	256	3,215	0	3,215	422
423		Yard And Terminal Clerical	1,538	6	139	25	1,708	0	1,708	423
424		Operating Switches, Signals Retarders & Humps	208	0	375	0	583	0	583	424
425		Locomotive Fuel	6	7,234	0	0	7,240	0	7,240	425
426		Electric Power Purchased Or Produced For Motive Power	0	0	0	0	0	0	0	426
427		Servicing Locomotives	670	550	17	0	1,237	0	1,237	427
428		Freight Lost Or Damaged-Solely Related	0	0	0	0	0	0	0	428
429		Clearing Wrecks	12	0	0	0	12	0	12	429
430		Fringe Benefits	0	0	0	15,688	15,688	0	15,688	430
431		Other Casualties & Insurance	0	0	0	2,643	2,643	0	2,643	431
432		Joint Facility-Debit	0	0	1,369	0	1,369	0	1,369	432
433		Joint Facility-(Credit)	0	0	(610)	0	(610)	0	(610)	433
434		Other	0	0	0	0	0	0	0	434
435		TOTAL YARD OPERATIONS	34,300	8,126	3,882	19,328	65,636	0	65,636	435
<u>TRAIN AND YARD OPERATIONS COMMON</u>										
501		Cleaning Car Interiors	8	0	0	0	8	0	8	501
502		Adjusting & Transferring Loads	0	0	0	0	0	0	0	502
503		Car Loading Devices & Grain Doors	0	0	0	0	0	0	0	503
504		Freight Lost & Damaged - All Other	0	0	0	0	0	0	0	504
505		Fringe Benefits	0	0	0	4	4	0	4	505
506		TOTAL TRAIN AND YARD OPERATIONS COMMON	8	0	0	4	12	0	12	506
<u>SPECIALIZED SERVICE OPERATIONS</u>										
507	*	Administration	1,443	32	247	115	1,837	0	1,837	507
508	*	Pickup & Delivery & Marine Line Haul	0	0	0	0	0	0	0	508
509	*	Loading & Unloading & Local Marine	1,052	217	8,214	283	9,766	0	9,766	509
510	*	Protection Services	0	0	0	0	0	0	0	510
511	*	Freight Lost Or Damaged-Solely Related	0	0	0	9	9	0	9	511
512	*	Fringe Benefits	0	0	0	1,144	1,144	0	1,144	512
513	*	Casualties & Insurance	0	0	0	39	39	0	39	513
514	*	Joint Facility-Debit	0	0	0	0	0	0	0	514
515	*	Joint Facility-(Credit)	0	0	0	0	0	0	0	515
516	*	Other	0	0	0	0	0	0	0	516
517	*	TOTAL SPECIALIZED SERVICES OPERATIONS	2,495	249	8,461	1,590	12,795	0	12,795	517

50002005

SCHEDULE 410 RAILWAY OPERATING EXPENSES
(DOLLARS IN THOUSANDS)

5
0
0
2
0
0
5

Line No.	Cross Check	Name Of Railway Operating Expense Account (A)	FREIGHT					Passenger (G)	Total (H)	Line No.
			Salaries & Wages (B)	Material & Other (C)	Purchased Services (D)	General (E)	Total Freight (F)			
<u>ADMINISTRATIVE SUPPORT OPERATIONS</u>										
518		Administration	4,640	73	3,653	340	8,706	0	8,706	518
519		Employees Performing Clerical Functions	4,682	1	(345)	17	4,355	0	4,355	519
520		Communication Systems Operation	0	0	0	0	0	0	0	520
521		Loss & Damage Claims Processing	100	3	1	9	113	0	113	521
522		Fringe Benefits	0	0	0	4,063	4,063	0	4,063	522
523		Casualties & Insurance	0	0	0	167	167	0	167	523
524		Joint Facility - Debit	0	0	0	0	0	0	0	524
525		Joint Facility - (Credit)	0	0	0	0	0	0	0	525
526		Other	0	0	0	0	0	0	0	526
527		TOTAL ADMINISTRATIVE SUPPORT OPERATIONS	<u>9,422</u>	<u>77</u>	<u>3,309</u>	<u>4,596</u>	<u>17,404</u>	<u>0</u>	<u>17,404</u>	527
528		TOTAL TRANSPORTATION	<u>109,321</u>	<u>94,921</u>	<u>34,764</u>	<u>63,463</u>	<u>302,469</u>	<u>0</u>	<u>302,469</u>	528
<u>GENERAL AND ADMINISTRATIVE</u>										
601		Officers-General Administration	732	26	818	116	1,692	0	1,692	601
602		Accounting, Auditing & Finance	3,404	76	928	52	4,460	0	4,460	602
603		Management Services And Data Processing	0	3	5,857	0	5,860	0	5,860	603
604		Marketing	1,100	6	673	157	1,936	0	1,936	604
605		Sales	1,189	12	703	164	2,068	0	2,068	605
606		Industrial Development	190	5	100	11	306	0	306	606
607		Personnel & Labor Relations	2,392	92	935	203	3,622	0	3,622	607
608		Legal And Secretarial	1,685	190	9,571	627	12,073	0	12,073	608
609		Public Relations And Advertising	201	5	438	619	1,263	0	1,263	609
610		Research And Development	370	1	28	36	435	0	435	610
611		Fringe Benefits	0	0	0	5,881	5,881	0	5,881	611
612		Casualties & Insurance	0	0	0	608	608	0	608	612
613		Writedown Of Uncollectible Accounts	0	0	0	(159)	(159)	0	(159)	613
614		Property Taxes	0	0	0	7,168	7,168	0	7,168	614
615		Other Taxes Except On Corporate Income Or Payrolls	0	0	0	106	106	0	106	615
616		Joint Facility-Debit	0	0	0	0	0	0	0	616
617		Joint Facility-(Credit)	0	0	0	0	0	0	0	617
618		Other	1,428	81	126	2,795	4,430	0	4,430	618
619		TOTAL GENERAL AND ADMINISTRATIVE	<u>12,691</u>	<u>497</u>	<u>20,177</u>	<u>18,384</u>	<u>51,749</u>	<u>0</u>	<u>51,749</u>	619
620	*	TOTAL CARRIER OPERATING EXPENSES	<u>155,710</u>	<u>128,685</u>	<u>143,133</u>	<u>127,625</u>	<u>555,153</u>	<u>0</u>	<u>555,153</u>	620

5
1

412. WAY AND STRUCTURES
(Dollars in thousands)

1. Report freight expenses only.
2. The total depreciation expense reported in column (b), line 29, should balance to the sum of the depreciation expense reported in schedule 410, column (f) lines, 136, 137 and 138.
3. Report in column (c) the lease/rentals for the various property categories of Way and Structures. The total net lease/rentals reported in column (c), line 29, should balance the net amount reported in schedule 410, column (f), lines 118 through 123, plus lines 130 through 135.
If an entire road or segment of track is leased and if the actual breakdown of lease/rentals by property category is not known, apportion the lease/rentals based on the percentage of the categories' depreciation bases for all categories of depreciable leased property. Use schedule 352B of this report to obtain the depreciation bases of the categories of leased property.
4. Amortization adjustment of each road property type which is included in column (b) shall be repeated in column (d) as a debit or credit to the appropriate line item. The net adjustment on line 29 shall equal the adjustment reported on line 29 of schedule 335.
5. Report on line 28, all other lease rentals not apportioned in any category listed on lines 1 through 27.
6. Line 11, Account 16, should not include computer and data processing equipment reported on line 37 of schedule 415.

Line No.	Cross Check	Property account	Category (a)	Depreciation (b)	Lease/Rentals (net) (c)	Amortization adjustment during year (d)	Line No.
1		2	Land for transportation purposes	N/A	0	0	1
2		3	Grading	381	0	0	2
3		4	Other right-of-way expenditures	19	0	0	3
4		5	Tunnels and subways	35	0	0	4
5		6	Bridges, trestles and culverts	1,433	0	0	5
6		7	Elevated structures	0	0	0	6
7		8	Ties	9,232	0	0	7
8		9	Rail and other track material	11,806	0	0	8
9		11	Ballast	3,075	0	0	9
10		13	Fences, snowsheds and signs	72	0	0	10
11		16	Station and office buildings	631	2,194	0	11
12		17	Roadway buildings	61	0	0	12
13		18	Water stations	1	0	0	13
14		19	Fuel stations	201	0	0	14
15		20	Shops and enginehouses	334	0	0	15
16		22	Storage warehouses	0	0	0	16
17		23	Wharves and docks	41	0	0	17
18		24	Coal and ore wharves	0	0	0	18
19		25	TOFC/COFC terminals	294	0	0	19
20		26	Communications systems	748	0	0	20
21		27	Signals and interlockers	2,440	0	0	21
22		29	Power plants	1	0	0	22
23		31	Power transmission systems	18	0	0	23
24		35	Miscellaneous structures	48	0	0	24
25		37	Roadway machines	1,115	0	0	25
26		39	Public improvements: construction	783	0	0	26
27		45	Power plant machines	15	0	0	27
28		--	Other lease/rentals	N/A	0	N/A	28
29		--	TOTAL	32,784	2,194	0	29

414. RENTS FOR INTERCHANGED FREIGHT TRAIN CARS AND OTHER FREIGHT-CARRYING EQUIPMENT
(Dollars in thousands)

1. Report freight expenses only.
 2. Report in this supporting schedule rental information by car type and other freight-carrying equipment relating to the interchange of railroad owned or leased equipment and privately owned equipment. (Reporting for leased equipment covers equipment that carrier on railroad markings).
 3. The gross amounts receivable and payable for freight-train cars (line 19, columns (b) through (d), and line 19, columns (e) through (g), respectively should balance with Schedule 410, column (f), lines 231 (credits) and 230 (debits). Trailer and container rentals in this schedule are included in Schedule 410, column (f), lines 315 and 316. However, the trailer and container rentals in this schedule will not balance to lines 315 and 316 of schedule 410 because those lines include rents for "Other Equipment" which is reported in Schedule 415, column (f). The balancing of schedule 410, 414 and 415 "Other Equipment" is outlined in note 6 to Schedule 415.
 4. Report in columns (b) and (e) rentals for private-line cars (whether under railroad control or not) and shipper-owned cars.
 5. Report in columns (c), (d), (f) and (g) rentals for railroad owned cars prescribed by the Board in EX Parte no. 334, for which rentals are settled on a combination mileage and time basis (basic per diem). Include railroad owned per diem tank cars on line 17.
- NOTES: Mechanical designations for each car type are shown in Schedule 710.

Line No.	Cross Check	Type of equipment (a)	GROSS AMOUNTS RECEIVABLE Per diem basis			GROSS AMOUNTS PAYABLE Per diem basis			Line No.
			Private line cars (b)	Mileage (c)	Time (d)	Private line cars (e)	Mileage (f)	Time (g)	
CAR TYPES									
1		Box-Plain 40 Foot	0	0	0	0	0	0	1
2		Box-Plain 50 Foot and Longer	0	220	1,095	1,602	125	451	2
3		Box-Equipped	0	303	1,423	407	2,177	5,078	3
4		Gondola-Plain	0	0	1	180	185	218	4
5		Gondola-Equipped	0	650	1,687	0	1,293	2,247	5
6		Hopper-Covered	0	12,653	27,108	1,736	2,497	6,467	6
7		Hopper-Open Top-General Service	0	1,095	2,586	0	220	662	7
8		Hopper-Open Top-Special Service	0	0	0	0	7	24	8
9		Refrigerator-Mechanical	0	4	53	0	50	90	9
10		Refrigerator-Non-Mechanical	0	4	19	2	58	215	10
11		Flat TOFC/COFC	0	62	461	4,780	777	3,884	11
12		Flat Multi-Level	0	3,461	5,931	3,399	256	32	12
13		Flat-General Service	0	2	2	2	18	28	13
14		Flat-Other	0	2,359	6,189	2,088	1,142	2,391	14
15		Tank-Under 22,000 Gallons	0	0	0	581	0	0	15
16		Tank-22,000 Gallons and Over	0	0	0	331	0	0	16
17		All Other Freight Cars	0	3	227	2	35	226	17
18		Auto Racks	0	0	1,956	2,358	0	0	18
19		TOTAL FREIGHT TRAIN CARS	0	20,816	48,738	17,468	8,840	22,013	19
OTHER FREIGHT-CARRYING EQUIPMENT									
20		Refrigerated Trailers	0	0	0	0	0	0	20
21		Other Trailers	0	0	0	(18)	0	(50)	21
22		Refrigerated Containers	0	0	0	0	0	0	22
23		Other Containers	0	0	0	0	0	0	23
24	*	TOTAL TRAILERS AND CONTAINERS	0	0	0	(18)	0	(50)	24
25		GRAND TOTAL (LINES 19 AND 24)	0	20,816	48,738	17,450	8,840	21,963	25

NOTES AND REMARKS

This page intentionally left blank.

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 415

1. Report freight expenses only.
2. Report by type of equipment all natural expenses relating to the equipment functions (salaries and wages, materials, tools, supplies, fuels and lubricants, purchased services and general).
3. Report in column (b) net repair expense, excluding the cost to repair damaged equipment.

Schedule 415, column (b), will balance to Schedule 410, column (f), as follows:

- (a) Locomotives, line 5 plus line 38, compared to the sum of Schedule 410, lines 202, 203 plus 216 (excluding wreck repairs). Do not report in schedule 415, Equipment Damaged from Schedule 410, line 204.
- (b) Freight Cars, line 24 plus line 39, compared to the sum of Schedule 410, lines 221, 222 plus 235 (excluding wreck repairs). Do not report in Schedule 415, Equipment Damaged from Schedule 410, line 223.
- (c) Sum of highway equipment (line 32), floating equipment (line 35), passenger and other revenue equipment (line 36), computer and data processing equipment (line 37), machinery-other equipment (line 40), and work and other non-revenue equipment (line 41) compared to Schedule 410, the sum of lines 302 through 307, plus line 320 (excluding wreck repairs). Do not report in Schedule 415, equipment damaged from Schedule 410, line 308.

Note: Lines 216, 235 and 320 of Schedule 410 are credit amounts.

The allocation of freight car repair expenses reportable on Schedule 415 by car types shall be in accordance with Instruction 2-21, Freight train repair costing, 49 CFR 1201.

4. Depreciation expense for each class of equipment by car type shall be reported in columns (c) and (d). For improvements on leased property, Accounts 732 and 733, use a supplementary Schedule 415, which will relate to Schedules 340 and 342.

Depreciation charges reported on columns (c) and (d) will balance to Schedule 410, column (f), as follows:

- (a) Locomotives, line 5 and 38, compared to Schedule 410, line 213.
 - (b) Freight Cars, line 24 and 39, compared to schedule 410, line 232.
 - (c) Sum of highway equipment (line 32), floating equipment (line 35), passenger and other revenue equipment (line 36), computer and data processing equipment (line 37), machinery-other equipment (line 40), and work and other non-revenue equipment (line 41), compared to Schedule 410, line 317.
5. Amortization adjustment of each equipment type which is included in column (c) shall be reported in column (e) as a debit or credit to the appropriate line item. The net adjustment on line 43 shall equal the equipment amortization adjustment applicable to equipment used in freight service included in line 39, column (c), of Schedule 335.

6. Lease/rentals reported in column (f) should balance to column (f) of Schedule 410 as follows:

- (a) Locomotives, line 5 and 38, compared with Schedule 410, lines 207, 208, 211 and 212.
- (b) Freight cars, line 24 and 39, compared with Schedule 410, lines 226 plus 227 (note that Schedule 410, lines 230 and 231, are reported in Schedule 414 and are not to be included in Schedule 415).
- (c) Sum of Lease/rentals for all other equipment, lines 32, 35, 36, 37, 40 and 41, will balance to Schedule 410, lines 311, 312, 315 and 316, except for the interchange rental on trailers and containers which is reported in Schedule 414. Therefore, both Schedules 414 and 415 should be used when balancing lease/rentals other equipment to Schedule 410. Do not report in Schedule 415 the trailer and container rentals reported in Schedule 414.

7. Investment base by types of equipment shall be reported in columns (g) and (h) and should not include the cost of equipment used but not owned when the rents therefore are included in the rent for equipment and Account Nos. 31-21-00, 31-22-00, 31-23-00, 35-21-00, 35-22-00 and 35-23-00. It should include the cost of equipment owned and leased to others when the rents are included in the rent for Equipment Account Nos. 32-21-00, 32-22-00, 32-23-00, 36-21-00, 36-22-00, and 36-23-00.

Property used but not owned should also be included when the rent is included in Account Nos. 31-12-00, 31-13-00, 31-21-00, 31-22-00 and 31-23-00, inclusive.

The grand total of each equipment account in column (h) of Schedule 330 should equal the totals of line items constituting the equipment account totals of columns (g) and (h), of Schedule 415.

8. Accumulated depreciation for each class of equipment shall be reported in columns (i) and (j). The grand total of each equipment reserve account in column (g), Schedule 335, shall equal the combined aggregate total accumulated depreciation for line items constituting the corresponding equipment accounts reported in columns (i) and (j), on Schedule 415.

415. SUPPORTING SCHEDULE - EQUIPMENT
(Dollars in thousands)

Line No.	Cross Check	Types of equipment	Repairs (net expense) (b)	Depreciation		Amortization Adjustment net during year (e)	Line No.
				Owned (c)	Capitalized lease (d)		
		LOCOMOTIVES					
1		Diesel Locomotive-Yard	3,206	98	0	0	1
2		Diesel Locomotive-Road	26,475	3,387	1,830	0	2
3		Other Locomotive-Yard	0	0	0	0	3
4		Other Locomotive-Road	0	0	0	0	4
5	*	TOTAL LOCOMOTIVES	29,681	3,485	1,830	0	5
		FREIGHT TRAIN CARS					
6		Box-Plain 40 Foot	0	0	0	0	6
7		Box-Plain 50 Foot and Longer	230	17	0	0	7
8		Box-Equipped	927	302	0	0	8
9		Gondola-Plain	50	0	0	0	9
10		Gondola-Equipped	857	105	0	0	10
11		Hopper-Covered	9,593	6,368	0	0	11
12		Hopper-Open Top-General Service	689	233	0	0	12
13		Hopper-Open Top-Special Service	107	0	0	0	13
14		Refrigerator-Mechanical	9	0	0	0	14
15		Refrigerator-Nonmechanical	54	(200)	0	0	15
16		Flat TOFC/COFC	566	8	0	0	16
17		Flat Multi-level	933	0	0	0	17
18		Flat-General Service	6	(12)	0	0	18
19		Flat-Other	1,031	126	0	0	19
20		All Other Freight Cars	19	0	0	0	20
21		Cabooses	19	35	0	0	21
22		Auto Racks	338	1,514	0	0	22
23		Miscellaneous Accessories	0	0	0	0	23
24	*	TOTAL FREIGHT TRAIN CARS	15,428	8,496	0	0	24
		OTHER EQUIPMENT-REVENUE					
		FREIGHT HIGHWAY EQUIPMENT					
25		Refrigerated Trailers	0	0	0	0	25
26		Other Trailers	8	0	0	0	26
27		Refrigerated Containers	0	0	0	0	27
28		Other Containers	445	0	0	0	28
29		Bogies	0	0	0	0	29
30		Chassis	613	112	0	0	30
31		Other Highway Equipment (Freight)	693	0	0	0	31
32	*	TOTAL HIGHWAY EQUIPMENT	1,759	112	0	0	32
		FLOATING EQUIPMENT-REVENUE					
		SERVICE					
33		Marine Line-Haul	0	0	0	0	33
34		Local Marine	0	0	0	0	34
35	*	TOTAL FLOATING EQUIPMENT	0	0	0	0	35
		OTHER EQUIPMENT					
36	*	Passenger and Other Revenue Equipment (Freight Portion)	0	0	0	0	36
37	*	Computer systems and word processing equipment	0	440	0	0	37
38	*	Machinery-Locomotives1	167	59	0	0	38
39	*	Machinery-Freight Cars2	272	27	0	0	39
40	*	Machinery-Other Equipment3	196	16	0	0	40
41	*	Work and Other Non-revenue Equipment	350	733	0	0	41
42		TOTAL OTHER EQUIPMENT	985	1,275	0	0	42
43		TOTAL ALL EQUIPMENT (FREIGHT PORTION)	47,853	13,368	1,830	0	43

- The data to be reported on line 38 in column (b) is the amount reported in Schedule 410, column (f), line 203, reduced by the allocable portion of line 216.
- The data to be reported on line 39 in column (b) is the amount reported in Schedule 410, column (f), line 222, reduced by the allocable portion of line 235.
- The data to be reported on line 40 in column (b) is the amount reported in Schedule 410, column (f), lines 302 through 306, reduced by the allocable portion of line 320.

415. SUPPORTING SCHEDULE - EQUIPMENT - Continued
(Dollars in thousands)

Line No.	Cross Check	Lease and rentals (net) (f)	Investment base as of 12/31		Accumulated depreciation as of 12/31		Line No.
			Owned (g)	Capitalized lease (h)	Owned (i)	Capitalized lease (j)	
1		588	3,886	0	2,177	0	1
2		20,466	72,740	40,767	30,814	8,542	2
3		0	0	0	0	0	3
4		0	0	0	0	0	4
5		21,054	76,626	40,767	32,991	8,542	5
6		0	8	0	(4)	0	6
7		377	4,663	0	5,784	0	7
8		856	5,831	0	3,087	0	8
9		0	0	0	0	0	9
10		2,020	10,743	0	9,147	0	10
11		19,036	257,383	0	104,683	0	11
12		3,047	9,566	0	7,405	0	12
13		1,340	0	0	0	0	13
14		29	0	0	0	0	14
15		0	874	0	919	0	15
16		(29)	250	0	312	0	16
17		3,288	0	0	0	0	17
18		0	45	0	14	0	18
19		6,086	4,981	0	2,418	0	19
20		0	0	0	285	0	20
21		0	856	0	1,308	0	21
22		5,532	26,217	0	13,205	0	22
23		0	0	0	0	0	23
24		41,582	321,417	0	148,563	0	24
25		0	0	0	0	0	25
26		0	0	0	0	0	26
27		0	0	0	0	0	27
28		810	0	0	0	0	28
29		0	0	0	0	0	29
30		0	1,104	0	210	0	30
31		0	0	0	0	0	31
32		810	1,104	0	210	0	32
33		0	0	0	0	0	33
34		0	0	0	0	0	34
35		0	0	0	0	0	35
36		0	0	0	0	0	36
37		0	3,002	0	1,189	0	37
38		0	2,887	0	(752)	0	38
39		0	1,294	0	(337)	0	39
40		0	796	0	(207)	0	40
41		60	11,325	0	10,098	0	41
42		60	19,304	0	9,991	0	42
43		63,506	418,451	40,767	191,755	8,542	43

- The data to be reported on lines 38, 39 and 40 in columns (g) and (h) is the investment recorded in Property Account 44, allocated to Locomotives, Freight Cars, and Other Equipment.
- The depreciation to be reported on lines 38, 39 and 40 in column (j) is calculated by multiplying the investment in each element by the effective composite rate for Property Account 44, and then adding or subtracting the adjustment reported in column (e). This calculation should equal the amount shown in column (j), Schedule 335.

416. SUPPORTING SCHEDULE - ROAD
(Dollars in thousands)

Line No.	Density category (Class) (a)	Account No. (b)	Owned and used			Improvements to leased property			Capitalized leases			TOTAL		Line No.
			Inv. Base (c)	Accum. depr. (d)	Depr. rate % (e)	Inv. Base (f)	Accum. depr. (g)	Depr. rate % (h)	Inv. Base (i)	Current year Amort. (j)	Accum. Amort. (k)	Inv. Base (l)	Accum. Depr. & Amort. (m)	
1	I	3	11,545	3,291	0.95	146	7	0.95	0	0	0	11,691	3,298	1
2		8	118,282	32,431	4.70	2,036	442	4.70	0	0	0	120,318	32,873	2
3		9	233,646	59,441	3.81	5,452	1,149	3.81	0	0	0	239,098	60,590	3
4		11	85,935	17,902	2.50	936	83	2.50	0	0	0	86,871	17,985	4
5	Sub-Total		449,408	113,065		8,570	1,681		0	0	0	457,978	114,746	5
6	II	3	20,616	5,877	0.95	262	12	0.95	0	0	0	20,878	5,889	6
7		8	50,272	13,173	3.68	2,245	1,004	3.68	0	0	0	52,517	14,177	7
8		9	58,298	17,447	2.53	5,030	842	2.53	0	0	0	63,328	18,289	8
9		11	34,697	4,915	1.64	1,828	157	1.64	0	0	0	36,525	5,072	9
10	Sub-Total		163,883	41,412		9,365	2,015		0	0	0	173,248	43,427	10
11	III	3	0	N/A	N/A	0	N/A	N/A	0	N/A	N/A	0	0	11
12		8	0	N/A	N/A	0	N/A	N/A	0	N/A	N/A	0	0	12
13		9	0	N/A	N/A	0	N/A	N/A	0	N/A	N/A	0	0	13
14		11	0	N/A	N/A	0	N/A	N/A	0	N/A	N/A	0	0	14
15	Sub-Total		0	N/A	N/A	0	N/A	N/A	0	N/A	N/A	0	0	15
16	IV	3	9,071	2,586	0.95	115	5	0.95	0	0	0	9,186	2,591	16
17		8	31,693	14,096	2.42	1,093	65	2.42	0	0	0	32,786	14,161	17
18		9	71,229	18,690	1.83	840	109	1.83	0	0	0	72,069	18,799	18
19		11	8,219	2,406	1.18	459	101	1.18	0	0	0	8,678	2,507	19
20	Sub-Total		120,212	37,778		2,507	280		0	0	0	122,719	38,058	20
21	V	3	0	0	0.00	0	0	0.00	0	0	0	0	0	21
22		8	0	0	0.00	0	0	0.00	0	0	0	0	0	22
23		9	0	0	0.00	0	0	0.00	0	0	0	0	0	23
24		11	0	0	0.00	0	0	0.00	0	0	0	0	0	24
25	Sub-Total		0	0		0	0		0	0	0	0	0	25
26	GRAND TOTAL		733,503	192,255	0	20,442	3,976	N/A	0	0	0	753,945	196,231	26

(1) Columns (c) + (f) + (i) = Column (l).
Columns (d) + (g) + (k) = Column (m).

(2) The base grand total for owned and used, improvements to leased property and capitalized leases should equal the sum of Accounts 3, 8, 9, and 11 shown at year end on Schedule 330.

NOTES AND REMARKS

This page intentionally left blank.

417. SPECIALIZED SERVICE SUBSCHEDULE - TRANSPORTATION
(Dollars in thousands)

1. Report freight expenses only.
2. Report in lines 1, 2, 3, 4 and 10 the total of those natural expenses (salaries and wages, material, tools, supplies, fuels and lubricants, purchased services and general) incurred in the operation of each type of specialized service facility. This schedule does not include switching services performed by train and yard crews in connection with or within specialized service facilities.
3. When necessary to apportion expenses, such as administrative expenses to two or more services, they shall be apportioned on the most equitable basis available to the respondent and only to the services they support. The total expenses in column (j) should balance with the respective line items in Schedule 410. Railway Operating Expenses.
4. Report in column (b), line 2, the expenses incurred in highway movements of trailers and containers performed at the expense of the reporting railroad within a terminal area for the purpose of pick-up, delivery or highway interchange service. Report in column (b), line 3, the expenses incurred in operating facilities for handling trailers and/or containers, including storage expenses. See schedule 755, note R.
5. The operation of floating equipment in line-haul service (between distinct terminals) should be reported in column (c) on line 2. Floating operations conducted within a general terminal or harbor area should be reported in column (c), line 3.
6. Report in column (g), line 3, the expenses incurred by the railroad in loading and unloading automobiles, trucks, etc., to and from bi-level and tri-level auto rack cars. Report on line 2, column (g), the expense incurred by the railroad in moving automobiles, etc., between bi-level and tri-level loading and unloading facilities over the highway to shippers, receivers or connecting carriers. Report in column (f) operating expenses for land facilities in support of floating operations, including the operation of docks and wharves.
7. Report on line 4, column (b), the expenses related to heating and refrigeration of TOFC/COFC trailers and containers (total debits and credits). The expenses on line 4, column (h), relate to refrigerator cars only.
8. Report in column (i) total expenses incurred in performing rail substitute service, other highway revenue service, LCL terminal operations, warehouse operations, freight car transloading, grain elevator terminal operations and livestock feeding operations only.

Line No.	Cross Check	Items (a)	TOFC/COFC terminal (b)	Floating equipment (c)	Coal marine terminal (d)	Ore marine terminal (e)	Other marine terminal (f)	Motor vehicle load and distribution (g)	Protective services refrigerator car (h)	Other special services (i)	Total columns (b - i) (j)	Line No.
1	*	Administration	1,837	0	0	0	0	0	0	0	1,837	1
2	*	Pick up and delivery, marine line haul	0	0	0	0	0	0	N/A	0	0	2
3	*	Loading and unloading and local marine	9,293	0	0	0	0	473	N/A	0	9,766	3
4	*	Protective services, total debits and credits	0	0	0	0	0	0	0	0	0	4
5	*	Freight lost or damaged -solely related	9	0	0	0	0	0	0	0	9	5
6	*	Fringe benefits	1,144	0	0	0	0	0	0	0	1,144	6
7	*	Casualty and insurance	39	0	0	0	0	0	0	0	39	7
8	*	Joint facility - Debit	0	0	0	0	0	0	0	0	0	8
9	*	Joint facility - Credit	0	0	0	0	0	0	0	0	0	9
10	*	Other	0	0	0	0	0	0	0	0	0	10
11	*	TOTAL	12,322	0	0	0	0	473	0	0	12,795	11

Schedule 418

Instruction:
 This schedule will show the investment in capitalized leases in road and equipment by primary account.

Column

- (a) = primary account number and title for which capital lease amounts are included therein.
- (b) = the total investment in that primary account.
- (c) = the investment in capital leases at the end of the year.
- (d) = the current year amortization.
- (e) = the accumulated amortization relating to the leased properties.

418. SUPPORTING SCHEDULE - CAPITAL LEASES
 (Dollars in Thousands)

Primary Account Number And Title (a)	Total Investment At End Of Year (b)	Capital Leases		
		Investment At End Of Year (c)	Current Year Amortization (d)	Accumulated Amortization (e)
(16) Stat. & Off. Bldgs.	0	0	0	0
(20) Shops & Enginehouses	0	0	0	0
(25) TOFC COFC Terminals	0	0	0	0
(26) Communication System	0	0	0	0
(37) Roadway Machines	0	0	0	0
Total Road	0	0	0	0
(52) Locomotives	117,393	40,767	1,830	8,542
(53) Freight Train Cars	0	0	0	0
(55) Highway Revenue Equipt.	0	0	0	0
(57) Work Equipment	0	0	0	0
(58) Miscellaneous Equipment	0	0	0	0
(59) Computer & Word Processing	0	0	0	0
Total Equipment	117,393	40,767	1,830	8,542
GRAND TOTAL	117,393	40,767	1,830	8,542

NOTES AND REMARKS

This page intentionally left blank.

450. ANALYSIS OF TAXES
(Dollars in thousands)

A. Railway Taxes

Line No.	Cross Check	Kind of Tax (a)	Amount (b)	Line No.
1		Other than U.S. Government Taxes	11,056	1
		U.S. Government Taxes		
		Income Taxes:		
2		Normal Tax & Surtax	3,317	2
3		Excess Profits	0	3
4	*	Total Income Taxes (ln. 2 + 3)	3,317	4
5		Railroad Retirement	30,042	5
6		Hospital Insurance	2,475	6
7		Supplemental Annuities	0	7
8		Unemployment Insurance	1,115	8
9		All Other United States Taxes	1,531	9
10		Total - U.S. Government Taxes	38,480	10
11		Total Railway Taxes	49,536	11

B. Adjustments to Federal Income Taxes

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

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

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

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

5. The total of line 19 in columns (c) and (d) should agree with the total of the contra charges (credits) to Account 557, Provision for Deferred Taxes, and Account 591, Provision for Deferred Taxes - Extraordinary Items, for the current year.

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

Line No.	Particulars (a)	Beginning of year balance (b)	Net credits (charges) for current year (c)	Adjustments (d)	End of year balance (e)	Line No.
1	Accelerated depreciation, Sec. 167 I.R.C.: Guideline lives pursuant to Rev. Proc. 62-21.	214,456	20,403	0	234,859	1
2	Accelerated amortization of facilities, Sec. 168 I.R.C.	(1,883)	471	0	(1,412)	2
3	Accelerated amortization of rolling stock, Sec. 184 I.R.C.	0	0	0	0	3
4	Amortization of rights of way, Sec. 185 I.R.C.	0	0	0	0	4
5	Undistributed earnings from affiliates	8,653	1,183	0	9,836	5
6	Gross deferred tax liabilities	221,226	22,057	0	243,283	6
7	Capital leases	(2,964)	2,782	0	(182)	7
8	Post retirement benefits	(13,775)	(819)	0	(14,594)	8
9	Reserves for employee severance/related costs	(14,104)	1,411	0	(12,693)	9
10	Expense reserves & environmental remediation	(50,892)	17,915	0	(32,977)	10
11	Other items	(15,445)	(4,409)	0	(19,854)	11
12	Net operating loss carryforwards	(15,414)	7,948	0	(7,466)	12
13	ITC/other credit carryforwards	0	0	0	0	13
14	Minimum tax credit carryforwards	(7,534)	(2,135)	0	(9,669)	14
15	Gross deferred tax assets	(120,128)	22,693	0	(97,435)	15
16	Deferred tax assets valuation allowance	0	0	0	0	16
17						17
18	NET DEFERRED TAX LIABILITIES	101,098	44,750	0	145,848	18

450. ANALYSIS OF TAXES - Continued
(Dollars in thousands)

***Footnotes:**

1. If Flow-through method was elected, indicate net decrease (or increase) in tax accrual because of investment tax credit	\$ <u> N/A </u>
If deferral method for investment tax credit was elected:	
(1) Indicate amount of credit utilized as a reduction of tax liability for current year	\$ <u> N/A </u>
(2) Deduct amount of current year's credit applied to a reduction of tax liability but deferred for accounting purposes	\$ <u> N/A </u>
(3) Balance of current year's credit used to reduce current year's tax accrual	\$ <u> N/A </u>
(4) Add amount of prior year's deferred credits being amortized to reduce current year's tax accrual	\$ <u> N/A </u>
(5) Total decrease in current year's tax accrual resulting from use of investment tax credits	\$ <u> N/A </u>
2. Estimated amount of future earnings which can be realized before paying Federal income taxes because of unused and available net operating loss carryover on January 1 of the year following that for which the report is made	\$ <u> N/A </u>

The computation of deferred taxes under FAS 109 provides for the inclusion of judgments about future taxable income, other than temporary item reversals, in the determination of the valuation allowance required.

SOO is included in a federal consolidated tax return with Parent. As of December 31, 2005, SOO had federal tax operating loss carryforwards as allocated under Internal Revenue Service rules expiring as follows (In Thousands):

<u>Year of Expiration</u>	<u>Federal Net Operating Losses</u>	
	<u>Total</u>	<u>Using Alternatives Minimum Tax Laws</u>
2008	9,739	0
2018	7,578	0
2019	357	0
2020	47	0
2022	163	0
2024	1,292	0
Total	<u> \$19,176 </u>	<u> \$0 </u>

As of December 31, 2005, SOO had federal and state minimum tax credit carryforwards in the amount of \$9.7 million. These credits are available to be carried forward indefinitely without expiration.

460. ITEMS IN SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS FOR THE YEAR
(Dollars in thousands)

Give a brief description for all items, regardless of amount, included during the year in Accounts 555, Unusual or Infrequent Items; 560, Income or Loss From Operations of Discontinued Segments; 562, Gain or Loss on Disposal of Discontinued Segments; 570, Extraordinary Items; 590, Income Taxes on Extraordinary Items; 592, Cumulative Effect of Changes in Accounting Principles; 603, Appropriations Released; 606, Other Credits to Retained Earnings; 616, Other Debits to Retained Earnings; 620, Appropriations for Sinking Funds; 621, Appropriations for Other Purposes. If appropriations released reflect appropriations provided during the year, each account should not be reported.

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

Line No.	Account No. (a)	Item (b)	Debits (c)	Credits (d)	Line No.
1	616	Other Debits to Retained Earnings:			1
2		FAS 87 "Employers Accounting for Pensions"	2,401 *		2
3					3
4					4
5					5
6					6
7					7
8					8
9					9
10					10
11					11
12					12
13					13
14					14
15					15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30

MEMORANDA RELATING TO SELECTED INCOME AND RETAINED EARNINGS ACCOUNTS

* Refer to STB letter dated March 23, 2006.

501. GUARANTIES AND SURETYSHIPS
(Dollars in thousands)

1. If the respondent was under obligation as guarantor or surety for the performance by any other corporation or other association of any agreement or obligation, show the particulars of each contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.
This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than two years after the date of issue. Items of less than \$50,000 may be shown as one total.

Line No.	Names of all parties principally and primarily liable (a)	Description (b)	Amount of contingent liability (c)	Sole or joint contingent liability (d)	Line No.
1					1
2					2
3		NONE			3
4					4
5					5
6					6
7					7
8					8
9					9
10					10
11					11
12					12
13					13
14					14
15					15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30
31					31
32					32
33					33
34					34
35					35
36					36
37					37
38					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 the particulars called for hereunder for each such contract of guaranty or suretyship in effect at the close of the year or entered into and expired during the year.
This inquiry does not cover the case of ordinary commercial paper maturing on demand or not later than 2 years after date of issue, 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)	Line No.
1					1
2					2
3					3
4		NONE			4
5					5
6					6
7					7
8					8
9					9

502. COMPENSATING BALANCES AND SHORT-TERM BORROWING ARRANGEMENTS

(Dollars in thousands)

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

1. Disclose compensating balances not legally restricted, lines of credit used and unused, average interest rate of short-term borrowings that are outstanding at balance sheet date, maximum amount of outstanding borrowings during the period and the weighted average rate of those borrowings.

2. Time deposits and certificates of deposit constituting compensating balances not legally restricted should be disclosed.

3. Compensating balance arrangements need only be disclosed for the latest fiscal year.

4. Compensating balances included in Account 703, Special Deposits and in Account 717, Other Funds, should also be separately disclosed below.

5. Compensating balance arrangements are sufficiently material to require disclosure in footnotes when the aggregate of written and oral agreement balances amount to 15% or more of liquid assets (current cash balances, restricted and unrestricted plus marketable securities).

6. When a carrier is not in compliance with a compensating balance requirement, that fact should be disclosed, along with stated and possible sanctions, whenever such possible sanctions may be immediate (not vague or unpredictable) and material.

NONE

NOTES AND REMARKS

This page intentionally left blank.

SCHEDULE 510 SEPARATION OF DEBTHOLDINGS BETWEEN ROAD PROPERTY AND EQUIPMENT
(Dollars in thousands)

The principal use of this schedule is to determine the average rate of debt capital.

I. Debt Outstanding at End of Year:

Line #	Account No.	Title	Source	Balance at Close of year
1	751	Loans and Notes Payable	Sch. 200, L. 30	0
2	764	Equipment Obligations and Other Long Term Debt due Within One Year	Sch. 200, L. 39	4,221
3	765 / 767	Funded Debt Unmatured	Sch. 200, L. 41	0
4	766	Equipment Obligations	Sch. 200, L. 42	0
5	766.5	Capitalized Lease Obligations	Sch. 200, L. 43	34,472
6	768	Debt in Default	Sch. 200, L. 44	0
7	769	Accounts Payable: Affiliated Companies	Sch. 200, L. 45	345,600
8	770.1 / 770.2	Unamortized Debt Premium	Sch. 200, L. 46	0
9		Total Debt	Sum L. 1-8	384,293
10		Debt Directly Related to Road Property	Note 1.	153
11		Debt Directly Related to Equipment	Note 1.	38,540
12		Total Debt Directly Related to Road and Equipment	Sum L. 10 and 11	38,693
13		Percent Directly Related to Road	L.10/L.12 (2 decimals)	0.40%
14		Percent Directly Related to Equipment	L.11/L.12 (2 decimals)	99.60%
15		Debt Not Directly Related to Road or Equipment	L.9 minus L.12	345,600
16		Road Property Debt (Note 2)	(L.13 x L.15) plus L.10	1,535
17		Equipment Debt (Note 2)	(L.14 x L.15) plus L.11	382,758

II. Interest Accrued During Year:

Line #	Account No.	Title	Source	Balance at Close of year
18	546-548	Total Interest and Amortization (Fixed Charges)	Sch. 210, L. 42	20,894
19	546	Contingent Interest On Funded Debt	Sch. 210, L. 44	0
20	517	Release of Premiums on Funded Debt	Sch. 210, L. 22	0
21		Total Interest (Note 3)	Sum of Lines 18+19 less 20	20,894
22		Interest Directly Related to Road Property Debt	Note 4.	10
23		Interest Directly Related to Equipment Debt	Note 4.	2,955
24		Interest Not Directly Related to Road and Equipment Debt	L.21-(L.22+L.23)	17,929
25		Interest Road Property Debt (Note 5)	L.22+(L.24xL.13)	82
26		Interest Equipment Debt (Note 5)	L.23+(L.24xL.14)	20,812
27		Embedded Rate of Debt Capital-Road Property	L.25/ L.16	5.34%
28		Embedded Rate of Debt Capital-Equipment	L.26/ L.17	5.44%

Note 1: Directly related means the purpose which the funds were used when the debt was issued.
 Note 2: Line 16 plus Line 17 must equal Line 9.
 Note 3: Line 21 includes interest on debt in Account 769--Accounts Payable; Affiliated Companies.
 Note 4: This interest relates to debt reported in Lines 10 and 11, respectively.
 Note 5: Line 25 plus Line 26 must equal Line 21.

NOTES AND REMARKS

This page intentionally left blank.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 512

1. Furnish the information called for below between the respondent and the affiliated companies or persons affiliated with the respondent, including officers, directors, stockholders, owners, partners or their wives and other close relatives, or their agents. Examples of transactions are, but are not restricted to, management, legal, accounting, purchasing or other type of service including the furnishing of materials, supplies, purchase of equipment, leasing of structures, land and equipment, and agreements relating to allocation of officers' salaries and other common costs between affiliated companies.

To be excluded are payments for the following types of services:

- (a) Lawful tariff charges for transportation services.
- (b) Payments to or from other carriers for interline services and interchange of equipment.
- (c) Payment to or from other carriers which may reasonably be regarded as ordinarily connected with routine operation or maintenance, but any special or unusual transactions should be reported.
- (d) Payments to public utility companies for rates or charges fixed in conformity with government authority.

2. In column (a) enter the name of the affiliated company, person, or agent with which respondent received or provided services aggregating \$50,000 or more during the year. If an affiliated company provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, list all the affiliates included in the agreement and describe the allocation of charges. If the respondent provides services to more than one affiliate, and the aggregate compensation amounts to \$50,000 or more for the year, reference to this fact should be made and the detail as to the allocation of charges should be stated. For those affiliates providing services to the respondent, also enter in column (a) the percent of affiliate's gross income derived from transactions with the respondent.

The respondent may be required to furnish as an attachment to Schedule 512 a balance sheet and income statement for each affiliate with which respondent carrier had reportable transactions during the year, or alternatively, attach a "Pro forma" balance

sheet and income statement for that portion or entity of each affiliate which furnished the agreed to services, equipment, or other reportable transaction. The statements, if required, should be prepared on a calendar year basis in conformity with the prescribed schedules for the balance sheet and income statement in Annual Report Form R-1, and should be noted (1) to indicate the method used for depreciating equipment or other property furnished the carrier, and (2) whether the affiliate's Federal income tax return for the year was filed on a consolidated basis with the respondent carrier.

3. In column (b) indicate nature of relationship or control between the respondent and the company or person identified in column (a) as follows:

- (a) If respondent directly controls affiliate, insert the word "direct".
- (b) If respondent controls through another company, insert the word "indirect".
- (c) If respondent is under common control with affiliate, insert the word "common".
- (d) If respondent is controlled directly or indirectly by the company listed in column (a), insert the word "controlled".
- (e) If control is exercised by other means such as a management contract or other arrangement of whatever kind, insert the word "other" and provide a footnote to describe such arrangements.

4. In column (c), fully describe the transactions involved such as management fees, lease of building, purchase of material, etc. When the affiliate listed in column (a) provides more than one type of service in column (c), list each type of service separately and show total for the affiliate. When services are both provided and received between the respondent and an affiliate they should be listed separately and the amounts shown separately in column (e).

5. In column (d), report the dollar amounts of the transactions shown and the effect of any change in the method of establishing the terms from that used in the preceding period.

6. In column (e), report the dollar amounts due from or to related parties and, if not otherwise apparent, the terms and manner of settlement. Insert (P) paid and (R) received by the amount in column (e).

**SCHEDULE 512. TRANSACTIONS BETWEEN RESPONDENT AND COMPANIES OR PERSONS AFFILIATED WITH RESPONDENT
FOR SERVICES RECEIVED OR PROVIDED**

Line No.	Name of company or related party with percent of gross income (a)	%	Nature of relationship (b)	Description of transactions (c)	Dollar amounts of transactions (d)		Amount due from or to related parties (e)		Line No.
					Receivable	Payable	Receivable	Payable	
1									1
2									2
3	Canadian Pacific Railway		Common	Asset Purchase/Sale	406	1,332			3
4				Data Processing Services		9,032		579	4
5				Equipment Repairs	5,068	2,544	2,199	383	5
6				Fuel Equalization	2,263	484	278	229	6
7				Joint Operating Activities	241	0	136		7
8				Lease Rentals	286	1,737	350	370	8
9				Locomotive HPH Equalization	8,136	0	1,123	10	9
10				Management Services	10	5,279		483	10
11				Materials Purchased	659	2,377	49	42	11
12				Track Repairs & Projects	118	1,564		9	12
13				Interest Expense		17,514		1,676	13
14				Loan Fees		500			14
15									15
16									16
17									17
18									18
19									19
20									20
21	Delaware & Hudson Railway Company		Common	Asset Purchase/Sale		225			21
22				Management Services	1,942	31	211		22
23				Materials Purchased	151	2			23
24				Locomotive Repairs	125				24
25				Interest Income	3,178		120		25
26				Loan Fees	257				26
27				Locomotive HPH Equalization	1,063	98	169		27
28				Track Repairs & Projects	19	18			28
29									29
30									30
31	Soo Line Corporation		Common	Short Term Note-Principal		23,000		23,000	31
32				Short Term Note-Interest	733	8		8	32
33									33
34									34
35									35
36	CPRLEC		Common	Lease Rentals		12,467		4,060	36
37									37
38									38

515. RAILS LAID IN REPLACEMENT
(Dollars in thousands)

Give particulars of all rails applied during the year in connection with replacement of rail 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 should be counted as one.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS				Line No.
		Weight of rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc. during year	Average cost per ton (2,000 lb)	Weight of rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb)	
		Pounds per yard of rail	Number of tons (2,000 lb)			Pounds per yard of rail	Number of tons (2,000 lb)			
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	NEW		12,380				57			1
2										2
3										3
4	RELAY		16,121				1,124			4
5										5
6										6
7										7
8										8
9										9
10										10
11										11
12										12
13										13
14										14
15										15
16										16
17										17
18										18
19										19
20	Total	N/A	28,501	\$0	\$0	N/A	1,181	\$0	\$0	20

NOTES AND REMARKS

This page intentionally left blank.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 700

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

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

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

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

In Column (a) insert the figure (and letter, if any) indicating its class in accordance with the above list of classifications.

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 distance between terminals 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 - Yard 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. 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.

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 relationship 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 some 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, on 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 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.

700. MILEAGE OPERATED AT CLOSE OF YEAR

Line No.	Class (a)	Proportion owned or leased by respondent (b)	Running tracks, passing tracks, cross-overs, etc.				Miles of way switching tracks (g)	Miles of yard switching tracks (h)	TOTAL (i)	Line No.
			Miles of road (c)	Miles of second main track (d)	Miles of all other main tracks (e)	Miles of running tracks (f)				
1									1	
2	I	100.00%	1,623	133	11	183	173	490	2,613	2
3										3
4	J-1	50.00%	57	2	0	6	19	14	98	4
5										5
6	5		1,831	189	16	76	59	80	2,251	6
7										7
8										8
9										9
10										10
11										11
12										12
13										13
14										14
15										15
16										16
17										17
18										18
19										19
20										20
21										21
22										22
23										23
24										24
25										25
26										26
27										27
28										28
29										29
30										30
31										31
32										32
33										33
34										34
35										35
36										36
37										37
38										38
39										39
40										40
41										41
42										42
43										43
44										44
45										45
46										46
47										47
48										48
49										49
50										50
51										51
52										52
53										53
54										54
55										55
56										56
57	TOTAL		3,511	324	27	265	251	584	4,962	57
58	Miles of electrified road or track included in preceding grand total	N/A								58

* Miles of Passing Tracks, Crossovers and Turnouts

702. MILES OF ROAD AT CLOSE OF YEAR - BY STATES AND TERRITORIES (SINGLE TRACK)

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), (d) or (e), as may be appropriate. The remainder of jointly operated mileage should be shown in column (f). Respondent's proportion of road jointly owned but not operated should be shown in column (h), as appropriate. Mileage which has been permanently abandoned should not be included in column (h).

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

Line No.	Cross Check	State or Territory (a)	MILES OF ROAD OPERATED BY RESPONDENT								Line No.
			Line Owned (b)	Line of Proprietary Companies (c)	Line Operated Under Lease (d)	Line Operated Under Contract, etc. (e)	Line Operated Under Trackage Rights (f)	Total Mileage Operated (g)	Line Owned, Not Operated By Respondent (h)	New Line Constructed During Year (i)	
1		Montana	0	0	0	0	0	0	57	0	1
2		Michigan	0	0	0	0	352	352	0	0	2
3		South Dakota	6	0	0	0	0	6	0	0	3
4		North Dakota	474	0	0	0	8	482	638	0	4
5		Minnesota	749	0	0	0	491	1,240	53	0	5
6		Wisconsin	307	0	0	0	305	612	0	0	6
7		Illinois	22	0	0	0	365	387	0	0	7
8		Indiana	94	0	0	0	308	402	0	0	8
9		Kentucky	0	0	0	0	1	1	0	0	9
10		Ohio	0	0	0	0	29	29	0	0	10
11											11
12											12
13											13
14											14
15											15
16											16
17											17
18											18
19											19
20											20
21											21
22											22
23											23
24											24
25											25
26											26
27											27
28											28
29											29
30											30
31											31
32		Total Mileage (single track)	1,652	0	0	0	1,859	3,511	748	0	32

NOTES AND REMARKS

This page intentionally left blank.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 710

Instructions for reporting locomotive and passenger-train car data.

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

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

3. Units leased to others for a period of one year or more are reportable in column (l). 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 (i).

4. For reporting purposes, a "locomotive unit" is a self-propelled vehicle generating or converting energy into motion, and designed solely for moving other equipment. An "A" unit is the least number of wheel bases with superstructure designed for use singly or as a lead locomotive unit in combination with other locomotive units. A "B" unit is similar to an "A" unit but it is not equipped for use singly or as a lead locomotive unit. A "B" unit may be equipped with hostler controls for independent operation at terminals.

5. A "self-propelled car" is a rail motor car propelled by electric motors receiving power from a 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 regardless of final drive or whether power may at times be supplied from an 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 a third rail or overhead contact wire, and use the power to drive one or more electric motors that propel the vehicle. An "other self-powered unit" includes all units other than diesel or electric, e.g., steam, gas turbine. Show the type of unit, service and number, as appropriate, in a brief description sufficient for positive identification. An "auxiliary unit" includes all units used in conjunction with locomotives, but which draw their power from the "mother" unit, e.g., boosters, slugs, etc. For reporting purposes, indicate radio-controlled self-powered diesel units on lines 1 through 8, as appropriate. Radio-controlled units that are not self-powered, i.e., those without a diesel, should be reported on line 13 under "auxiliary units".

7. Column (k) should show aggregate capacity for all units reported in column (j), as follows: For locomotive units, report the manufacturers' rated horsepower (the maximum continuous power output from the diesel engine or engines delivered to the main generator or generators for tractive purposes). Exclude capacity data for steam locomotives. For passenger-train cars report the number of passenger seats available for revenue service, counting one passenger to each berth in sleeping cars.

8. Passenger-train car types and service equipment car types correspond to AAR Mechanical Division designations. Descriptions of car codes and designations are published in The Official Railway Equipment Register.

9. Cross-checks

Schedule 710	Schedule 710
Line 5, column (j)	= Line 11, column (l)
Line 6, column (j)	= Line 12, column (l)
Line 7, column (j)	= Line 13, column (l)
Line 8, column (j)	= Line 14, column (l)
Line 9, column (j)	= Line 15, column (l)
Line 10, column (j)	= Line 16, column (l)

When data appear in column (j) lines 1 thru 8, column (k) should have data on same lines.

When data appear in columns (k) or (l) lines 36 thru 53, and 55, column (m) should have data on same lines.

**710. INVENTORY OF EQUIPMENT
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS**

Line No.	Cross Check	Type or design of units	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	Units at Close of Year					Line No.
				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 & rebuilt units rewritten into property accounts	All other units including reclassification & second hand units purchased or leased from others							
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)			
Locomotive Units														
1		Diesel-freight units											1	
2		Diesel-passenger units											2	
3		Diesel-multi purpose units	333	0	0	2	0	4	150	181	331	1,183,150	0	3
4		Diesel-switching units	43	0	0	0	0	2	17	24	41	71,000	0	4
5	*	Total (lines 1 to 4)	376	0	0	2	0	6	167	205	372	1,254,150	0	5
6	*	Electric-locomotives												6
7	*	Other self-powered units												7
8	*	Total (lines 5, 6 & 7)	376	0	0	2	0	6	167	205	372	1,254,150	0	8
9	*	Auxiliary units										N/A		9
10	*	Total Locomotive Units (lines 8 & 9)	376	0	0	2	0	6	167	205	372	N/A	0	10

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

Line No.	Cross Check	Type or design of units	Before Jan. 1, 1985	Between Jan. 1, 1985 and Dec. 31, 1989	Between Jan. 1, 1990 and Dec. 31, 1994	Between Jan. 1, 1995 and Dec. 31, 1999	Between Jan. 1, 2000 and Dec. 31, 2004	During Calendar Year					Total	Line No.
								2005	2006	2007	2008	2009		
								(g)	(h)	(i)	(j)	(k)		
11	*	Diesel	145	64	0	104	59	0	0	0	0	0	372	11
12	*	Electric												12
13	*	Other self-powered units												13
14	*	Total (lines 11 to 13)	145	64	0	104	59	0	0	0	0	0	372	14
15	*	Auxiliary units												15
16	*	Total Locomotive Units (lines 14 & 15)	145	64	0	104	59	0	0	0	0	0	372	16

710. INVENTORY OF EQUIPMENT - Continued
UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED FROM OTHERS

Line No.	Cross Check	Type or design of units	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	Units at Close of Year					Line No.
				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 & rebuilt units rewritten into property accounts	All other units including reclassification & second hand units purchased or leased from others							
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)	(k)	(l)			
17		PASSENGER-TRAIN CARS Non-Self-Propelled Coaches [PA, PB, PBO]								0			17	
18		Combined cars [All class C, except CSB]								0			18	
19		Parlor cars [PBC, PC, PL, PO]								0			19	
20		Sleeping cars [PS,PT,PAS,PDS]								0			20	
21		Dining, grill & tavern cars [All class D, PD]								0	N/A		21	
22		Non-passenger-carrying cars [All class B,CSB,M,PSA,IA]								0	N/A		22	
23		TOTAL (lines 17 to 22) Self-Propelled	0	0	0	0	0	0	0	0	0	0	23	
24		Electric passenger cars [EP, ET]								0			24	
25		Electric combined cars [EC]								0			25	
26		Internal combustion rail motorcars [ED, EG]								0			26	
27		Other self-propelled cars (Specify types)								0			27	
28		TOTAL (lines 24 to 27)	0	0	0	0	0	0	0	0	0	0	28	
29		TOTAL (lines 23 and 28)	0	0	0	0	0	0	0	0	0	0	29	
30		COMPANY SERVICE CARS Business cars [PV]								0	N/A		30	
31		Board outfit cars [MWX]	15	0	0	0	0	15	0	15	N/A	0	31	
32		Demck & snow removal cars [MWU,MWV,MWW,MWK]	35	0	0	0	0	35	0	35	N/A	0	32	
33		Dump and ballast cars [MWB, MWD]	75	0	0	0	0	1	74	74	N/A	0	33	
34		Other maintenance and service equipment cars	381	0	0	0	0	2	378	1	379	N/A	0	34
35		TOTAL (lines 30 to 34)	506	0	0	0	0	3	502	1	503	N/A	0	35

710. INVENTORY OF EQUIPMENT - Continued

Instructions for reporting freight-train car data.

1. Give particulars of each of the various classes of equipment which respondent owned or leased during the year.
2. In column (d) give the number of units purchased or built in company shops. In column (e) give the number of new units leased from others. The term "new" means a unit placed in service for the first time on any railroad.
3. Units leased to others for a period of one year or more are reportable in column (n). Units temporarily out of respondent's service and rented to others for less than one year are to be included in column (i). Units rented from others for a period less than one year should not be included in column (j).

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

Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year Units installed				Line No.
			Time-mileage cars (b)	All others (c)	New units purchased or built (d)	New or rebuilt units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, incl. reclassification and second hand units purchased or leased from others (g)	
FREIGHT TRAIN CARS									
36		Plain box cars - 40' (B100 - B287)	2	0	0	0	0	0	36
37		Plain box cars - 50' and longer (B300 - B887)	232	0	0	0	0	0	37
38		Equipped box cars (All code A) Except A 5	560	0	0	0	0	1	38
39		Plain gondola cars (All codes G & J-1, J-2, J-3 & J-4)	0	0	0	0	0	0	39
40		Equipped gondola cars (All code E)	907	60	0	0	0	174	40
41		Covered hopper cars (All code C 1 C 2)	9,804	515	0	0	0	1,079	41
42		Open top hopper cars-general service (All code H)	791	323	0	0	0	438	42
43		Open top hopper cars-special service (All codes K, J-0)	184	0	0	0	0	189	43
44		Refrigerator cars-mechanical R_5_, R_6_, R_7_, R_8_, R_9_	33	0	0	0	0	0	44
45		Refrigerator cars-non- mechanical R_0_, R_1_, R_2_	35	0	0	0	0	0	45
46		Flat cars - TOFC/COFC (All code P & Q & S) except Q8-	150	0	0	0	0	1	46
47		Flat cars - multi-level (All code V)	122	0	0	375	0	0	47
48		Flat cars-general service F10_, F20_, F30_	5	0	0	0	0	0	48
49		Flat cars-other F_1_, F_2_, F_3_, F_4_, F_5_, F_6_, F_7_, F_8_, F40	1,324	0	0	210	0	0	49
50		Tank cars-under 22,000 ga. (T-0, T-1, T-2, T-3, T-4, T-5)	0	0	0	0	0	0	50
51		Tank cars-22,000 ga. & over (T-6, T-7, T-8, T-9)	0	0	0	0	0	0	51
52		All other freight cars A_5_ (All code L & Q8_)	2	0	0	0	0	0	52
53		TOTAL (lines 36 to 52)	14,151	898	0	585	0	1,882	53
54		Caboose (All code M-930)	N/A	35	0	0	0	0	54
55		TOTAL (lines 53 & 54)	14,151	933	0	585	0	1,882	55

710. INVENTORY OF EQUIPMENT - Continued

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

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

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

Line No.	Cross Check	Changes during year (concluded)	Units at close of year						Line No.
		Units retired from service of respondent whether owned or leased, including reclassification (b)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in columns (k) & (l) (see ins. 4) (m)	Leased to others (n)	
					Time-mileage cars (k)	All other (l)			
36		0	2	0	2	0	106	0	36
37		7	225	0	225	0	16,875	0	37
38		196	342	23	365	0	28,105	0	38
39		0	0	0	0	0	0	0	39
40		15	653	473	966	160	115,978	270	40
41		1,487	5,582	4,329	9,482	429	1,080,299	0	41
42		497	418	637	932	123	106,555	0	42
43		184	0	189	70	119	19,089	0	43
44		33	0	0	0	0	0	0	44
45		1	34	0	34	0	3,264	0	45
46		119	13	19	32	0	2,080	0	46
47		1	121	375	496	0	21,918	0	47
48		0	5	0	5	0	385	0	48
49		3	144	1,387	1,531	0	173,003	0	49
50		0	0	0	0	0	0	0	50
51		0	0	0	0	0	0	0	51
52		0	2	0	2	0	138	0	52
53		2,543	7,541	7,432	14,142	831	1,567,795	270	53
54		5	30	0	N/A	30	N/A	0	54
55		2,548	7,571	7,432	14,142	861	1,567,795	270	55

710. INVENTORY OF EQUIPMENT - Continued

UNITS OWNED, INCLUDED IN INVESTMENT ACCOUNT, AND LEASED TO OTHERS									
Line No.	Cross Check	Class of equipment and car designations (a)	Units in service of respondent at beginning of year		Changes during the year				Line No.
			Per diem (b)	All others (c)	Units installed				
					New units purchased or built (d)	New or rebuilt units leased from others (e)	Rebuilt units acquired and rebuilt units rewritten into property accounts (f)	All other units, incl. reclassification and second hand units purchased or leased from others (g)	
56		FLOATING EQUIPMENT Self-propelled vessels [Tugboats, car ferries, etc.]	N/A						56
57		Non-self-propelled vessels [Car floats, lighters, etc.]	N/A						57
58		TOTAL (lines 56 & 57)	N/A	0	0	0	0	0	58
59		HIGHWAY REVENUE EQUIPMENT Bogie-chassis Z1, Z67, Z68, Z69	120	0	0	0	0	101	59
60		Dry van U2, Z2, Z6, 1-6	0	600	0	0	0	0	60
61		Flat bed U3, Z3							61
62		Open top U4, Z4							62
63		Mechanical refrigerator U5, Z5							63
64		Bulk U0, & Z0							64
65		Insulated U7, Z7							65
66		Tank u1 Z0, U6							66
67		Other trailer and container (Special Equipped Dry Van U9, Z8, & Z9)	0	3				0	67
68		Tractor							68
69		Truck							69
70		TOTAL (lines 59 to 60)	120	603	0	0	0	101	70

NOTES AND REMARKS

1 Must have fitting code "CN" to qualify for tank otherwise it is a bulk hopper.

710. INVENTORY OF EQUIPMENT - Concluded

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

Line No.	Cross Check	Changes during year (concluded)	Units at close of year						Line No.	
		Units retired from service of respondent whether owned or leased, including reclassification (h)	Owned and used (i)	Leased from others (j)	Total in service of respondent (col (i) & (j))		Aggregate capacity of units reported in columns (k) & (l) (see ins. 4) (m)	Leased to others (n)		
					Per diem (k)	All other (l)				
56						N/A			56	
57						N/A			57	
58		0	0	0		N/A	0	0	0	58
59		1	220	0		220		8,250	0	59
60		9	0	591		0	591	19,858		60
61										61
62										62
63										63
64										64
65										65
66										66
67		0	3	0		0	3	113	0	67
68										68
69										69
70		10	223	591		220	594	28,221	0	70

NOTES AND REMARKS

710S. UNIT COST OF EQUIPMENT INSTALLED DURING THE YEAR
(Dollars in thousands)

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

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

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

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

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

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

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)	Line No.
1						1
2						2
3						3
4						4
5						5
6						6
7						7
8						8
9						9
10						10
11						11
12						12
13						13
14						14
15						15
16						16
17						17
18						18
19						19
20						20
21						21
22						22
23						23
24						24
25	TOTAL	0	N/A	\$0	N/A	25
REBUILT UNITS						
26	Locomotive Diesel - Road GP38-2	2	267	\$1,400	P	26
27						27
28						28
29						29
30						30
31						31
32						32
33						33
34						34
35						35
36						36
37						37
38	TOTAL	2	N/A	\$1,400	N/A	38
39	TOTAL	2	N/A	\$1,400	N/A	39

GENERAL INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULES 720, 721, 723 AND 726

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

- A - Freight density of 20 million or more gross ton-miles per track mile per year (include passing tracks, turnouts and crossovers).
- B - Freight density of less than 20 million gross ton-miles per track mile per year, but at least 5 million (include passing tracks, turnouts and crossovers).
- C - Freight density of less than 5 million gross ton-miles per track mile per year, but at least 1 million (include passing tracks, turnouts and crossovers).
- D - Freight density of less than 1 million gross ton-miles per track mile per year (include passing tracks, turnouts and crossovers).
- E - Way and yard switching tracks (passing tracks, crossovers and turnouts shall be in category A, B, C, D, F and potential abandonments, as appropriate).
- F - Track over which any passenger service is provided (other than potential abandonments). Mileage should be included within track categories A through E unless there is dedicated entirely to passenger service F.

Potential abandonments - Route segments identified by railroads as potentially subject to abandonment as required by Section 10903 of the Interstate Commerce Act of 1995.

- 2. This schedule should include all class 1, 2, 3 or 4 track from schedule 700 that is maintained by the respondent (class 5 is assumed to be maintained by others).
- 3. If, for two consecutive years, a line segment classified in one track category maintains a traffic density which would place it in another, it shall be reclassified into that category as of the beginning of the second year.
- 4. Traffic density related to passenger service shall not be included in the determination of the track category of a line segment.

720. TRACK AND TRAFFIC CONDITIONS

1. Disclose the requested information pertaining to track and traffic conditions.

Line No.	Track category (a)	Mileage of tracks at end of period (whole numbers) (b)	Average annual traffic density in millions of gross ton-miles per track mile * (use two decimal places) (c)	Average running speed limit (use two decimal places) (d)	Track miles under slow orders at end of period (e)	Line No.
1	A	1,199	35.27	46.51	3.30	1
2	B	380	7.89	35.52	0.00	2
3	C	156	2.95	22.45	0.00	3
4	D	242	0.54	27.12	0.00	4
5	E	667	XXXXXXXX	XXXXXXXX	0.00	5
6	TOTAL (1)	2,644	23.02	39.70	3.30	6
7	F	386	XXXXXXXX	XXXXXXXX	0.00	7
8	Potential abandonments	66	N/A	N/A	0.00	8

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

(1) Total excludes 67 miles of Class 1 and J-1 track that is maintained by others.

721. TIES LAID IN REPLACEMENT

1. Furnish the requested information concerning ties laid in replacement.
2. In column (j), report the total board feet of switch and bridge ties laid in replacement.
3. The term "spot maintenance" in column (k) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total ties or board feet laid in replacement considered to be spot maintenance.
4. In line 9, the average cost per tie should include 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.

Line No.	Track category (a)	Number of crossties laid in replacement							Total (i)	Switch and bridge ties (board feet) (j)	Crossties switch and bridge ties Percent of spot maintenance (k)	Line No.
		New ties				Second-hand ties						
		Wooden		Concrete (d)	Other (e)	Wooden		Other (h)				
		Treated (b)	Untreated (c)			Treated (f)	Untreated (g)					
1	A	132,016	0	0	0	0	0	0	132,016	304,623	1.8	1
2	B	4,122	0	0	0	0	0	0	4,122	17,167	7.4	2
3	C	72	0	0	0	0	0	0	72	13,220	25.5	3
4	D	7,352	0	0	0	0	0	0	7,352	535,558	13.8	4
5	E	13,736	0	0	0	0	0	0	13,736	160,632	20.2	5
6	TOTAL	157,298	0	0	0	0	0	0	157,298	1,031,200	4.9	6
7	F	41,225	0	0	0	0	0	0	41,225	135,989	1.4	7
8	Potential abandonments	0	0	0	0	0	0	0	0	0	0.0	8
9	Average cost per crosstie	\$ 33.25		and switchtie (MBM)		\$ 868.36						

722. TIES LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in thousands)

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

In column (a) classify the ties as follows:

U - Wooden ties untreated when applied.

T - Wooden ties treated before application.

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

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

In columns (d) and (g) show 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 yard. In the case of treated ties, also show 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 and treatment, should not be included in this schedule.

Line No.	Class of ties (a)	CROSSTIES			SWITCH AND BRIDGE TIES			Remarks (h)	Line No.
		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 & bridge ties laid in new tracks during year (g)		
1	T	4,873	\$32.30	\$157,420	37,376	\$903.47	\$33,785		1
2	S	0		0	0		0		2
3									3
4									4
5									5
6									6
7									7
8									8
9									9
10									10
11									11
12									12
13									13
14									14
15									15
16									16
17									17
18									18
19									19
20	TOTAL	4,873	\$32.30	\$157,420	37,376	\$903.47	\$33,785		20
21	Number of miles of new running tracks, passing tracks, crossovers, etc., in which ties were laid								21
22	Number of miles of new yard, station, team, industry, and other switching tracks in which ties were laid								22

723. RAILS LAID IN REPLACEMENT

1. Furnish the requested information concerning rails laid in replacement.
2. The term "spot maintenance" in column (h) means repairs to track components during routine inspections, as opposed to programmed replacements aimed at upgrading the general condition of the tracks. "Percent of spot maintenance" refers to the percentage of total rails laid in replacement considered to be spot maintenance.
3. In line 9, the average cost of new and relay rail should include the cost of loading at the point of purchase ready for shipment, the freight charges paid on 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 rails should not be included in this schedule.

Line No.	Track category (a)	Miles of rail laid in replacement (rail-miles)				Total		Percent of spot maintenance (h)	Line No.
		New rail		Relay rail		Welded rail (f)	Bolted rail (g)		
		Welded rail (b)	Bolted rail (c)	Welded rail (d)	Bolted rail (e)				
1	A	105.75	2.02	6.33	4.95	112.08	6.97	3.36%	1
2	B	0.79	0.65	0.00	111.64	0.79	112.29	0.95%	2
3	C	0.00	0.00	0.00	0.35	0.00	0.35	100.00%	3
4	D	0.07	0.58	14.99	23.91	15.06	24.49	1.76%	4
5	E	0.07	0.50	3.77	8.28	3.84	8.78	35.70%	5
6	TOTAL	106.68	3.75	25.09	149.13	131.77	152.88	3.73%	6
7	F	12.96	1.09	5.06	1.17	18.02	2.26	6.89%	7
8	Potential abandonments	0.00	0.00	0.00	0.00	0.00	0.00	0.00%	8

9 Average cost of new and relay rail laid in replacement per gross ton New \$ 700.21 Relay \$ 123.06

724. RAILS LAID IN ADDITIONAL TRACKS AND IN NEW LINES AND EXTENSIONS
(Dollars in thousands)

1. Give particulars of all rails applied during the year in connection with the construction of new track. In column (a) classify the kind of rail applied as follows:

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

2. 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 should be counted as one.

3. 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 as well as train service in connection with distribution of the rail should not be included in this schedule.

Line No.	Class of rail	RAIL APPLIED IN RUNNING TRACKS, PASSING TRACKS, CROSS-OVERS, ETC.				RAIL APPLIED IN YARD, STATION, TEAM, INDUSTRY, AND OTHER SWITCHING TRACKS				Line No.		
		Weight of rail		Total cost of rail applied in running tracks, passing tracks, cross-overs, etc. during year	Average cost per ton (2,000 lb)	Weight of rail		Total cost of rail applied in yard, station, team, industry, and other switching tracks during year	Average cost per ton (2,000 lb)			
		Pounds per yard of rail	Number of tons (2,000 lb)			Pounds per yard of rail	Number of tons (2,000 lb)					
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)				
1		115	369	\$179,933	\$487.62					1		
2		136	4	\$2,744	\$685.99					2		
3										3		
4										4		
5										5		
6										6		
7										7		
8										8		
9										9		
10										10		
11										11		
12										12		
13										13		
14										14		
15										15		
16										16		
17										17		
18										18		
19										19		
20										20		
21										21		
22										22		
23										23		
24										24		
25										25		
26										26		
27										27		
28										28		
29										29		
30										30		
31										31		
32										32		
33	Total	N/A	373	\$182,677	\$489.75	N/A	0	\$0		33		
34	Number of miles of new running tracks, passing tracks, cross-overs, etc., in which rails were laid.									0.74	34	
35	Number of miles of new yard, station, team, industry, and other switching tracks in which rails were laid.									0.00	35	
36	Track-miles of welded rail installed on system this year									65.30	total to date	36

725. WEIGHT OF RAIL

Give the particulars called for below concerning the road and track operated by the respondent at the close of the year. Only the respondent's proportion of jointly owned mileage should be included. Under "Weight of rail" the various weights of rails should be given. Road and track occupied under trackage right or other form of license should not be included herein, but all road and track held under any form of lease (granting exclusive possession to the lessee) should be included.

Line No.	Weight of rails per yard (pounds) (a)	Line-haul companies (miles of main track) (b)	Switching and terminal companies (miles of all tracks) (c)	Remarks (d)	Line No.
1	136	260.68	0.00	NONE	1
2	132	319.63	0.00	NONE	2
3	131	120.06	0.00	NONE	3
4	130	3.29	0.00	NONE	4
5	115	703.19	0.00	NONE	5
6	112	65.96	0.00	NONE	6
7	100	57.37	0.00	NONE	7
8	90	103.98	0.00	NONE	8
9	85	114.88	0.00	NONE	9
10	80	41.28	0.00	NONE	10
11	75	0.00	0.00	NONE	11
12	72	4.23	0.00	NONE	12
13	70	0.11	0.00	NONE	13
14	65	0.00	0.00	NONE	14
15	60	1.18	0.00	NONE	15
16					16
17					17
18					18
19					19
20					20
21					21
22					22
23					23
24					24
25					25
26					26
27					27
28					28
29					29
30					30
31					31
32					32
33					33
34					34
35					35
36					36
37					37
38					38
39					39
40					40
41					41
42					42
43					43
44					44
45					45
46					46
47					47
48	TOTAL	1,795.84	N/A	N/A	48

726. SUMMARY OF TRACK REPLACEMENTS

1. Furnish the requested information concerning the summary of track replacements.
2. In columns (d), (e), (g) and (j) give the percentage of replacements to units of property in each track category at year end.

Line No.	Track category (a)	Ties				Rail		Ballast	Track surfacing		Line No.
		Number of ties replaced		Percent replaced		Miles of rail replaced (rail-miles) (f)	Percent replaced (g)	Cubic yards of ballast placed (h)	Miles surfaced (i)	Percent surfaced (j)	
		Crossties (b)	Switch and Bridge ties (board feet) (c)	Crossties (d)	Switch and Bridge ties (board feet) (e)						
1	A	132,016	304,623	3.7	*	119.05	5.0	186,028	422.2	37	1
2	B	4,122	17,167	0.4	*	113.08	14.9	49,225	120.5	32	2
3	C	72	13,220	0.0	*	0.35	0.0	2,152	4.2	3	3
4	D	7,352	535,558	1.0	*	39.55	8.2	2,480	6.2	3	4
5	E	13,736	160,632	0.7	*	12.62	0.9	38,443	25.6	4	5
6	TOTAL	157,298	1,031,200	2.0	*	284.65	5.4	278,328	578.7	23	6
7	F	41,225	135,989	3.6	*	20.28	2.6	37,918	94.4	24	7
8	Potential abandonments	0	0	0.0	*	0.00	0.0	66	0.0	0	8

* This information is not available.

750. CONSUMPTION OF DIESEL FUEL
(Dollars in thousands)

LOCOMOTIVES			
Line No.	Kind of locomotive service (a)	Diesel	Line No.
		Diesel oil (gallons) (b)	
1	Freight	45,340,000	1
2	Passenger	0	2
3	Yard switching	3,967,000	3
4	TOTAL	49,307,000	4
5	COST OF FUEL \$(000) *	92,664	5
6	Work Train	333,000	6

* Show cost of fuel charged to train and yard service (function 67-Loco. Fuels). The cost stated for diesel fuel should be the total charges in the accounts specified, including freight charges and handling expenses. Fuel 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 should be included in passenger service.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755

Unit Train, Way Train, and Through Train data under Items 2, 3, 4, 6, and 12 shall be obtained from conductor's wheel reports (freight) or similar records. Unit train service is a specialized scheduled shuttle type service in equipment (railroad or privately owned) dedicated to such service, moving between origin and destination. The applicable tariffs and/or contracts generally require that a specific minimum tonnage or quantity of carloads be tendered as a unit for shipment on one bill of lading or other shipping document in a solid train for movement between origin and destination. Such tariffs and/or contracts generally contain restricted detention provisions and are subject to time-volume requirements which reflect the approximate capacity of the unit trains for the stated period. Way trains are defined as trains operated primarily to gather and distribute cars in road service and move them between way stations or way points. Through trains are those trains operated between two or more major concentration or distribution points. Do not include unit train statistics in way and through train statistics. A Work train is a train operated solely or preponderantly for the purpose of transporting company freight, work equipment or company employees. Statistics for work trains should be reported under Item 11 only. Statistics related to company equipment, company employees and company freight moving in transportation trains are not to be reported in Item 11, but are to be reported in Items 4-17, 6-04, 7-02, and 8-04 and 8-05 as instructed in notes, I, K, and L.

- (A) Report miles of road operated at close of year, excluding industrial tracks, yard tracks, and sidings.
- (B) A train-mile is the movement of a train a distance of one mile. In computing train-miles, fractions representing less than one-half mile shall be disregarded and other fractions considered as one mile. Train Miles-Running shall be based on the actual distance run between terminals and/or stations and shall be computed from the official time tables or distance tables. Train-miles shall not be increased to cover the running of locomotives from shops to terminals, doubling hills, switching, or other work at way stations, or for the service of helper or pusher locomotives or of extra locomotives on double-head or triple-head trains. When the carrier's trains are detoured over foreign roads, the miles shall be computed on the basis of the miles actually run and in accordance with the service performed. Train-miles shall be kept separately for trains hauled by locomotives and trains moved by motorcars.
- (C) A motorcar is a self-propelled unit of equipment designed to carry freight or passenger traffic, and is not considered a locomotive.
- (D) A locomotive is a self-propelled unit of equipment designed solely for moving other equipment. A locomotive unit-mile is a movement of a locomotive unit a distance of one mile under its own power. Include miles made by all locomotive units. Exclude miles made by motorcars. Miles of locomotives in helper service shall be computed on the basis of actual distance run in such service.
- (E) All locomotives unit-miles in road service shall be based on the actual distance run between terminals and/or stations. Follow instructions (B) regarding fractions and official time tables for computing locomotive-miles.
- (F) Train switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in such service. Include miles allowed train locomotives for performing switching service at terminals and way stations.
- (G) Yard switching locomotive-miles shall be computed at the rate of six miles per hour for the time actually engaged in yard switching service. Include miles allowed for yard locomotives for switching service in yards where regular switching service is maintained and in terminal switching and transfer service.
- (H) A car-mile is a movement of a unit of car equipment a distance of one mile. Use car designations shown in Schedule 710. Under Railroad Owned and Leased Cars, Items 4-01 and 4-11, report both foreign cars and respondent's own cars while on the line of the respondent railroad. In Items 4-13 and 4-15, report private-line cars and shipper owned cars. Loaded and empty miles should be reported whether or not the railroad reimbursed the owner on a loaded and/or empty mile basis. Report miles made by flatcars carrying empty highway trailers that are not moving under revenue billings as empty freight car-miles. Do not report miles made by motorcars or business cars.
- (I) Exclude from Item 4-01, 4-11, 4-13, and 4-5 car-miles of work equipment, cars carrying company freight, and non-revenue private line cars moving in transportation trains. Include such car-miles in Items 4-17, 4-18, and 4-19. If private line cars move in revenue service, the loaded and empty miles should not be considered no-payment or non-revenue car-miles.
- (J) Report miles actually run by passenger-train cars in transportation service. Passenger-train car-miles include miles run by coaches and cars in which passengers are carried at regular tariff fares without extra charge for space occupied; miles run by combination passenger and baggage, passenger and mail, passenger and express; miles run by sleeping, parlor and other cars for which an extra fare is charged; miles run by dining, cafe, and other cars devoted exclusively to the serving of meals and other refreshments and by club, lounge, and observation cars; and miles run by other passenger-train cars where services are combined such as baggage, express and mail.
- (K) From conductor's or dispatcher's train reports or other appropriate source's, compute weight in tons (2,000 lbs). Item 6-01 includes weight of all locomotive units moved one mile in transportation trains. Ton-miles of motorcars should be excluded. Items 6-02 and 6-03 represent tons behind locomotive units (cars and contents, cabooses) moved one mile in transportation trains (excluding non-revenue gross ton-miles). Non-revenue gross ton-miles in transportation trains include work equipment and cars carrying company freight (and their contents). Use 150 lbs. as the average weight per passenger, and four tons as the average weight of contents of each head-end car.

INSTRUCTIONS CONCERNING RETURNS TO BE MADE IN SCHEDULE 755 - Concluded

- (L) From conductor's train reports or other appropriate sources, compute ton-miles of freight. Ton-miles represent the number of tons of revenue and non-revenue freight moved one mile in transportation train. Include net ton-miles in motorcar trains. Exclude l.c.l. shipment of freight handled in mixed baggage express cars. Total ton-miles of revenue freight should correspond to the ton-miles reported on Form CBS.
- (M) Road service represents elapsed time of transportation trains (both ordinary and light) between the time of leaving the initial terminals and the time at final terminals, including trains switching at way stations and delays on road as shown by conductors' or dispatchers' train reports. Include time of motorcar service performed by train locomotives at terminals and way stations. Report in Item 9-02 train switching hours included in Item 9-01. Train switching is the time spent by the train while performing switching service at terminals and way stations where no regular yard service is maintained. A train hour is independent of the number of locomotives in the train.
- (N) Yard switching hours are hours expended in switching service performed by yard crews in yards where regular switching service is maintained, including switching and transfer service in connection with the transportation of revenue and incidentally of company freight. Hours in yard switching are independent of the number of locomotives used.
- (O) Work-train miles include the miles run by trains engaged in company service such as official inspection, inspection trains for railway commissioners for which no revenue is received, trains running special with fire apparatus to save carrier's property from destruction, trains run for transporting the carrier's employees to and from work when no transportation charge is made, wrecking trains, trains run solely for the purpose of transporting company material, trains run for distributing material and supplies for use in connection with operations, and all other trains used in work-train services. Exclude miles run by locomotives which engaged incidentally in switching company materials in company shops or material yards in connection with regular yard switching service or in switching equipment for repairs between yards and shops.
- (P) The number of loaded freight cars shall be obtained from the conductors' wheel report and shall be the sum of all loaded cars handled by each train. For example, if a car moves loaded (1) in a way train from the origination points, (2) in two through trains, and (3) in a way train to the destination point, the total count of loaded cars would be four: two counts for the movements in the way trains and two counts for the movements in through trains. Therefore, each car originated or received from a connecting carrier receives an initial count, plus one count for each subsequent physical transfer between trains on respondent's lines. No additional count is given because of crew change or changes in track identification number unless there is a physical transfer of the car between trains. Each car moving under revenue billing shall be considered as a loaded car.
- (Q) Report vehicle (TOFC trailers/containers, automobiles and trucks) loaded and unloaded to and from TOFC and multiple level freight cars when the work is performed at the railroad's expense.
- (R) Report the number of loaded revenue trailers/containers picked up, plus revenue trailers/containers delivered in TOFC/COFC and in highway interchange service, when the work is performed at the railroad's expense. (Performed at railroad's expense means that railroad employees perform the service or that the railroad hires a subsidiary or outside contractor to perform the service.) Do not include those trailers/containers which are picked up or delivered by a shipper or motor carrier, etc., when a tariff provision requires the shipper or motor carrier, etc., and not the railroad, perform that service. Note: The count should reflect the trailer/containers for which expenses are reported in Schedule 417 line 2 column (b).
- (S) Report under Marine Terminals, Item 16, the tons loaded onto and unloaded from marine vessels at the expense of the reporting railroad.
- (T) Report the total number of foreign railroad cars on line at the end of the year (except surplus cars, see below). Foreign railroad cars refers to freight cars owned by other railroads, whose interline rental is settled on time (by hour) and actual line-haul mileage charges under the Code of Car Hire Rules.
- Carriers will be governed by local conditions in determining whether a car at an interchange point should be considered "on-line". Unserviceable cars include cars on repair tracks undergoing or awaiting repairs. They include cars on repair tracks repaired and awaiting switching, cars on repair tracks undergoing or awaiting repairs switching, cars awaiting movement to repair tracks held in train yard (excluding cars which are to be repaired in train yard without loss of time), car moving empty in trains en route to shop, and cars stored awaiting disposition.
- Surplus cars are cars which are in serviceable condition available for loading on the last day of the year, but have not been placed for loading within 48 hours. This count can be an annual average based on weekly count of cars that have not been placed for loading within 48 hours.
- (U) Flat-TOFC/COFC Car-miles reported in lines 25 (4-020), 41 (4-120), 57 (4-140), and 75 (4-160) will be computed using cars rather than constructed container platforms. For example, an articulated car consisting of five platforms moved one mile will be counted as one car-mile, not five car-miles.
- (V) The intermodal Load Factor reported on Line 134 will be calculated for the average number of intermodal (TOFC/COFC) units loaded on the average intermodal car. Units are to be calculated in the same manner as Line 123 (13 TOFC/COFC - No. of Revenue Trailers & Containers Loaded and Unloaded (Q)). Intermodal cars will be calculated in accordance with instruction U for reporting Flat-TOFC/COFC Car-miles. Both intermodal (TOFC/COFC) units and intermodal cars are to be calculated using actual units and not constructed intermodal (TOFC/COFC) units or cars.

755. RAILROAD OPERATING STATISTICS

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
1		1. Miles of Road Operated (A)	3,511	XXXXXX	1
		2. Train Miles - Running (B)	XXXXXX	XXXXXX	
2		2-01 Unit Trains	1,652,468	XXXXXX	2
3		2-02 Way Trains	824,257	XXXXXX	3
4		2-03 Through Trains	5,980,327	XXXXXX	4
5		2-04 TOTAL TRAIN MILES (lines 2-4)	8,457,052	XXXXXX	5
6		2-05 Motorcars (C)	0	XXXXXX	6
7		2-06 TOTAL ALL TRAINS (lines 5, 6)	8,457,052	XXXXXX	7
		3. Locomotive Unit Miles (D)	XXXXXX	XXXXXX	
		Road Service (E)	XXXXXX	XXXXXX	
8		3-01 Unit Trains	3,494,846	XXXXXX	8
9		3-02 Way Trains	1,230,712	XXXXXX	9
10		3-03 Through Trains	11,609,715	XXXXXX	10
11		3-04 TOTAL (lines 8-10)	16,335,273	XXXXXX	11
12		3-11 Train Switching (F)	1,600,156	XXXXXX	12
13		3-21 Yard Switching (G)	2,171,424	XXXXXX	13
14		3-31 TOTAL ALL SERVICES (lines 11, 12, 13)	20,106,853	XXXXXX	14
		4. Freight Car-Miles (thousands) (H)	XXXXXX	XXXXXX	
		4-01 RR Owned and Leased Cars - Loaded	XXXXXX	XXXXXX	
15		4-010 Box-Plain 40-Foot	0	XXXXXX	15
16		4-011 Box-Plain 50-Foot and Longer	660	XXXXXX	16
17		4-012 Box-Equipped	16,668	XXXXXX	17
18		4-013 Gondola-Plain	918	XXXXXX	18
19		4-014 Gondola-Equipped	8,435	XXXXXX	19
20		4-015 Hopper-Covered	57,731	XXXXXX	20
21		4-016 Hopper-Open Top-General Service	5,335	XXXXXX	21
22		4-017 Hopper-Open Top-Special Service	1,069	XXXXXX	22
23		4-018 Refrigerator-Mechanical	309	XXXXXX	23
24		4-019 Refrigerator-Non-Mechanical	728	XXXXXX	24
25		4-020 Flat-TOFC/COFC	20,539	XXXXXX	25
26		4-021 Flat-Multi-Level	3,108	XXXXXX	26
27		4-022 Flat-General Service	80	XXXXXX	27
28		4-023 Flat-All Other	10,841	XXXXXX	28
29		4-024 All Other Car Types-Total	382	XXXXXX	29
30		4-025 TOTAL (lines 15-29)	126,803	XXXXXX	30

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-11 RR Owned and Leased Cars-Empty	XXXXXXX	XXXXXXX	
31		4-110 Box-Plain 40-Foot	0	XXXXXXX	31
32		4-111 Box-Plain 50-Foot and Longer	769	XXXXXXX	32
33		4-112 Box-Equipped	14,069	XXXXXXX	33
34		4-113 Gondola-Plain	1,138	XXXXXXX	34
35		4-114 Gondola Equipped	8,230	XXXXXXX	35
36		4-115 Hopper-Covered	52,679	XXXXXXX	36
37		4-116 Hopper-Open Top-General Service	5,863	XXXXXXX	37
38		4-117 Hopper-Open Top-Special Service	1,173	XXXXXXX	38
39		4-118 Refrigerator-Mechanical	66	XXXXXXX	39
40		4-119 Refrigerator-Non-Mechanical	622	XXXXXXX	40
41		4-120 Flat-TOFC/COFC	2,148	XXXXXXX	41
42		4-121 Flat-Multi-level	1,496	XXXXXXX	42
43		4-122 Flat-General Service	106	XXXXXXX	43
44		4-123 Flat-All Other	10,726	XXXXXXX	44
45		4-124 All Other Car Types	354	XXXXXXX	45
46		4-125 TOTAL (lines 31-45)	99,439	XXXXXXX	46
		4-13 Private Line Cars - Loaded (H)	XXXXXXX	XXXXXXX	
47		4-130 Box-Plain 40-Foot	0	XXXXXXX	47
48		4-131 Box-Plain 50-Foot and Longer	949	XXXXXXX	48
49		4-132 Box-Equipped	1,736	XXXXXXX	49
50		4-133 Gondola-Plain	1,000	XXXXXXX	50
51		4-134 Gondola-Equipped	41	XXXXXXX	51
52		4-135 Hopper-Covered	8,230	XXXXXXX	52
53		4-136 Hopper-Open Top-General Service	18	XXXXXXX	53
54		4-137 Hopper-Open Top-Special Service	28	XXXXXXX	54
55		4-138 Refrigerator-Mechanical	38	XXXXXXX	55
56		4-139 Refrigerator-Non-Mechanical	23	XXXXXXX	56
57		4-140 Flat-TOFC/COFC	42,864	XXXXXXX	57
58		4-141 Flat-Multi-level	28,325	XXXXXXX	58
59		4-142 Flat-General Service	25	XXXXXXX	59
60		4-143 Flat-All Other	10,115	XXXXXXX	60
61		4-144 Tank Under 22,000 Gallons	121	XXXXXXX	61
62		4-145 Tank-22,000 Gallons and Over	451	XXXXXXX	62
63		4-146 All Other Car Types	55	XXXXXXX	63
64		4-147 TOTAL (lines 47-63)	94,019	XXXXXXX	64

755. RAILROAD OPERATING STATISTICS - Continued

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		4-15 Private Line Cars - Empty (H)	XXXXXXX	XXXXXXX	
65		4-150 Box-Plain 40-Foot	0	XXXXXXX	65
66		4-151 Box-Plain 50-Foot and Longer	430	XXXXXXX	66
67		4-152 Box-Equipped	1,676	XXXXXXX	67
68		4-153 Gondola-Plain	1,368	XXXXXXX	68
69		4-154 Gondola-Equipped	63	XXXXXXX	69
70		4-155 Hopper-Covered	1,416	XXXXXXX	70
71		4-156 Hopper-Open Top-General Service	214	XXXXXXX	71
72		4-157 Hopper-Open Top-Special Service	45	XXXXXXX	72
73		4-158 Refrigerator-Mechanical	60	XXXXXXX	73
74		4-159 Refrigerator-Non-Mechanical	37	XXXXXXX	74
75		4-160 Flat-TOFC/COFC	4,361	XXXXXXX	75
76		4-161 Flat-Multi-level	10,556	XXXXXXX	76
77		4-162 Flat-General Service	24	XXXXXXX	77
78		4-163 Flat-All Other	9,016	XXXXXXX	78
79		4-164 Tank Under 22,000 Gallons	624	XXXXXXX	79
80		4-165 Tank-22,000 Gallons and Over	586	XXXXXXX	80
81		4-166 All Other Car Types	14	XXXXXXX	81
82		4-167 TOTAL (lines 65-81)	30,490	XXXXXXX	82
83		4-17 Work Equipment and Company Freight Car-Miles	6,125	XXXXXXX	83
84		4-18 No Payment Car-Miles (I) 1	212,910	XXXXXXX	84
		4-19 Total Car-Miles by Train Type (Note)	XXXXXXX	XXXXXXX	
85		4-191 Unit-Trains	151,927	XXXXXXX	85
86		4-192 Way-Trains	17,846	XXXXXXX	86
87		4-193 Through Trains	400,013	XXXXXXX	87
88		4-194 TOTAL (lines 85-87)	569,786	XXXXXXX	88
89		4-20 Caboose Miles	47	XXXXXXX	89

1 Total number of loaded miles 0 and empty miles 0 by roadtrailer reported above.

NOTE: Line 88 total car miles is equal to the sum of Lines 30, 46, 64, 82, 83 and 84. Accordingly, the car miles reported on Lines 83 and 84 are to be allocated to Lines 85, 86 and 87 and included in the total shown on Line 88.

755. RAILROAD OPERATING STATISTICS - Concluded

Line No.	Cross Check	Item description (a)	Freight train (b)	Passenger train (c)	Line No.
		6. Gross Ton-Miles (thousands) (K)	XXXXXX	XXXXXX	
98		6-01 Road Locomotives	3,215,001	XXXXXX	98
		6-02 Freight Trains, Crs., Cnts., and Caboose	XXXXXX	XXXXXX	
99		6-020 Unit Trains	13,716,910	XXXXXX	99
100		6-021 Way Trains	1,420,259	XXXXXX	100
101		6-022 Through Trains	29,360,568	XXXXXX	101
102		6-03 Passenger-Trains, Crs., Cnts., and Caboose	0	XXXXXX	102
103		6-04 Non-Revenue	0	XXXXXX	103
104		6-05 TOTAL (lines 98-103)	47,712,738	XXXXXX	104
		7. Tons of Freight (thousands)	XXXXXX	XXXXXX	
105		7-01 Revenue	53,366	XXXXXX	105
106		7-02 Non-Revenue	251	XXXXXX	106
107		7-03 TOTAL (lines 105,106)	53,617	XXXXXX	107
		8. Ton-Miles of Freight (thousands) (L)	XXXXXX	XXXXXX	
108		8-01 Revenue-Road Service	23,594,804	XXXXXX	108
109		8-02 Revenue-Lake Transfer Service	0	XXXXXX	109
110		8-03 TOTAL (lines 108,109)	23,594,804	XXXXXX	110
111		8-04 Non-Revenue-Road Service	199,935	XXXXXX	111
112		8-05 Non-Revenue-Lake Transfer Service	0	XXXXXX	112
113		8-06 TOTAL (lines 111,112)	199,935	XXXXXX	113
114		8-07 TOTAL-Revenue & Non-Revenue (lines 110,113)	23,794,739	XXXXXX	114
		9. Train Hours (M)	XXXXXX	XXXXXX	
115		9-01 Road Service	459,128	XXXXXX	115
116		9-02 Train Switching	137,076	XXXXXX	116
117		10. TOTAL YARD-SWITCHING HOURS (N)	328,619	XXXXXX	117
		11. Train-Miles Work Trains (O)	XXXXXX	XXXXXX	
118		11-01 Locomotives	31,618	XXXXXX	118
119		11-02 Motorcars	0	XXXXXX	119
		12. Number of Loaded Freight Cars (P)	XXXXXX	XXXXXX	
120		12-01 Unit Trains	221,841	XXXXXX	120
121		12-02 Way Trains	346,688	XXXXXX	121
122		12-03 Through Trains	640,641	XXXXXX	122
123		13. TOFC/COFC-No. of Rev. Trlrs & Cntnrs Lded & Unlded (Q)	480,121	XXXXXX	123
124		14. Multi-level Cars-No. of Motor Vehicles Lded & Unlded	269,507	XXXXXX	124
125		15. TOFC/COFC-No. of Rev. Trailers Picked Up & Delivered	0	XXXXXX	125
		16. Revenue Tons-Marine Terminal (S)	XXXXXX	XXXXXX	
126		16-01 Marine Terminals-Coal	0	XXXXXX	126
127		16-02 Marine Terminals-Ore	0	XXXXXX	127
128		16-03 Marine Terminals-Other	0	XXXXXX	128
129		16-04 TOTAL (lines 126-128)	0	XXXXXX	129
		17. Number of Foreign Per Diem Cars on Line (T)	XXXXXX	XXXXXX	
130		17-01 Serviceable	1,664	XXXXXX	130
131		17-02 Unserviceable	139	XXXXXX	131
132		17-03 Surplus	0	XXXXXX	132
133		17-04 TOTAL (lines 130-132)	1,803	XXXXXX	133
134		TOFC/COFC - Average No. of Units Loaded Per Car	2.07	XXXXXX	134

NOTES AND REMARKS

This page intentionally left blank.

VERIFICATION

The foregoing report shall be verified by the oath of the officer having control of the accounting of the respondent. This report shall also be verified by the oath of the president or other chief officer of the respondent, unless the respondent states that such officer has no control over the respondent's accounting and reporting.

OATH

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

State of Minnesota

County of Hennepin

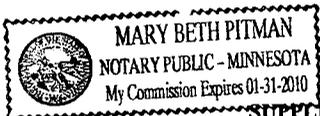
John C. Miller makes oath and says that he is Controller of Soo Line Railroad Company

that it is his duty to have supervision over the books of accounts of the respondent and to control the manner in which such books are kept; that he knows that such books have been kept in good faith during the period covered by this report; that he knows that the entries contained in this report relating to accounting matters have been prepared in accordance with the provisions of the Uniform System of Accounts for Railroads and other accounting and reporting directives of the Surface Transportation Board; that he believes that all other statements of fact contained in this report are true, and that this report is a correct and complete statement, accurately taken from the books and records, of the business and affairs of the above-named respondent during the period of time from and including January 1, 2005 to and including December 31, 2005.

Handwritten signature of John C. Miller

Subscribed and sworn to before me, a Notary Public in and for the State and County above named; this 30th day of March, 2006. My commission expires January 31, 2010.

Use an L.S. impression seal



Handwritten signature of Mary Beth Pitman

SUPPLEMENTAL OATH*

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

State of County of

(insert here name of the affiant) makes oath and says that he is (insert here the official title of the affiant) of (insert here the exact legal title or name of the respondent)

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

(signature of affiant)

Subscribed and sworn to before me, a in and for the State and County above named, this day of My commission expires

Use an L.S. impression seal

(signature of officer authorized to administer oaths)

* Under the Company's delegation of authority, the Controller has authorization to execute reports required by the Surface Transportation Board; therefore, the Supplemental Oath is not required.

NOTES AND REMARKS

This page intentionally left blank.

INDEX

	Page No.
Accumulated depreciation	
Road and equipment leased	
From others	38
Improvements to	38
To others	41
Owned and used	35
Accruals-Railway tax	63
Analysis of taxes	63
Application of funds-Source	21
Balance sheet	5-9
Capital stock	20
Car, locomotive, and floating equipment-Classification	78-83
Changes in financial position	21-22
Company service equipment	79
Compensating balances and short-term borrowing arrangements	67
Consumption of fuel by motive-power units	91
Contingent assets and liabilities	8
Crossties (see Ties)	
Debt holdings	69
Depreciation base and rates	
Road and equipment leased	
From others	34
Improvements to	32-33
To others	40
Owned and used	34
Electric locomotive equipment at close of year	68
Equipment-classified	78-83
Company service	79
Floating	82-83
Freight-train cars	80-81
Highway revenue equipment	82-83
Passenger-train cars	78-79
Inventory	78-83
Owned-not in service of respondent	78
Equipment-Leased, depreciation base and rate	
From others	34
Improvements to	37
Reserve	38
To others	40
Reserve	41
Equipment-Owned, depreciation base rates	34
Reserve	35
Expenses-railway operating	45-53
Extraordinary items	17
Federal income taxes	63
Financial position-Changes in	21-22
Floating equipment	82-83
Freight cars loaded	94
Freight-train cars	80-81
Freight car-miles	94
Fuel consumed diesel	91
Cost	91
Funded debt (see Debt holdings)	
Guaranties and suretyships	66
Identity of respondent	2
Items in selected income and retained earnings accounts	65
Investments in common stocks of affiliated companies	30
Investments and advances of affiliated companies	26-29
Railway property used in transportation service	42-43
Road and equipment	32-33
Changes during year	32-33
Leased property-improvements made during the year	32-33
Leases	61
Locomotive equipment	78
Electric and other	78
Consumption of fuel diesel	91
Locomotive unit miles	94

INDEX

	Page No.
Mileage-Average of road operated	85
Of main tracks	
Of new tracks in which rails were laid	88
Of new tracks in which ties were laid	87
Miscellaneous items in retained income accounts for the year	65
Motorcar car miles	94
Motor rail cars owned or leased	79
Net income	17
Oath	98
Operating expenses (see Expenses)	
Revenues (see Revenues)	
Statistics (see Statistics)	
Ordinary income	16
Private line cars loaded	95
Private line cars empty	95
Rails	
Laid in replacement	88
Charges to operating expenses	45
Additional tracks, new lines, and extensions	89
Miles of new tracks in which rails were laid	88
Weight of	89
Railway-operating expenses	45-53
Railway-operating revenues	16
Results of operations	16-17
Retained income unappropriated	19
Miscellaneous items in accounts for year	65
Revenues	
Freight	16
Passenger	16
Road and equipment-Investment in	32-33
Improvements to leased property	32-33
Reserve	38
Leased to others-Depreciation base and rates	40
Reserve	41
Owned-Depreciation base and rates	34
Reserve	35
Used-Depreciation base and rates	34
Reserve	35
Road-Mileage operated at close of year	74
By States and Territories	75
Securities (see investments)	
Short-term borrowing arrangements-Compensating balances and	67
Sinking funds	7
Source and application of working capital	21-22
Specialized service subschedule	60
Statement of changes in financial position	21-22
Stock outstanding	20
Changes during year	20
Number of security holders	3
Total voting power	3-4
Value per share	3
Voting rights	3
Supporting schedule-road	56-57
Suretyships-Guaranties and	66
Ties laid in replacement	86
Ties-Additional tracks, new lines, and extensions	87
Tracks operated at close of year	74
Miles of, at close of year	75
Track and traffic conditions	85
Train hours, yard switching	97
Train miles	94
Tons of freight	97
Ton-miles of freight	97
TOFC/COFC number of revenue trailers and containers loaded and unloaded	97
Voting powers and elections	3
Weight of rail	90

SC-210 RAILWAY OPERATING REVENUES EARNED WITHIN THE STATE
(DOLLARS IN THOUSANDS)

Line No.	CLASS OF RAILWAY OPERATING REVENUES (a)	REVENUES EARNED WITHIN THE STATE		TOTAL (d)
		INTRASTATE TRAFFIC (b)	INTERSTATE TRAFFIC (c)	
ORDINARY ITEMS OPERATING INCOME				
Railway Operating Income				
1	(101) Freight	\$32,546	\$136,306	\$168,852
2	(102) Passenger	--	--	--
3	(103) Passenger Related	--	--	--
4	(104) Switching	--	223	223
5	(105) Water Transfers	--	--	--
6	(106) Demurrage	795	--	795
7	(110) Incidental	87	--	87
8	(121) Joint Facility-Credit	--	--	--
9	(122) Joint Facility-Debit	--	--	--
10	(501) Railway Operating Revenues (Exclusive of transfers from Government Authorities)	33,428	136,529	169,957
11	(502) Railway Operating Revenues- Transfers from Government Authorities for current operations	--	--	--
12	(503) Railway Operating Revenues- Amortization of deferred transfers from Government Authorities	--	--	--
13	Total Railway Operating Revenues (lines 10-12)	\$33,428	\$136,529	\$169,957

Revenue distributed through use of a mileage prorate.

SC-700. MILEAGE OPERATED AT CLOSE OF YEAR - WITHIN THE STATE
Running Tracks, Passing Tracks, Cross-Overs, Etc.

Line No.	Cl.	Proportion owned or leased by respondent	Miles of road	Miles of second main track	Miles of all other main tracks	Miles of passing tracks crossovers turnouts	Miles of way switching tracks	Miles of yard switching tracks	Total
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	
1	1	100%	465	0	0	51	29	17	562
2									
3	1-J	50%	17	0	0	4	0	0	21
4									
5	5		0	0	0	0	0	0	0
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
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									
51									
52									
53									
54									
55									
56									
57		Total	482	0	0	55	29	17	583
			===	=	=	==	==	==	=====

Note: Conforms to ICC R-1 Schedule 700

SOO 2005

SUMMARY STATEMENT OF TRACK MILEAGE WITHIN THE STATE AND OF TITLES THERETO AT CLOSE OF YEAR
 For companies (other than switching and terminal) making operating report

NORTH DAKOTA 2005

Entries in columns headed "Added during year" should show net increases. Tracks which have been permanently abandoned should not be included in columns (n) and (o).

Line No.	Item (a)	Class 1: Line Owned		Class 2: Line of Proprietary Companies		Class 3: Line Operated Under Lease		Class 4: Line Operated Under Contract		Class 5: Line Operated Under Trackage Rights		Total Line Operated		
		Added During year (b)	Total at end of year (c)	Added During year (d)	Total at end of year (e)	Added During year (f)	Total at end of year (g)	Added During year (h)	Total at end of year (i)	Added During year (j)	Total at end of year (k)	At beginning of year (l)	At close of year (m)	
1	Miles of road	0	482									0	482	482
2	Miles of second main track	0	0									0	0	0
3	Miles of all other main track	0	0									0	0	0
4	Miles of passing etc.	0	55									0	56	55
5	Miles of way switching	0	29									0	29	29
6	Miles of yard switching	2	17									0	15	17
7	All tracks	2	583									0	582	583

Line No.	Item (a)	Line Owned but Not Operated by Respondent	
		Added During year (n)	Total at end of year (o)
1	Miles of road		663
2	Miles of second main track		0
3	Miles of all other main track		0
4	Miles of passing etc.		14
5	Miles of way switching		29
6	Miles of yard switching		1
7	All tracks		707

Line No.	Item (a)	Freight Trains (b)	Passenger Trains (c)	Total Transportation Service (d)
1	Average mileage of road operated	482	--	482
TRAIN-MILES				
2	Diesel Locomotives	1,936,263	--	1,936,263
3	Other Locomotives	--	--	--
4	Total Locomotives	1,936,263	--	1,936,263
5	Motorcars	--	--	--
6	Total train-miles	1,936,263	--	1,936,263
LOCOMOTIVE UNIT-MILES				
7	Road service	3,469,474	--	3,469,474
8	Train Switching	370,539	--	370,539
9	Yard Switching	89,431	--	89,431
10	Total locomotive unit-miles	3,929,444	--	3,929,444
CAR-MILES (Thousands)				
11	Total motor car-miles	--	--	--
12	Loaded freight cars (railroad owned)	33,906	--	33,906
13	Loaded freight cars (private line)	47,753	--	47,753
14	Empty freight cars (railroad owned)	25,236	--	25,236
15	Empty freight cars (private line)	36,004	--	36,004
16	Caboose	4	--	4
17	Total freight car-miles (lines 12,13,14,15 & 16)	142,903	--	142,903
18	Passenger coaches	--	--	--
19	Combination passenger cars (passengers, baggage, etc.)	--	--	--
20	Sleeping and parlor cars	--	--	--
21	Dining, grill and tavern cars	--	--	--
22	Head-end cars	--	--	--
23	Total (lines 18,19,20,21 & 22)	--	--	--
24	Business cars	--	--	--
25	Crew cars (other than cabooses)	1,332	--	1,332
26	Grand total car-miles (lines 11,17,23,24 & 25)	144,235	--	144,235
GROSS TON-MILES & TRAIN-HOURS IN ROAD SERVICE				
27	Gross ton-miles of locomotives & tenders (thousands)	693,544	--	693,544
28	Gross ton-miles of freight cars, contents, & cabooses (thousands)	11,556,035	--	11,556,035
29	Gross ton-miles of passenger-train cars & contents (thousands)	--	--	--
30	Train-hours - Total	113,935	--	113,935
REVENUE & NONREVENUE FREIGHT TRAFFIC				
31	Tons of revenue freight	xxxx	xxxx	23,103,415
32	Tons of nonrevenue freight	xxxx	xxxx	58,633
33	Total tons revenue & nonrevenue freight	xxxx	xxxx	23,162,048
34	Ton-miles - Revenue freight in road service (thousands)	xxxx	xxxx	6,490,913
35	Ton-miles - Revenue freight in lake transfer service (thousands)	xxxx	xxxx	--
36	Total ton-miles - Revenue freight (thousands)	xxxx	xxxx	6,490,913
37	Ton-miles - Nonrevenue freight in road service (thousands)	xxxx	xxxx	46,660
38	Ton-miles - Nonrevenue freight in lake transfer service (thousands)	xxxx	xxxx	--
39	Total ton-miles - Nonrevenue freight (thousands)	xxxx	xxxx	46,660
40	Net ton-miles of freight - Revenue & nonrevenue (thousands)	xxxx	xxxx	6,537,573
REVENUE PASSENGER TRAFFIC				
41	Passengers carried - Total	xxxx	xxxx	--
42	Passenger-miles - Total	xxxx	xxxx	--
TRAIN-MILES WORK TRAINS				
43	Locomotives	xxxx	xxxx	6,409
44	Motorcars	xxxx	xxxx	--
45	Total	xxxx	xxxx	6,409
46	Loaded freight cars	47,753	--	47,753
47	Empty freight cars	36,004	--	36,004
48	Sum of loaded & empty	83,757	--	83,757

R019 SOO LINE RAILROAD COMPANY
 941. REVENUE FREIGHT ORIGINATING AND TERMINATING IN THE STATE

STATE OF NORTH DAKOTA

YEAR 2005

REVENUE FREIGHT
 ORIGINATING ON
 RESPONDENTS ROAD
 WITHIN THE STATE

REVENUE FREIGHT
 TERMINATING ON
 RESPONDENTS ROAD
 WITHIN THE STATE

CODE NO.	COMMODITY	NUMBER OF CARLOADS	NUMBER OF TONS	NUMBER OF CARLOADS	NUMBER OF TONS
01	FARM PRODUCTS	58,487	5,845,432	3,977	354,495
08	FOREST PRODUCTS	-	-	-	-
09	FRESH FISH & OTHER	-	-	-	-
10	METALLIC CORES	-	-	-	-
11	COAL	-	-	30	2,932
14	NONMETALLIC MINERALS	2	214	615	59,905
19	ORDNANCE AND ACCESSOR	-	-	-	-
20	FOOD AND KINDRED PROD	16,579	1,532,495	15	981
22	BASIC TEXTILES	-	-	-	-
23	APPAREL & OTHER FINIS	-	-	-	-
24	LUMBER AND WOOD PROD	-	-	90	7,903
25	FURNITURE AND FIXTURE	-	-	-	-
26	PULP, PAPER AND ALLIE	-	-	38	2,334
27	PRINTED MATTER	-	-	-	-
28	CHEMICALS AND ALLIED	313	25,986	6,282	545,076
29	PETROLEUM AND COAL PR	-	-	2	149
30	RUBBER AND MISCELLANE	-	-	-	-
31	LEATHER AND LEATHER P	-	-	-	-
32	STONE, CLAY AND GLASS	8	643	2,794	282,556
33	PRIMARY METAL PRODUCT	5	455	51	4,337
34	FABR. METAL PRODUCTS,	-	-	-	-
35	MACHINERY, EXCEPT ELE	-	-	2	204
36	ELECTRICAL MACHINERY,	-	-	-	-
37	TRANSPORTATION EQUIPM	49	1,548	139	5,814
38	INSTRUMENTS, PHOTO &	-	-	-	-
39	MISCELLANEOUS PRODUCT	-	-	-	-
40	WASTE AND SCRAP MATER	3,933	398,077	3	260
41	MISCELLANEOUS FREIGHT	-	-	-	-
42	CONTAINERS, SHIPPING,	-	-	-	-
45	SHIPPER ASSOCIATION O	-	-	-	-
46	MISC MIXED SHIPMENTS	1	92	-	-
47	OTHER	-	-	-	-
TOTAL CARLOAD TRAFFIC		79,377	7,804,942	14,038	1,266,945

REVENUE TONS BY AND THROUGH THE STATE FOR YEAR 2005

STATE OF NORTH DAKOTA 23,103,415