

UNION PACIFIC RAILROAD COMPANY

Wayne E. Naro
General Director Labor Relations

1400 DOUGLAS STREET, STOP 0710
OMAHA, NEBRASKA 68179-0323



June 15, 2004

L/R File 220-44

Mr. John O. McArthur
General Chairman BRS
P.O. Box 5100
Fallon, NV 89407

Dear Sir:

This is in reference to our discussions regarding the addition of territory to Seniority District 12 and Zone 4. Pursuant to an agreement between the Union Pacific Railroad (UPRR) and the Fort Worth and Western Railroad (FWWR), UPRR has acquired trackage, dispatching and construction rights from mile post 627.89 to 630.53 on territory owned by the FWWR. This track also will be leased to UPRR. Effective immediately the above described territory will be added to Seniority District 12 and Zone 4 for signal maintenance and construction purposes. It is understood, however, that FWWR retains ownership of such territory, and should UPRR no longer have any rights on this territory, UPRR signal employees will no longer have a right to work on such territory.

If the foregoing accurately sets forth our agreement, please indicate your concurrence in the space provided below.

Yours truly,

I concur:

J. O. McArthur Date: 6-16-04
General Chairman

Approved:

George E. Jones Date: 6-16-04
Vice President