

Secretary of State's Office

I, LAMONT F. TORONTO, SECRETARY OF STATE OF THE STATE OF UTAH,
DO HEREBY CERTIFY THAT the attached is a full, true and correct copy of an
Amendment to the Articles of Association of Union Pacific Railroad Company, filed
in this office May 12th, 1953

AS APPEARS of record IN MY OFFICE.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND

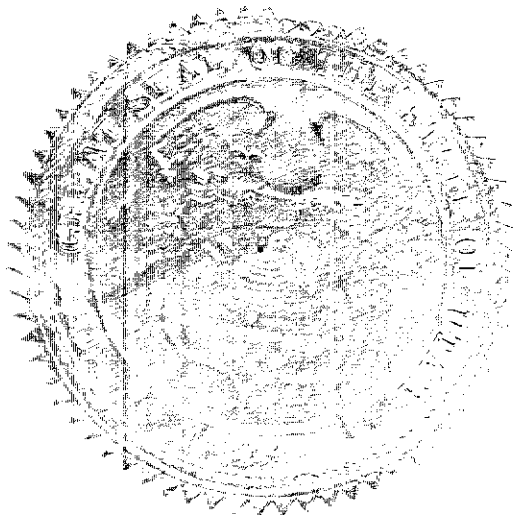
AND AFFIXED THE GREAT SEAL OF THE STATE OF UTAH

AT SALT LAKE CITY, THIS 12th DAY OF

May 19 53

Lamont F. Toronto
SECRETARY OF STATE

BY Mendell L. Lathrop
DEPUTY



AMENDMENT TO ARTICLES OF ASSOCIATION
OF
UNION PACIFIC RAILROAD COMPANY

STATE OF UTAH }
COUNTY OF SALT LAKE } ss.:

KNOW ALL MEN BY THESE PRESENTS, that Union Pacific Railroad Company, a corporation organized and existing under the laws of the State of Utah, does hereby amend Article 5 of its Articles of Association to read:

“ARTICLE 5. The number of directors to manage and control the affairs of this corporation shall be not less than thirteen nor more than twenty-one. The directors may, at any time between annual meetings of the stockholders, increase or decrease the number of directors within the limits prescribed by this Article. If the number of directors be increased the directors in office at the time of the increase may by majority vote elect the additional directors to serve until the next annual meeting of the stockholders, or until their successors are duly elected and qualified. The names and residences of those who shall serve as directors for the first year and until their successors are chosen and qualified are:

Edward Dickinson	Omaha, Nebraska.
Joseph H. Millard.....	Omaha, Nebraska.
John A. Munroe.....	Omaha, Nebraska.
Thomas M. Orr.....	Omaha, Nebraska.
George Q. Cannon.....	Salt Lake City, Utah.
Le Grand Young.....	Salt Lake City, Utah.
Alexander Millar	Boston, Mass.
James G. Harris.....	Boston, Mass.
Otto H. Kahn.....	New York City, N. Y.
Henry C. Deming.....	New York City, N. Y.
Alvin W. Krech.....	New York City, N. Y.
Felix M. Warburg.....	New York City, N. Y.
Ernest R. Adee.....	New York City, N. Y.
George H. Squire.....	New York City, N. Y.
Lawrence Greer	New York City, N. Y.”

Dated May 12, 1953.

A. E. STODDARD
President of Union Pacific
Railroad Company

(Seal)

A. C. SHERWOOD
Secretary of Union Pacific
Railroad Company

Attest:

A. C. SHERWOOD
Secretary of Union Pacific
Railroad Company

ENDORSED NUMBER No. 2090 STATE OF UTAH Salt Lake
County Corporation Certificate of Amendment to Articles
of Association of Union Pacific Railroad Company
Filed in the Clerk's office, Salt Lake County, Utah May
12, 1953 Alvin Keddington, County Clerk.

By JACOB WEILER

Deputy Clerk

STATE OF UTAH }
County of Salt Lake } ss

I, Alvin Keddington, Clerk in and for the County of
Salt Lake and Ex-Officio Clerk of the District Court of
the Third Judicial District in and for Salt Lake County,
State of Utah, do hereby certify that the foregoing is a
full, true and correct copy of the original Certificate of
Amendment to Articles of Association of Union Pacific
Railroad Company No. 2090 as appears of record in
my office.

IN WITNESS WHEREOF, I have hereunto set my hand
and affixed my official seal, this 12th day of May A. D.
1953.

ALVIN KEDDINGTON, Clerk

By JACOB WEILER

[SEAL]

Deputy Clerk

Filed and certificate issued this 12th day of May,
1953.

LAMONT F. TORONTO
Secretary of State.