



September 3, 2013

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September 10, 2013  
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Ms. Cynthia Brown  
Chief, Section of Administration  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423-0111

Re: *In Re Canadian Pacific Railway, et. al., STB Finance Docket No. 35081 Sub 2*

Dear Board Members:

Dakota Mill and Grain, Inc., is a public grain warehouse with nine locations and customers situated primarily in Western South Dakota. We rely heavily upon rail transportation along the Canadian Pacific's DM&E to move grains from Western South Dakota to markets lying to the East. Without this rail, our ability to move grain out of our elevators between the Summer and Fall harvests would be very difficult and expensive and would severely impact our business. In turn, the price we would be able to pay our customers for their grain would be greatly diminished.

When the Canadian Pacific purchased the DM&E line back in 2008, they represented that they would be investing some \$300 million into the line which they intended to bring up to Class III standards. We honored their request for support and we voiced our unqualified support for the sale before the STB in reliance upon those promises. Based upon those representations, we believed that the DM&E mainline West of Fort Pierre, South Dakota, would be a much safer and much more efficient line with higher speed trains and a lower ton/mile freight cost under the CP's management. However, after five years of operation this portion of the line remains in very poor shape and our ton/mile freight cost remains way out of line with the ton/mile rates from Fort Pierre East.

We wholeheartedly support the SDDOT's petition to require the CP to show that it made its promised investment and, if it has not, to require the CP to make that investment before it is allowed to pass the line onto yet another owner. Given that the DM&E line West of Fort Pierre remains 10 mile per hour track and has the same amount of excepted track as existed before the CP's purchase, we too question whether the promised investment was ever made. We know that it did not go into the line West of Fort Pierre.

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On behalf of Dakota Mill and our customers, we urge the STB to grant the SDDOT's petition to require the Canadian Pacific Railway to produce the information needed to evaluate its investment and to require it to honor the promises it made to the STB and the state of South Dakota when it acquired the DM&E back in 2008.

Sincerely yours,

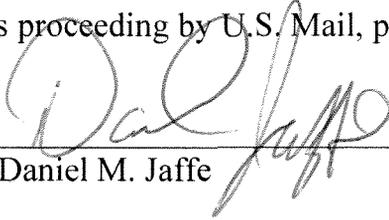


Brian Hammerbeck  
President

BRB:dim

**CERTIFICATE OF SERVICE**

I hereby certify that on this 10th day of September, 2013, I served copies of the forgoing on all parties of record to this proceeding by U.S. Mail, postage prepaid.

  
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Daniel M. Jaffe