

# BRENNAN, MANNA & DIAMOND

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October 10, 2012

By Facsimile (202-245-0464)

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ENTERED

Office of Proceedings

October 10, 2012

Part of

Public Record

Cynthia Brown  
Chief, Section of Administration  
Surface Transportation Board  
Office of Proceedings  
395 E Street, SW  
Washington, DC 20423

Re: STB Docket No. AB 33 (Sub-No. 277X), Union Pacific Railroad Company - Abandonment Exemption - in Lafourche Parish, LA Finance Docket No. 35601, BNSF Railway Company - Trackage Rights Exemption - Union Pacific Railroad Company

Dear Ms. Brown:

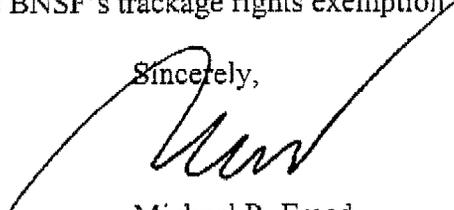
My client, Rail Solutions LLC, has been closely following both the motion to modify exemption filed by Union Pacific Railroad Company ("UP") with Surface Transportation Board ("Board") on September 20, 2012 in Docket No. AB 33 (Sub-No. 277X) and the verified notice of exemption for trackage rights filed with the Board on February 21, 2012 by BNSF Railway in Docket No. 35601 over and on the Lockport Branch in Lafourche Parish, Louisiana.

As noted in BNSF's December 6, 2011 filing, their February 9, 2012 and their October 9, 2012 filing, Rail Solutions LLC has been working diligently with BNSF to locate one of its facilities on the Lockport Branch.

As stated in our February 10, 2012 letter, we are not opposed to the discontinuance of service or the abandonment of unproductive rail properties.

For my client's project to progress, and capital to be allocated, we do request the Board clearly and unequivocally approve BNSF's trackage rights exemption on the Lockport Branch.

Sincerely,



Michael R. Freed

MRF:dmm

c: Daniel R. Elloitt, III (by facsimile 202-245-0452)