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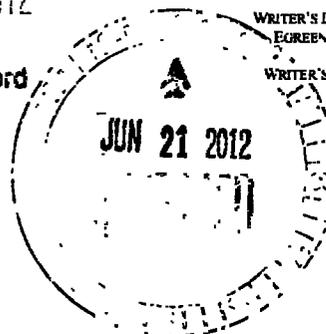
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Cynthia Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423-0001

Re: *West Oakland Pacific Railroad, LLC – Operating Exemption – A Line of Railroad Owned by Union Pacific Railroad Company and the Burlington Northern Santa Fe Railway Company, Finance Docket No. 35639*

Dear Ms. Brown:

We represent West Oakland Pacific Railroad, LLC in connection with the Notice of Exemption it filed June 14, 2012 in the above-referenced docket. We have just been advised that the WOPR wishes to withdraw the Notice of Exemption it filed without prejudice to any action it may take in the future to become a rail carrier.

Accordingly, this is to request that the Board grant WOPR's request and that it rescind and cancel the Notice of Exemption that was filed in this docket, that it issue a notice to that effect and that it terminate all proceedings in this docket.

WOPR also requests, under these circumstances, that the Board refund the \$1,800.00 filing fee that accompanied the Notice of Exemption.



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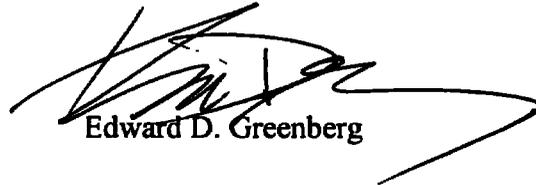
Cynthia Brown

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Thank you for your assistance and cooperation in this matter. If you have any questions concerning this, please do not hesitate to contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read 'E. Greenberg', with a long horizontal flourish extending to the right.

Edward D. Greenberg

cc: Christopher L. Stotka