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SERVICE DATE - APRIL 30, 1999

DO

FR-4915-00-P

DEPARTMENT OF TRANSPORTATION

Surface Transportation Board

[STB Finance Docket No. 33735]

Great Western Railway of Colorado, L.L.C.--Acquisition Exemption--The Burlington Northern and Santa Fe Railway Company

Great Western Railway of Colorado, L.L.C. (GWR), a Class III rail carrier, has filed a notice of exemption under 49 CFR 1150.41 to acquire approximately 6.12 miles of rail lines owned by The Burlington Northern and Santa Fe Railway Company (BNSF) located: (1) between milepost 76.5 and milepost 75.48, near Riverside Avenue in Fort Collins, CO; (2) between milepost 74.57, near Linden Street, and milepost 74.3, at Willow Street, in Fort Collins; (3) all of the tracks, except Track No. 398, in BNSF's North Yard, in Fort Collins; (4) BNSF's Black Hollow Line located between BNSF's main line at milepost 77.36 and the end of the Black Hollow Line at milepost 79.53 near Fort Collins; and (5) BNSF's Busch Spur located between milepost 78.8 and milepost 79.9 in Busch, CO.<sup>1</sup> GWR will operate the property.

In conjunction with the acquisition of these rail lines, GWR will acquire approximately 7.1 miles of incidental overhead trackage rights over BNSF's rail line between milepost 74.5, in Fort Collins, and milepost 80.2, near Busch, and over Track No. 398, in BNSF's North Yard, in Fort Collins. GWR will also acquire by assignment from

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<sup>1</sup> GWR certifies that its annual revenue will not exceed those that would qualify it as a Class III rail carrier and that its annual revenues are not projected to exceed \$5 million.

BNSF approximately .91 miles of overhead trackage rights over the Union Pacific Railroad Company's rail line located between Mullberry Street and Linden Street, in Fort Collins.

The earliest the transaction could be consummated was April 16, 1999, the effective date of the exemption (7 days after the exemption was filed).

If this notice contains false or misleading information, the exemption is void ab initio. Petitions to revoke the exemption under 49 U.S.C. 10502(d) may be filed at any time. The filing of a petition to revoke will not automatically stay the transaction.

An original and 10 copies of all pleadings, referring to STB Finance Docket No. 33735 must be filed with the Surface Transportation Board, Office of the Secretary, Case Control Unit, 1925 K Street, N.W., Washington, DC 20423-0001. In addition, a copy of each pleading must be served on Karl Morell, BALL JANIK LLP, Suite 225, 1455 F Street, N.W., Washington, DC 20005.

Board decisions and notices are available on our website at "WWW.STB.DOT.GOV."

Decided: April 20, 1999.

By the Board, David M. Konschnik, Director, Office of Proceedings.

Vernon A. Williams

Secretary