



Surface Transportation Board
Washington, D.C. 20423-0001

Office of Public Assistance, Governmental Affairs,
and Compliance

October 9, 2012

233120
FD 35506

Mr. Roger Nober
Executive Vice President, Law & Secretary
BNSF Railway Company
P.O. Box 961039
Fort Worth, TX 76131-2830

ENTERED
Office of Proceedings
October 9, 2012
Part of
Public Record

Dear Mr. Nober,

This is in response to your letter as a representative of Berkshire Hathaway Inc. to Chairman Daniel Elliott dated September 25, 2012, regarding Berkshire's intention to expeditiously divest its two short line railroads, the White City Terminal Union (WCTU) and the CBEC Railway Inc. (CBEC). You indicate that Berkshire intends to complete the divestiture by December 31, 2012, to persons that are neither rail carriers as defined by 49 U.S.C. § 10102(5) nor own other rail carriers so as to ensure that the divestitures are not subject to the jurisdiction of the Surface Transportation Board (STB).

Prompt divestiture is an appropriate remedy under agency precedent. Per your proposal, please send written progress reports to me on November 1 and December 1, 2012, detailing the status of the divestitures. In addition, should there arise any developments or change in circumstances at any other time that affect the course of divestiture, contact the agency immediately. The transactions must close no later than December 31, 2012, to avoid further action by the STB. Please note that the STB intends to solicit public input regarding the effect, if any, of Berkshire's non-compliance on the post-February 2010 valuation of BNSF's asset base in *Western Coal Traffic League—Petition for Declaratory Order*, Docket No. FD 35506.

Please do not hesitate to contact me at 202-245-0238 should you have questions.

Sincerely,

Lucille L. Marvin
Director