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BY E-FILING

Cynthia T. Brown
Chief of the Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

ENTERED
Office of Proceedings
September 27, 2013
Part of the Public
Record

Re: Finance Docket No. 32760 (Sub-No. 46)
BNSF Railway Company – Terminal Trackage Rights – The Kansas
City Southern Railway Company and Union Pacific Railroad Company

Dear Ms. Brown:

Union Pacific Railroad Company disagrees with many of the assertions contained in the last three paragraphs of BNSF Railway Company's September 23, 2013, letter to the Board in this matter for reasons already set forth in Union Pacific's reply to BNSF's application for terminal trackage rights. However, Union Pacific wants to emphasize that it is willing to negotiate with BNSF and The Kansas City Southern Railway to resolve the access issues in this proceeding, including those regarding operational coordination – which, contrary to BNSF's suggestion, have not been resolved. Moreover, even though BNSF continues to have the same access to Lake Charles-area customers that it has had for the past 17 years, Union Pacific believes that if negotiations are not successfully concluded in a relatively short timeframe, BNSF should be free to pursue whatever other relief is consistent with the Board's Decision No. 63 in Finance Docket No. 32760.

Sincerely,



Michael L. Rosenthal

cc: Adrian L. Steel, Jr., Esq.
William A. Mullins, Esq.
Edward D. Greenberg, Esq.