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**TIM CULLEN**  
**STATE SENATOR**  
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January 5, 2012

Cynthia T. Brown, Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E. Street SW  
Washington, D.C.

**ENTERED**  
**Office of Proceedings**

JAN 06 2012

**Part of**  
**Public Record**

**Re: Docket No. FD 35573, Watco Holdings, Inc. and Watco Transportation Services, LLC Acquisition of Control – Wisconsin & Southern Railroad, LLC.**

Dear Ms. Brown:

I am writing to ask the Board to reconsider the acquisition of control exemption granted to Watco relating to the purchase of Wisconsin & Southern Railroad.

Wisconsin taxpayers have invested nearly \$100 million in state-owned railroads over the past six years in order to allow Wisconsin & Southern to continue operations. This proposed sale should be carefully reviewed by state and federal officials before we risk taxpayer investment in a new owner/operator. Specifically, I would like to know what assurance there is that Watco will not increase shipping fees to recoup the price it paid for the railroad. I would like to know if there is an assurance that Watco will continue existing service to Wisconsin businesses. Finally, I would like to know what level of capital investment Watco intends to make in Wisconsin's rail infrastructure.

I believe the State of Wisconsin needs more time to investigate these questions and take a position on this proposed acquisition. At a minimum, a public comment period is in order. For these reasons, I respectfully request reconsideration of the exemption granted to Watco.

Sincerely,

A handwritten signature in black ink that reads "Tim Cullen".

Tim Cullen  
State Senator

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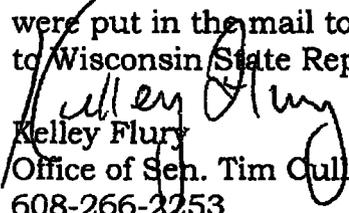
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**CERTIFICATE OF SERVICE**

This certifies that the three parties of record listed below have been served with Sen. Cullen's letter dated January 5, 2012, in reference to FD 35573. Copies of the letter were put in the mail to the first two parties. A copy of the letter was hand-delivered to Wisconsin State Rep. Brett Hulsey.

  
Kelley Flury  
Office of Sen. Tim Cullen  
608-266-2253

**PARTY OF RECORD**

Kathleen Chung

P. O. Box 7910

Madison WI 53707-7910 US

Represents: Wisconsin Department Of Transportation

**PARTY OF RECORD**

Karl Morell

655 Fifteenth Street, Nw  
Suite 225

Washington DC 20005 US

Represents: Watco Holdings, Inc.

**PARTY OF RECORD**

Brett Hulsey

P. O. Box 8952

Madison WI 53707-0910 US

Represents: State Of Wisconsin