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March 11, 2015

237915

VIA FEDERAL EXPRESS

Ms. Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Room 1034
Washington, DC 20024

ENTERED
Office of Proceedings
March 11, 2015
Part of
Public Record

Re: **Docket No. AB-303 (Sub-No. 46X)**
Wisconsin Central Ltd. -- Abandonment
Exemption -- In Lake County, Illinois

Dear Ms. Brown:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the **Petition for Exemption of Wisconsin Central Ltd.** A check in the amount of \$6,600, representing the appropriate fee for this filing, is attached.

In accordance with 49 C.F.R. § 1152.60(c), a computer disk containing the text of the draft *Federal Register* notice of this petition for exemption (Exhibit B to the Petition) in MS Word 2010 format also is enclosed. For convenience, this disk also contains the text of the Petition for Exemption.

The original copy of the Environmental/Historic Report (Exhibit D to the Petition) has been provided directly to the Board's Office of Environmental Analysis.

If you have any questions regarding this filing, please feel free to contact me. Thank you for your assistance on this matter. Kind regards.

Respectfully submitted,



Robert A. Wimbish
Attorney for Wisconsin Central Ltd.

Enclosures

cc: Ms. Victoria J. Rutson, Room 1106

FEE RECEIVED

March 11, 2015

SURFACE

TRANSPORTATION BOARD

FILED

March 11, 2015

SURFACE

TRANSPORTATION BOARD

BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. AB-303 (SUB-NO. 46X)

WISCONSIN CENTRAL LTD.
-- ABANDONMENT EXEMPTION --
IN LAKE COUNTY, ILLINOIS

**ABANDONMENT PETITION FOR EXEMPTION OF
WISCONSIN CENTRAL LTD.**

Robert A. Wimbish
Audrey L. Brodrick
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29 North Wacker Drive
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(312) 252-1500

**ATTORNEYS FOR
WISCONSIN CENTRAL LTD.**

Dated: March 11, 2015

BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. AB-303 (SUB-NO. 46X)

WISCONSIN CENTRAL LTD.
-- ABANDONMENT EXEMPTION --
IN LAKE COUNTY, ILLINOIS

**PETITION FOR EXEMPTION OF
WISCONSIN CENTRAL LTD.**

Pursuant to 49 U.S.C. § 10502 and the regulations of the Surface Transportation Board (the "Board") at 49 C.F.R. §§ 1121 and 1152.60, Wisconsin Central Ltd. ("WCL") hereby petitions the Board for an exemption from the prior approval requirements of 49 U.S.C. § 10903 for WCL to abandon a line of railroad (referred to herein as the "Line") extending from milepost 71.0 in North Chicago, Illinois and ending at milepost 74.6 in Waukegan, Illinois, a total distance of 3.6 miles. The entirety of the Line is located in Lake County, Illinois. A map showing the location of the line to be abandoned is attached to this Petition as Exhibit A. A draft *Federal Register* notice of this Petition in the form prescribed by 49 C.F.R. § 1152.60(c) is attached hereto as Exhibit B.

After receiving authority to abandon, WCL will salvage the rails, ties, and other track material and will then negotiate an agreement to convey its right, title and interest, if any, in the portion of the subject right-of-way in Waukegan to the City of Waukegan, Illinois (the "City" or "Waukegan"), which plans to use that portion of the corridor in connection with a multi-faceted lakefront redevelopment project.

There is one shipper currently making use of the Line. Specifically, International Precision Components Corporation ("IPCC") has entered into a terminable agreement with WCL

to lease a side track connecting to the Line. From WCL's side track, IPCC transloads shipments to truck for final delivery to IPCC's off-Line manufacturing facility.¹ In an effort to preserve IPCC's access to rail service, WCL is exploring the relocation of IPCC's transloading operation to another rail-served track in the area. Aside from existing rail traffic to IPCC, WCL does not foresee new traffic developing on the stub-ended Line, particularly since such rail-related industrial development would be contrary to Waukegan's urban redevelopment objectives.

As discussed further below, abandonment of the Line plainly satisfies the exemption criteria of 49 U.S.C. § 10502, and this petition should be granted.

WCL incorporates into this filing a request for an exemption from the offer of financial assistance ("OFA") provisions at 49 U.S.C. § 10904 and waiver of the corresponding regulations at 49 C.F.R. § 1152.27, inasmuch as application of the OFA provisions would undermine the municipal redevelopment objectives that have prompted WCL to seek abandonment in the first place. Waukegan's support letter at Exhibit C endorses WCL's request for an OFA exemption under the circumstances here.

In accordance with 49 C.F.R. § 1150.60(d), a copy of this petition has been served on the parties designated in 49 C.F.R. § 1152.50(d).

I. IDENTIFICATION OF PETITIONER

Petitioner WCL is a common carrier by rail which owns or operates approximately 2400 route miles of rail line in the states of Illinois, Indiana, Michigan, Minnesota and Wisconsin. WCL is a wholly-owned indirect subsidiary of Canadian National Railway Company. See Canadian National Ry. Co. – Control – Wisconsin Central Transp. Corp., 5 S.T.B. 890 (2001).

¹ WCL is serving IPCC with a copy of this abandonment petition, as is reflected in the Certificate of Service appended hereto.

The complete name and address of WCL is:

Wisconsin Central Ltd.
17641 South Ashland Avenue
Homewood, Illinois 60430
(708) 332-4381

II. DESCRIPTION OF LINE TO BE ABANDONED

The Line was originally a part of the Waukegan and Southwestern Railway Company which was conveyed to the Elgin, Joliet and Eastern Railway Company (“EJ&E”) in 1891. Subsequently, in 2012, the WCL and EJ&E, both indirect subsidiaries of Canadian National Railway Company, were consolidated into one company, leaving WCL as the surviving corporation. See Wisconsin Central Limited – Intra-Corporate Family Merger Exemption – Elgin, Joliet and Eastern Railway Company, FD 35630 (STB Served May 23, 2012).

The Line constitutes the northernmost end of the former EJ&E. It is a single-track, stub-ended line segment connecting at its southern end with the balance of the WCL network. Again, WCL is exploring the relocation of the transloading operations of the only existing shipper on the Line, IPCC, which leases a connecting track for transloading to truck inbound shipments destined to IPCC’s off-line manufacturing plant. The area around the Line is flat and is located in an urban and industrial area that runs parallel to Lake Michigan. The right-of-way varies in width, with segments ranging from approximately 150 feet to approximately 60 feet in width. Other portions of the Line are of varying dimensions as a result of the manner in which the railroad obtained title to the right of way on that portion bordering Lake Michigan, as well as through subdivisions within the City of Waukegan. Pursuant to 49 C.F.R. § 1152.60(d), WCL states that, based on information in its possession, the Line does not contain federally granted rights-of-way. Any relevant documentation on this subject in WCL’s possession will be

made available promptly to those requesting it. The Line traverses United States Postal Service Zip Codes 60064, 60085, and 60087

III. THE EXEMPTION STANDARDS AT 49 U.S.C. § 10502 HAVE BEEN MET

The Board has jurisdiction over the proposed abandonment of the Line pursuant to 49 U.S.C. § 10903. Generally, a common carrier by rail must obtain authority from the Board under Section 10903 before abandoning a line of railroad. However, 49 U.S.C. § 10502 requires the Board to exempt a person, transaction or service from the statutory and regulatory requirements otherwise applicable to a rail carrier when the Board determines that: (1) application of those requirements is not necessary to carry out the rail transportation policy of 49 U.S.C. § 10101; and (2) either (a) the transaction is of limited scope or (b) regulation is not needed to protect shippers from an abuse of market power. As demonstrated below, the proposed railroad line abandonment satisfies Section 10502's statutory criteria.

A. Detailed Scrutiny Under 49 U.S.C. § 10903 Is Not Necessary To Carry Out The Rail Transportation Policy Of 49 U.S.C. § 10101

Granting WCL's abandonment petition is consistent with the goals articulated in the National Rail Transportation Policy ("RTP") set forth at 49 U.S.C. § 10101.

The RTP clearly provides that, among its central goals is minimizing the need for federal regulatory control over the rail transportation system, expediting regulatory decisions, and reducing barriers to exit from the industry. 49 U.S.C. §§ 10101(2), (7), and (15). The statutory exemption procedure of Section 10502 eliminates the need for the expensive and time-consuming processes attendant to preparing and reviewing a formal application under Section 10903. Reliance here on the adequate and expeditious exemption procedures minimizes regulation and reduces the regulatory burden on WCL thereby furthering the policy considerations identified in Section 10101.

In addition, the proposed abandonment will allow WCL to more efficiently operate its railroad. As stated above, IPCC is the sole-shipper located on the Line, and it is exploring with WCL the possible relocation of its transloading operation to another rail-served location. As a consequence of such relocation, WCL will have the opportunity through this abandonment to eliminate what would become surplus trackage on which shippers are no longer located. As such, the abandonment will facilitate more efficient WCL railroad operations in keeping with the objectives of 49 U.S.C. § 10101 (9).

Lastly, in addition to the policy considerations this abandonment will advance, none of the other RTP elements would be compromised by granting WCL's instant petition. For these reasons, the WCL's abandonment and its use of the individual petition for exemption procedures to obtain the requested relief are wholly consistent with the RTP.

B. The Proposed Abandonment Is Of Limited Scope

The transaction for which exemption is sought consists solely of the abandonment of a stub-ended Line totaling approximately 3.6 miles and which serves only one shipper, which WCL is endeavoring to relocate. Additionally, WCL does not anticipate future rail traffic from other sources, and, because the Line is stub-ended, there is no overhead traffic that could be adversely affected by the abandonment. The proposed abandonment clearly is of limited scope.

C. Regulation Is Not Necessary To Protect Shippers From Market Power Abuse

Since this transaction is of limited scope, WCL need not demonstrate that regulation is unnecessary to protect shippers from market power abuse. Even so, it is clear that the abandonment will not and cannot subject shippers to any market power abuse. As stated above, there is only one shipper making use of the Line (for transloading purposes), and WCL is

discussing the relocation of that transload operation. Accordingly, regulation by the Board of this abandonment is not and cannot be necessary to protect any shipper from an abuse of power.

IV. LEVEL OF LABOR PROTECTION TO BE IMPOSED

WCL anticipates no adverse impact on employment levels as a result of the proposed abandonment. Nevertheless, the interests of WCL employees who may be adversely affected by the proposed abandonment will be adequately protected by the labor protective conditions in Oregon Short Line R. Co. -- Abandonment -- Goshen, 360 I.C.C. 91 (1979).

V. ENVIRONMENTAL REPORT

In accordance with the requirements of 49 C.F.R. §§ 1105.7(a), 1105.8(a) and 1121.3(b), a combined Environmental and Historic Report is attached hereto as Exhibit D.

VI. EXEMPTION FROM OFFER OF FINANCIAL ASSISTANCE PROVISIONS

The OFA provisions set forth at 49 U.S.C. § 10904 provide for continuing or resuming rail freight service on a corridor that could otherwise be abandoned. However, the Board may grant an exemption from section 10904 when the subject right-of-way is needed for a valid public purpose and there is no overriding public need for continued rail service.² WCL respectfully submits that the City of Waukegan's urban redevelopment project provides ample basis for an exemption from section 10904 in connection with the abandonment proposed here.

² See, e.g., Union Pacific Railroad Company – Abandonment of Freight Easement – In Alameda County, Cal., STB Docket No. AB-33 (Sub-No. 309X) (STB served Feb. 26, 2013); Norfolk Southern Railway Company—Abandonment Exemption—In Norfolk and Virginia Beach, VA, STB Docket No. AB-290 (Sub-No. 293X), slip op. at 6 (STB served Nov. 6, 2007); and see also CSX Transportation, Inc.—Abandonment—In Barbour, Randolph, Pocahontas, and Webster Counties, WV, STB Docket No. AB-55 (Sub-No. 500) (STB served Jan. 9, 1997); and Wisconsin Department of Transportation – Abandonment Exemption – In Winnebago County, WI, Docket No. AB-343 (Sub-No. 2X) (ICC served Jul. 13, 1993).

As explained in the preceding sections, WCL has chosen to pursue the proposed abandonment at the behest of the City, which has identified the Line's right-of-way as an essential component of a multi-faceted lakefront revitalization and redevelopment effort in keeping with the City's Lakefront Downtown Master Plan. Additional information concerning the scope and particulars of Waukegan's lakefront redevelopment plans are available from the following web link: <http://www.waukeganweb.net/DocumentCenter/View/457>. Also, the attached support letter from the City (Exhibit C) explains how the WCL right-of-way factors into Waukegan's downtown redevelopment plans. The City's letter elaborates upon many of the transportation and municipal connectivity benefits of redevelopment, and it also explains how failure to secure WCL's right-of-way would thwart, if not defeat, elements of the City's plans. As Waukegan puts it, "the City's local interests in the railroad right-of-way far outweigh any dubious continued need of the line for railroad transportation."³

There is no overriding public need here for continued rail service. As explained above, the Line serves a single customer (IPCC) whose manufacturing facility is actually located off-Line, and WCL is investigating several options to relocate that customer's current transload operation to another rail-served location. In the event that IPCC is successfully relocated, IPCC's transportation needs are otherwise adequately provided for without use of the Line, or if WCL should elect in the event of an impasse to terminate its current track lease agreement with IPCC, preservation of the Line would fulfill no meaningful rail transportation purpose.

Were the Board to deny WCL's OFA exemption request, and were a bona fide offer to purchase the Line under the OFA procedures to emerge, not only would that undercut the City's objectives, but WCL would have to re-examine its motivation to seek abandonment

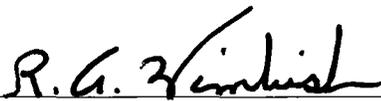
³ Exhibit C at unnumbered page 2.

authority in the first place. As such, the STB's denial of the subject OFA exemption request, coupled with an STB-accepted OFA, could result in preservation of the status quo.

For the foregoing reasons, WCL submits (as does the City) that an exemption from section 10904 is warranted here. Should the Board grant WCL's exemption request from the OFA provisions, WCL requests that the Board clarify that such relief also results in the Board's waiver of the corresponding OFA regulations at 49 C.F.R. § 1152.27.

WHEREFORE, WCL respectfully requests that the Board – (1) exempt from the prior approval requirements of 49 U.S.C. § 10903 WCL's abandonment of its line extending from milepost 71.0 in North Chicago to milepost 74.6 in Waukegan, Lake County, Illinois; and (2) in connection with the proposed abandonment, grant WCL an exemption from the OFA provisions at 49 U.S.C. § 10904, and a waiver of the corresponding regulations at 49 C.F.R. 1152.27. An original verification testifying to the facts here to is attached hereto as Exhibit E.

Respectfully submitted,

By: 
Robert A. Wimbish
Audrey L. Brodrick
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832
(312) 252-1500

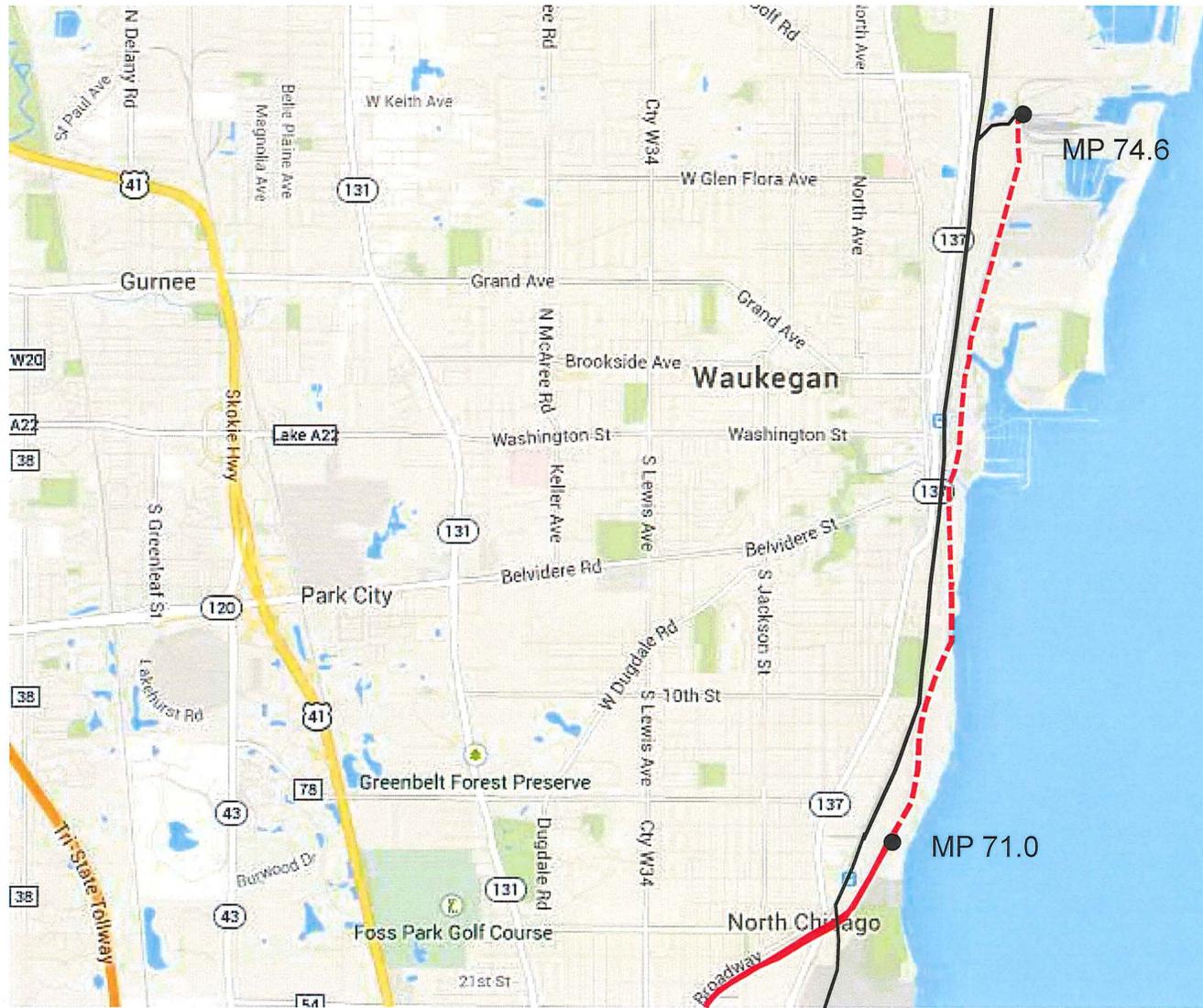
**ATTORNEYS FOR
WISCONSIN CENTRAL LTD.**

Dated: March 11, 2015

EXHIBIT A

MAP

Waukegan, IL



- CN
- - - CN to abandon
- UP

Docket AB 303
(Sub No. 46X)

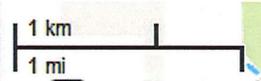


EXHIBIT B

DRAFT *FEDERAL REGISTER* NOTICE

Draft Federal Register Notice

Docket No. AB-303 (Sub-No. 46X)

Notice of Petition for Exemption to Abandon

On March 11, 2015, Wisconsin Central Ltd. ("WCL") filed with the Surface Transportation Board, Washington, DC 20423, a petition for exemption for WCL to abandon a line of railroad extending from milepost 71.0 in North Chicago, Lake County, Illinois, to milepost 74.6 in Waukegan, Lake County, Illinois, a distance of approximately 3.6 miles. The line for which the abandonment exemption request was filed traverses United States Postal Service ZIP Codes 60064, 60085, and 60087

The line does not contain federally-granted rights-of-way. Any documentation in the railroad's possession will be made available promptly to those requesting it.

The interest of railroad employees will be protected by the conditions specified in Oregon Short Line R. Co. -- Abandonment -- Goshen, 360 I.C.C. 91 (1979).

Incorporated into WCL's exemption petition is a request for an exemption from the offer of financial assistance ("OFA") provisions at 49 U.S.C. § 10904 and waiver of the corresponding regulations at 49 C.F.R. § 1152.27. In the event that the Board denies WCL's request for an OFA exemption any OFA will be due no later than 10 days after service of a decision granting the petition for exemption.

All interested parties should be aware that following abandonment of rail service and salvage of the line, the line may be suitable for other public use, including interim trail use. In addition, all interested parties should be aware that WCL has filed the subject abandonment petition in the furtherance of the City of Waukegan's urban redevelopment plans, which rely in significant part upon the redeployment of WCL's right-of-way following abandonment.

Any request for a public use condition and any request for trail use/rail banking will be due no later than 20 days after notice of the filing of the petition for exemption is published in the *Federal Register*.

Persons seeking further information concerning abandonment procedures may contact the Surface Transportation Board or refer to the full abandonment regulations at 49 CFR part 1152. Questions concerning environmental issues may be directed to the Board's Office of Environmental Analysis.

Any environmental assessment (EA) (or environmental impact statement (EIS), if necessary) prepared by the Office of Environmental Analysis will be served upon all parties of record and upon any agencies or other persons who commented during its preparation. Any other persons who would like to obtain a copy of the EA (or EIS) may contact the Section of Environmental Analysis. EAs in these abandonment proceedings normally will be made

available within 60 days of the filing of the petition. The deadline for submission of comments on the EA will generally be within 30 days of its service.

EXHIBIT C

CITY OF WAUKEGAN, ILLINOIS – LETTER OF SUPPORT

January 9, 2015

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

Dear Ms. Brown,

I am writing on behalf of the City of Waukegan, Illinois ("Waukegan" or the "City"), the County Seat of Lake County, which lies about forty miles north of Chicago along the western banks of Lake Michigan. Its population in 2010 was 89,047, and the City is very economically and culturally diverse. The purpose of my letter is to register Waukegan's support for the proposed abandonment of a rail line located within the City limits that is owned by Wisconsin Central, Ltd. ("WCL"), and to encourage the Surface Transportation Board ("STB") not only to grant WCL's abandonment request, but also to approve WCL's petition for an exemption from the offer of financial assistance ("OFA") provisions that would otherwise apply to the abandonment.

Waukegan has historical ties to industry, but industrial activity within the City has gradually declined over the years. In view of such diminished industrial activity, beginning in 2003, the City embarked on a redevelopment program intended to reclaim the nearly abandoned lakefront from its earlier industrial uses. Through a series of municipal initiatives and with federal financial support, lakefront property is being repurposed and remediated, but funds are scarce and there remains much to do.

One of the obstacles to cleaning up the lakefront and rededicating it to recreational and commercial use has been the presence of the northernmost end of the former Elgin, Joliet & Eastern Railway ("EJ&E" – now part of the WCL system), which extends south to north along the entire City lakefront. To remove this obstacle to City redevelopment, Waukegan has been in active and productive negotiations with WCL to acquire the right-of-way of the rail line segment upon WCL consummating STB authority to abandon the rail line.

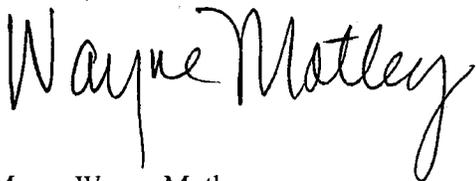
The City has very limited funds for redevelopment. In recognition of this fact, WCL has agreed in principle to convey the right-of-way to the City at a below-market price, a gesture for which the City is very grateful. This arrangement is a major step in allowing Waukegan to carry out the first phase of its redevelopment plans.

In connection with the proposed rail line abandonment, we understand that WCL is working with the sole active customer on the line segment (a transload operator) to relocate it to a mutually acceptable location on WCL, so that no active rail shipper loses access to WCL service by virtue of the abandonment. Throughout our protracted negotiations, we have been struck by the WCL's determination to leave Waukegan in a better place than it was at the time that WCL's corporate parent, Canadian National Railway Company, acquired the EJ&E properties.

The proposed rail line abandonment is specifically intended to advance an important local public objective – redevelopment of Waukegan’s underutilized lakefront. For that reason, the City strongly supports WCL’s abandonment efforts, and urges the STB promptly to act upon, and to grant, WCL’s abandonment petition. Specifically, the WCL line targeted for abandonment is squarely within the footprint of the City’s lakefront redevelopment area. Currently in its initial phases, the City’s redevelopment efforts will transform moribund industrial properties into a combination of vibrant residential, commercial, and recreational uses designed to stimulate the local economy, attract new residents and visitors to Waukegan, and promote walking and bicycling. Our plans for the WCL corridor call for walking and biking trails, and roadway re-alignment, which will improve traffic flows along the length of the waterfront area and between the “inland” portions of Waukegan and its coastline. (For example, we believe that the WCL corridor would be ideally suited for use a linear park running the length of the waterfront.) The City’s plans for the WCL property quite obviously would improve connectivity to transit, so that residents and visitors need not rely on automobiles to travel between points along the redeveloped and re-purposed waterfront area. Some of the elements of the redevelopment plan are as yet not fully-formed, but they unquestionably depend upon having possession of the WCL right-of-way for some or all of the above-listed public purposes. What is very clear to us, however, is that the WCL right-of-way will be devoted at various places to parkland or pathways ensuring the flow of pedestrians and cyclists, reducing reliance on automobiles and local traffic congestion. On the other hand, the continued presence of a legally “active” rail line in the middle of Waukegan’s waterfront area would thwart, and indeed could defeat, Waukegan’s plans for waterfront connectivity and to add public parkland.

STB processes that would delay or thwart WCL’s efforts on behalf of the City could undercut the City’s redevelopment plans, depriving the City of land that would be used for, among other things, non-motorized transportation and recreational purposes. For this reason, we understand that WCL has attempted further to accommodate the City by including as part of its abandonment request that the STB grant WCL an exemption from the aforementioned OFA provisions, because here, the City’s local interests in the railroad right-of-way far outweigh any dubious continued need of the line for rail transportation. The City Council has approved the purchase of the WCL right-of-way, and we at the City are excited about the prospect of removing an impediment to lakefront redevelopment and establishing the property as a recreational asset. Once again, on behalf of the City, I respectfully request that the STB promptly approve the abandonment of the line and WCL’s OFA exemption request, so that the City can acquire the property and get on with the redevelopment of our community.

Sincerely,

A handwritten signature in black ink that reads "Wayne Motley". The signature is written in a cursive, flowing style with a large initial "W".

Mayor Wayne Motley

EXHIBIT D

COMBINED ENVIRONMENTAL AND HISTORIC REPORT AND RELATED CERTIFICATIONS

BEFORE THE
SURFACE TRANSPORTATION BOARD

DOCKET NO. AB-303 (SUB-NO. 46X)

WISCONSIN CENTRAL LTD.
-- PETITION TO ABANDON--
IN LAKE COUNTY, ILLINOIS

ENVIRONMENTAL/HISTORIC REPORT

Wisconsin Central Ltd. ("WCL") submits this Environmental/Historic Report in compliance with the reporting requirements of 49 C.F.R. §§ 1105.7 and 1105.8. Supporting correspondence is attached. It is the conclusion of this Report that the proposed abandonment, if implemented, will not significantly affect either the quality of the human environment or the conservation of energy resources.

ENVIRONMENTAL REPORT - 49 C.F.R. § 1105.7(e)

1. Proposed Action and Alternatives. WCL seeks authority to abandon a line of railroad, extending from milepost 71.0 in North Chicago, Illinois and ending at milepost 74.6 in Waukegan, Illinois, a total distance of 3.6 miles ("the Line"). The entirety of the Line is located in Lake County, Illinois.

After receiving authority to abandon, WCL will salvage the rails, ties, and other track material and will then negotiate an agreement to convey its right, title and interest, if any, in the portion of the subject right-of-way in Waukegan to the City of Waukegan, Illinois, which plans to use that portion of the corridor in connection with a multi-faceted lakefront redevelopment project. There is one shipper currently located on the Line, International Precision Components Corporation ("IPCC"). IPCC and WCL are working to relocate IPCC to

another nearby WCL-served point not affected by the proposed abandonment. Aside from the rail traffic to IPCC, there is no reasonable possibility for the development of new rail traffic as the Line is stub-ended on the north-end at milepost 74.6. A map showing the location of the Line and surrounding area is attached herein as Appendix A.

There are six public crossings located with this abandonment. The public crossings are located at Water Street a/k/a East Water Street (milepost 72.85), Harbor Place a/k/a Harbor Drive (milepost 73.0), Madison Street (milepost 73.10), Clayton Street (milepost 73.20), Dahringer Road (milepost 74.10), and Sea Horse Drive (no milepost). The crossing at Dahringer Road is equipped with crossbucks. In addition to the six public crossings identified above, there is one private crossings located on the Line just south of the Waukegan River bridge. Abandonment will allow the permanent closure of all public and private crossings on the Line.

There is one bridge (constructed in 1914) located on the Line, at approximately milepost 72.8. WCL has provided the Illinois State Historic Preservation Office (“SHPO”) with a picture of the subject bridge, and has informed the SHPO of the date of its construction. See Appendix B. The SHPO has responded that the proposed abandonment and subsequent salvage activities will not affect any historic properties. See Appendix B.¹

No alternatives to the proposed abandonment have been considered. WCL has contacted and requested comments from the Lake County Board of Supervisors. See correspondence attached herein as Appendix C. The Lake County Board Chairman has responded that it has received WCL’s notice of the proposed abandonment and supports the abandonment as its ultimate consummation permits WCL to negotiate an agreement to convey its

¹ The SHPO’s February 18, 2015 letter attached in Appendix B was not referenced in WCL’s Environmental & Historic Report that was circulated to the required parties on January 29, 2015. Accordingly, the instant report has been amended from its January 29, 2015, form to include the SHPO’s response.

right, title and interest, if any, in most of the underlying property to the City of Waukegan for redevelopment purposes.² See Appendix C.

2. Transportation System. WCL does not anticipate that existing regional or local transportation systems or patterns will be adversely affected by the proposed abandonment as IPCC is currently the only shipper on the Line and WCL is in the process of finding a suitable WCL-served site to which to relocate IPCC so that it continues to enjoy access to rail service after abandonment of this Line. Thus, WCL expects that no rail traffic will be diverted to other modes of transportation as a result of this abandonment. Given its stub-ended configuration, WCL does not conduct overhead rail movements on the Line, and no passenger trains are operated over the Line.

WCL has contacted and requested comments from the Illinois Department of Transportation (“IDOT”). See correspondence attached hereto as Appendix D. IDOT has stated that no part of the proposed abandonment falls under its jurisdiction. See Appendix D. IDOT has also commented that no portion of the proposed abandonment will impact wetlands or endangered and threatened species. See Appendix D.

3. Land Use.

(i) WCL does not foresee any inconsistency with regional and/or local land use plans. In fact, the proposed abandonment, undertaken as a result of negotiations initiated by the City of Waukegan facilitates local land use objectives. Specifically, after abandonment, most of WCL’s right, title and interest, if any, in the right-of-way is

² The Lake County Board Chairman suggests that the City of North Chicago is not aware of the proposed abandonment. The City of North Chicago is aware of the proposed abandonment and WCL’s counsel has conferred with counsel representing the City of North Chicago on several occasions regarding the proposed abandonment. See correspondence with the City of North Chicago attached as Appendix E.

expected to be conveyed to the City of Waukegan under the terms of an agreement to be negotiated with WCL, so that the City can redevelop its lakefront property. WCL has contacted and requested comments from the NOAA/National Geodetic Survey. The National Geodetic Survey has commented that no geodetic survey markers are located on the Line. See correspondence attached herein as Appendix F.

(ii) WCL believes that the proposed abandonment of the Line will not affect any prime or unique agricultural land. WCL has contacted and requested comments from the Natural Resources Conservation Service of the United States Department of Agriculture. See correspondence attached herein as Appendix G. The Natural Resources Conservation Service has responded that the proposed abandonment will not have any affect to prime or important farmlands. See Appendix G.

(iii) This track does not appear to be within a designated Coastal Zone Management Area and, accordingly, the proposed abandonment will not affect any land or water uses in such an area or result in any coastal impacts. WCL has contacted the Illinois State Coastal Zone Management Office located within the Illinois Department of Natural Resources to determine whether the proposed abandonment is consistent with applicable federal, state and local water quality standards. See correspondence attached hereto as Appendix H. WCL has received no comments to date.

(iv) WCL understands that the right-of-way of the Line would be suitable for alternative public use, but believes that a public use condition under 49 U.S.C. § 10905 mandating negotiations for alternative public redeployment of the corridor is unnecessary. As indicated above, abandonment is being undertaken in order

to allow the potential for transfer of the right-of-way to the City of Waukegan for redevelopment purposes.

4. Energy.

(i) The proposed abandonment will not have any effect on the transportation of energy resources. WCL has not transported energy resources over the Line for over twelve (12) years, and WCL foresees little or no possibility that such on-line traffic would develop in the future, and in any event, the only shipper of energy resources that could make use of the Line for such purposes has been using alternative rail service for at least twelve (12) years, which will continue to be available to that shipper after consummation of the proposed abandonment.

(ii) The movement and/or recovery of recyclable commodities will not be adversely affected by this abandonment. No recyclable commodities move over the Line, and WCL foresees little possibility that any on-line recyclable commodity traffic would develop in the future.

(iii) Abandonment will not result in an increase or decrease in overall energy efficiency. WCL expects to relocate the single shipper currently located on the Line to another WCL-served location nearby that would not be affected by the proposed abandonment.

(iv) Not applicable. Abandonment of the Line will not cause the diversion of more than 1,000 rail carloads per year or an average of 50 rail carloads per mile per year to motor carriers.

5. Air.

(i) Not applicable. Abandonment will not result in (A) a minimum increase in rail traffic of 100% or eight trains per day on any segment of rail line, (B) an increase in rail yard activity of at least 100%, or (C) an average increase in truck traffic of more than 10% of the average daily traffic or 50 vehicles per day on any road segment.

(ii) Not applicable. Lake County is not a class I or nonattainment area under the Clean Air Act. In any event, abandonment of the Line will not result in traffic increases which exceed the thresholds specified in 49 C.F.R. § 1105.7(e)(5)(ii)(A), (B) or (C).

(iii) Not applicable. No ozone depleting materials are transported over the Line, and no such shipments would be diverted as a result of this abandonment.

WCL has contacted and requested comments from the Illinois Environmental Protection Agency as well as the U.S. Environmental Protection Agency. See correspondence attached hereto as Appendices I and J. WCL has received no comments to date.

6. Noise. Not applicable. As indicated above, none of the thresholds identified in 49 C.F.R. § 1105.7(e)(5)(i) will be exceeded as a result of the abandonment.

7. Safety.

(i) The proposed action will have no adverse effect upon public health or safety. All salvage activities will be undertaken in compliance with applicable rules and regulations

(ii) Not applicable. No hazardous materials are transported on the Line and in any event no such shipments would be diverted as a result of abandonment.

(iii) There are no known hazardous material spills on the right-of-way of the Line. However, WCL's right of way is located to the east of the North Shore Gas (NSG) North Plant Manufactured Gas Plant (MGP) Superfund Alternative Site, located near the intersection of Pershing and Dahringer Roads in Waukegan. The North Plant site is being remediated by NSG under U.S. EPA oversight, and NSG has conducted certain removal and remedial actions along the western edge of WCL's right of way. Information regarding the nature and extent of MGP-related contamination on WCL's right of way and NSG's cleanup of the same is maintained by U.S. EPA under EPA ID #ILD984807990.

8. Biological Resources.

(i) The Line is located in an urban and industrial area and runs parallel to Lake Michigan. After abandonment, most of WCL's right, title and interest, if any, in the Line is expected to be conveyed to the City of Waukegan, Illinois for redevelopment purposes. WCL thus does not believe that any critical habitat will be destroyed, altered or affected as a result of the proposed abandonment, or that any endangered or threatened species are present in the area or would be adversely affected. The U.S. Fish & Wildlife Service has been contacted and to date has not yet responded. See Appendix K.

(ii) The Line does not pass through or adjacent to any wildlife sanctuaries or refuges or any national or state parks or forests and, accordingly, none will be adversely affected. WCL has contacted and requested comments from the National Park Service, as set forth in Appendix L. WCL has received no comments from the National Park Service to date.

9. Water. WCL does not believe that the proposed abandonment will adversely affect water quality because WCL does not intend remove the existing bridge on the

Line, but will only remove the rails on the bridge as part of its salvage operations. WCL does not anticipate discharge of any materials into navigable waters that would require permits under Sections 402 and 404 of the Clean Water Act. To WCL's knowledge, there are no wetlands located in or along the right-of-way of the Line, and WCL is unaware of any 100-year flood plains that would be affected by abandonment.

The U.S. Army Corps of Engineers has been contacted and has responded.³ See correspondence attached hereto as Appendix M. The Army Corps of Engineer's letter focuses upon dredging and fill activities (including the possible discharge of fill) near certain jurisdictional limits of Lake Michigan. The Army Corps' concerns are not a factor here. WCL does not plan to engage in any dredge or fill activities with respect to its abandonment and subsequent salvage on the Line. The U.S. Fish & Wildlife Service has also been contacted and, to date, has not responded. See correspondence attached as Appendix K. Information on the proposed abandonment also has been provided to the U.S. Environmental Protection Agency and the Illinois Department of Natural Resources, Coastal Management Program Office as well as the Illinois Environmental Protection Agency. See Appendices J, H, and I, respectively. No responses have been received to date.

The Lake County Stormwater Management Commission (SMC) is aware of WCL's intent to abandon the Line and responded to WCL raising questions concerning possible soil disturbance (and related storm water impacts) associated with track salvage activity. WCL has explained to SMC that, after receiving authority to abandon, WCL will salvage the rails, ties, and other track material and will potentially then convey most of the subject right-of-way to the

³ The Army Corps' February 17, 2015 attached in Appendix M was not referenced in WCL's Environmental & Historic Report that was circulated to the required parties on January 29, 2015. Accordingly, the instant report has been amended from its January 29, 2015 form to include the Army Corps' response.

City of Waukegan, which plans to use the corridor in connection with a multi-faceted lakefront development project. WCL also has explained that the railroad's salvage activities will take place above the ground, will not entail any excavation, grading, or similar land disturbance, so that storm water impacts are highly unlikely. SMC has accepted WCL's explanation and concluded that no permits are necessary prior to abandonment and salvage. See Appendix N.

HISTORIC REPORT - 49 C.F.R. § 1105.8(d)

1. Map. A map of the Line is attached hereto as Appendix A.
2. Description of Line. WCL seeks authority to abandon a line of railroad extending from milepost 71.0 in North Chicago, Illinois and ending at milepost 74.6 in Waukegan, Illinois, a total distance of 3.6 miles. The entirety of the Line is located in Lake County, Illinois. The area around the Line is flat and is located in an urban and industrial area that runs parallel to Lake Michigan. The right-of-way varies in width, with some segments approximately 150 feet, and others approximately 60 feet in width. Other portions of the Line are of varying dimensions as a result of the manner in which the railroad obtained title to the right of way on that portion bordering Lake Michigan, as well as through subdivisions within the City of Waukegan
3. Photographs. There is one bridge on the Line that is over 50 years and a photograph of that bridge was provided to the Illinois SHPO, See Appendix B.
4. Information on Structures. The aforementioned railroad bridge is at approximately milepost 72.8 and was built in 1914.
5. History of Operations. The Line was originally a part of the Waukegan and Southwestern Railway Company which was wholly conveyed to the Elgin, Joliet and Eastern Railway Company ("EJ&E") in 1891. Subsequently, in 2012, the WCL and EJ&E, both indirect

subsidiaries of Canadian National Railway Company, were consolidated into one company, leaving WCL as the surviving corporation. See Wisconsin Central Limited Intra-Corporate Family Merger Exemption, Elgin, Joliet and Eastern Railway Company, FD 35630 (STB Served May 23, 20123). Currently there remains only one active shipper on the Line. WCL is working with that shipper to re-locate it to another location on WCL's Line but outside the parameters of the proposed abandonment.

6. Engineering Documents. WCL provide copies of any documents in its possession upon request.

7. Historic Criteria. WCL has contacted and requested comments from the Illinois SHPO. See correspondence attached as Appendix B. The SHPO has responded and concluded that no historic properties will be affected by the proposed abandonment and subsequent salvage activities. See Appendix B.

8. Ground Disturbances. WCL has reported there are no archaeological resources in the area. Moreover, WCL does not intend in the course of track salvage to engage in any ground disturbance that could affect archaeological resources (if any) along the Line. Access to the line is generally good.

CERTIFICATIONS - 49 C.F.R § 1105.7(c)

A certification that the foregoing Report has been served on each of the agencies designated in 49 C.F.R. § 1105.7(b) and that WCL has consulted with all appropriate agencies in preparing this Report is attached hereto as Appendix O. A certification that, in accordance with 49 C.F.R. § 1105.12, WCL has published notice of the proposed abandonment in a newspaper of general circulation in the county through which Galloway Spur passes is attached hereto as Appendix O.

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

DOCKET NO AB-303 (SUB-NO 46X)

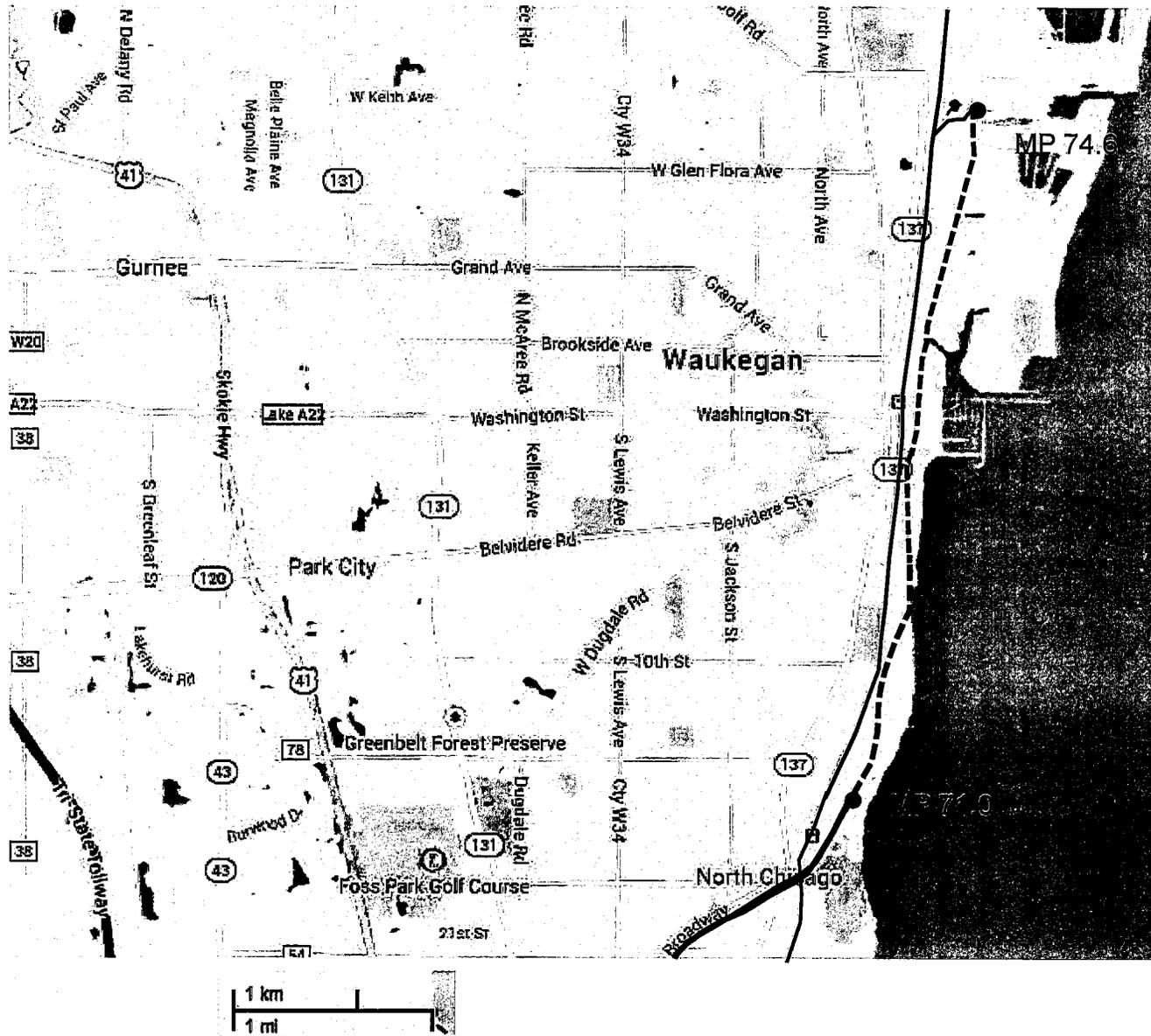
**WISCONSIN CENTRAL, LTD
-- PETITION TO ABANDON --
IN LAKE COUNTY, ILLINOIS**

**APPENDICES TO
ENVIRONMENTAL/HISTORICAL REPORT**

Appendix

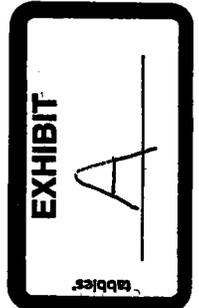
Map showing Line location	A
Illinois State Historic Preservation Office Notice and Response Letters	B
Lake County Board of Supervisors Notice and Response Letters.....	C
Illinois Department of Transportation Notice and Response Letters.....	D
City of North Chicago Response Letter.....	E
NOAA/National Geodetic Survey Notice and Response Letters	F
Natural Resources Conservation Service Notice and Response Letter	G
Illinois State Coastal Zone Management Office Notice and Response Letter.....	H
Illinois Environmental Protection Agency Notice Letter	I
Environmental Protection Agency Region 5 Notice Letter	J
U.S. Fish and Wildlife Service Notice Letter	K
National Park Service Notice Letter	L
U.S. Army Corps of Engineers Notice Letter	M
Lake County Stormwater Management Commission Response Letter	N
Certifications.....	O

Waukegan, IL



- CN
- - - CN to abandon
- UP

Docket AB 303
(Sub No. 46X)



FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

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www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

Illinois Historic Preservation Agency
1 Old State Capitol Plaza
Springfield, IL 62701-1507

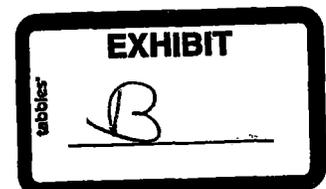
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

Dear Sir/Madam:

Wisconsin Central Ltd. ("WCL") is planning to file a Petition for Exemption with the Surface Transportation Board ("STB") for the abandonment of approximately 3.6 miles of railroad line starting at MP 71.0 in Waukegan, Illinois and ending at MP 74.6 in Waukegan, Illinois ("the Line"). The entire Line is located in Lake County, Illinois. The Petition for Exemption will be filed pursuant to 49 C.F.R. § 1152.60.

WCL is advising you of the proposed action so you may assist us in identifying any potential effects of the proposed action on, among other things, the following:

1. Water quality;
2. Designated wetlands;
3. 100-year old flood plains;
4. Endangered or threatened species;
5. Critical habitats;
6. Wildlife sanctuaries or refuges;
7. National or state parks or forests;
8. Coastal zone management;
9. Soil and natural resource conservations;
10. Agricultural land;
11. Regional and/or local use plans; and
12. The need or permits under Sections 402 or 404 of the Clean Water Act.



FLETCHER & SIPPEL LLC

Illinois Historic Preservation Agency
November 25, 2014
Page 2

Because of the nature of the proposed action, we foresee no adverse effects. Nevertheless, we would appreciate your review and any comments you may wish to offer. We would appreciate a written response as soon as possible so that we may include it in the Environmental/Historic Report for the proposed abandonment. Any written comments should reference Docket No. AB 303 (Sub No. 46X) and be sent to the undersigned, as counsel for WCL.

In accordance with the STB's regulations, a copy of the Environmental/Historic Report will be forwarded to you at least twenty days before WCL's Petition for Exemption is filed at the STB.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure

FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

AUDREY L. BRODRICK
(312) 252-1518
abrodric@fletcher-sippel.com

Phone: (312) 252-1500
Fax: (312) 252-2400
www.fletcher-sippel.com

December 9, 2014

Via Overnight (Next Business Day) Delivery

Illinois Historic Preservation Agency
1 Old State Capitol Plaza
Springfield, IL 62701-1507

Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

Dear Sir/Madam:

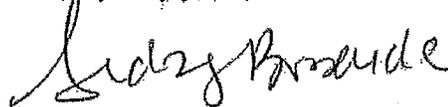
On November 25, 2014, a letter was sent to the Illinois Historic Preservation Office providing notice of the Wisconsin Central Ltd.'s ("WCL") plan to file a Petition for Exemption with the Surface Transportation Board ("STB") for the abandonment of approximately 3.6 miles of railroad line starting at MP 71.0 in Waukegan, Illinois and ending at MP 74.6 in Waukegan, Lake County, Illinois ("the Line").

In an effort to work with the Illinois Historic Preservation Office, I am providing with this letter a picture of the single bridge located on the Line at milepost 72.8. Our records show this bridge was built in 1914. There are no other buildings or structures on the Line.

If I can provide any more information, please do let me know. As information, WCL intends on filing its Petition for Exemption to Abandon the Line in a couple of weeks.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB;dg
Enclosure





FAX (217) 524-7525

Lake County
Waukegan

Railway Abandonment, Wisconsin Central Ltd.
Milepost 71.0 to Milepost 74.6
STB-AB 303 (Sub No. 46X)
IHPA Log #013120214

December 18, 2014

Audrey Brodrick
Fletcher and Sippel LLC
29 N. Wacker Dr., Suite 920
Chicago, IL 60606-2832

Dear Ms. Brodrick:

Thank you for requesting comments from our office concerning the possible effects of your project on cultural resources. Our comments are required by Section 106 of the National Historic Preservation Act of 1966, as amended, and its implementing regulations, 36 CFR 800: "Protection of Historic Properties".

Our staff has reviewed the specifications of the referenced project as submitted by your office. We cannot adequately review this proposed project until the following additional documentation has been submitted to our Agency:

Please provide a detailed aerial image (using Google Earth) of the entire track to be abandoned.

In your reply, please refer to IHPA Log #013120214. If you have any further questions, please contact me at 217/785-5027.

Sincerely,

Anne E. Haaker
Deputy State Historic
Preservation Officer

FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

Phone: (312) 252-1500
Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodick@fletcher-sippel.com

January 29, 2015

Illinois Historic Preservation Agency
1 Old State Capitol Plaza
Springfield, IL 62701-1507

Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

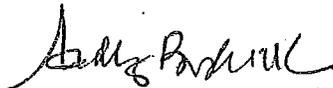
Dear Sir/Madam:

Per your request, enclosed please find an aerial image of the entire Line to be abandoned.

If I can provide any more information, or if you have any further questions, please do let me know.

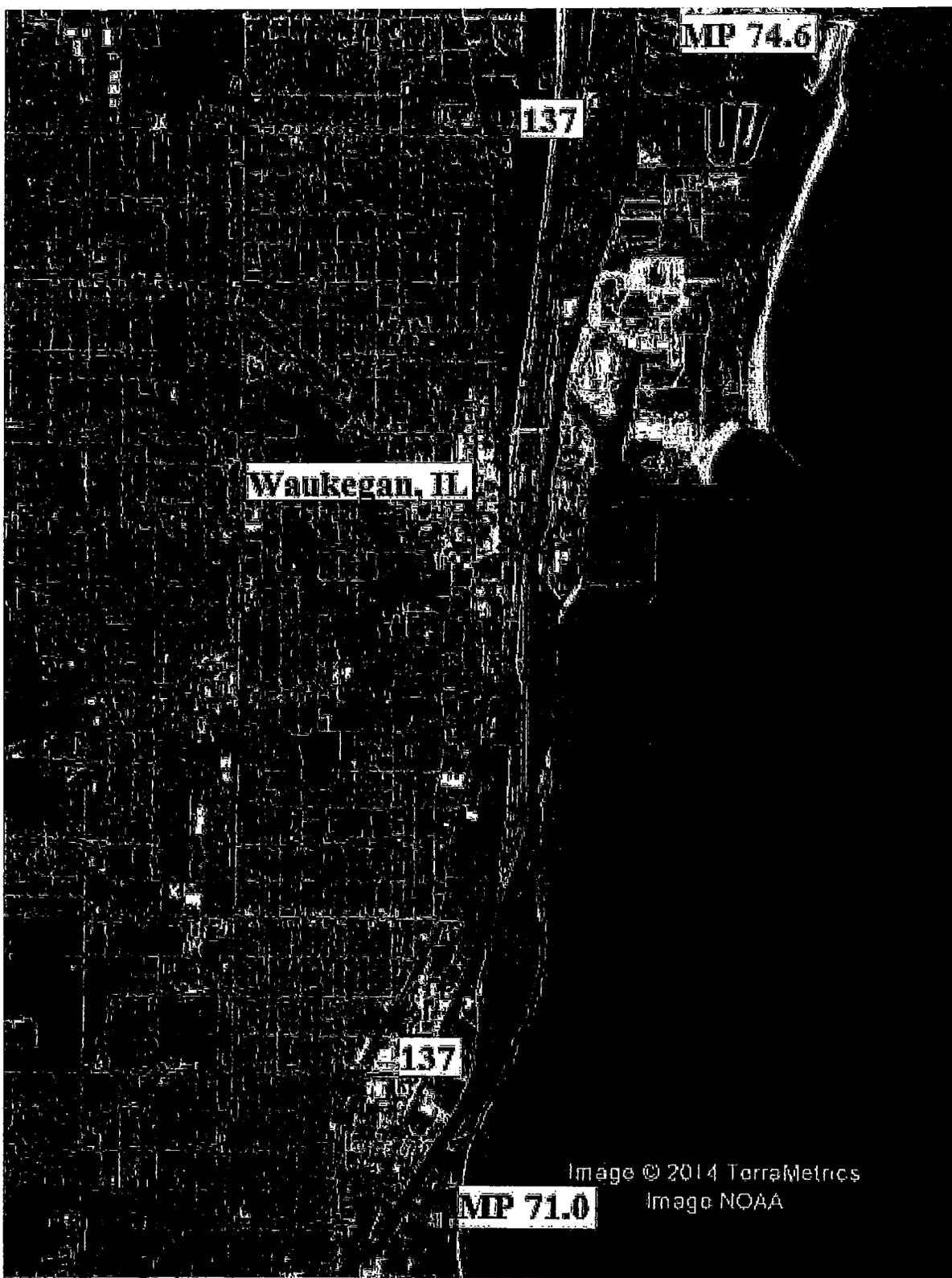
Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure



**Docket AB 303
(Sub No. 46X)**



**Illinois Historic
Preservation Agency**

1 Old State Capitol Plaza, Springfield, IL 62701-1512

FAX (217) 524-7525

www.illinoishistory.gov

Lake County

Waukegan

Railway Abandonment, Wisconsin Central Ltd.

Milepost 71.0 to Milepost 74.6

STB-AB 303 (Sub No. 46X)

IHPA Log #013120214

February 18, 2015

Audrey Brodrick
Fletcher and Sippel LLC
29 N. Wacker Dr., Suite 920
Chicago, IL 60606-2832

Dear Ms. Brodrick:

We have reviewed the additional documentation submitted for the referenced project in accordance with 36 CFR Part 800.4. Based upon the information provided, no historic properties are affected. We, therefore, have no objection to the undertaking proceeding as planned.

Please retain this letter in your files as evidence of compliance with section 106 of the National Historic Preservation Act of 1966, as amended. This clearance remains in effect for two years from date of issuance. It does not pertain to any discovery during construction, nor is it a clearance for purposes of the Illinois Human Skeletal Remains Protection Act (20 ILCS 3440).

If you have any further questions, please contact me at 217/785-5031.

Sincerely,

Rachel Leibowitz, Ph.D.
Deputy State Historic
Preservation Officer

FLETCHER & SIPPEN LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

Phone: (312) 252-1500
Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

Aaron Lawlor, Lake County Board Chairman
District 18
18 North County Street, 10th Floor
Waukegan, IL 60085

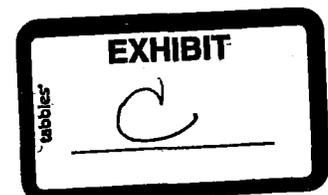
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

Dear Mr. Lawlor:

Wisconsin Central Ltd. (“WCL”) is planning to file a Petition for Exemption with the Surface Transportation Board (“STB”) for the abandonment of approximately 3.6 miles of railroad line starting at MP 71.0 in Waukegan, Illinois and ending at MP 74.6 in Waukegan, Illinois (“the Line”). The entire Line is located in Lake County, Illinois. The Petition for Exemption will be filed pursuant to 49 C.F.R. § 1152.60.

WCL is advising you of the proposed action so you may assist us in identifying any potential effects of the proposed action on, among other things, the following:

1. Water quality;
2. Designated wetlands;
3. 100-year old flood plains;
4. Endangered or threatened species;
5. Critical habitats;
6. Wildlife sanctuaries or refuges;
7. National or state parks or forests;
8. Coastal zone management;
9. Soil and natural resource conservations;
10. Agricultural land;
11. Regional and/or local use plans; and
12. The need or permits under Sections 402 or 404 of the Clean Water Act.



FLETCHER & SIPPEL LLC

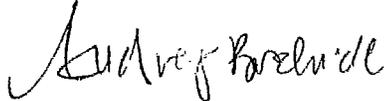
Mr. Aaron Lawlor
November 25, 2014
Page 2

Because of the nature of the proposed action, we foresee no adverse effects. Nevertheless, we would appreciate your review and any comments you may wish to offer. We would appreciate a written response as soon as possible so that we may include it in the Environmental/Historic Report for the proposed abandonment. Any written comments should reference Docket No. AB 303 (Sub No. 46X) and be sent to the undersigned, as counsel for WCL.

In accordance with the STB's regulations, a copy of the Environmental/Historic Report will be forwarded to you at least twenty days before WCL's Petition for Exemption is filed at the STB.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure



18 North County Street - 10th Floor
Waukegan, Illinois 60085-4351
Phone 847 377 2300
Fax 847 360 7322
Web <http://www.lakecountyil.gov>

Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd.
Proposed Abandonment North Chicago/Waukegan

January 2, 2015

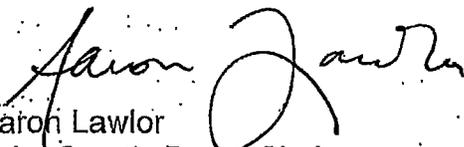
Ms. Audrey L. Brodrick
Fletcher & Sippel LLC
29 North Wacker Drive
Suite 920
Chicago, IL 60606-2832

Dear Ms. Brodrick:

We are in receipt of your letter dated November 25, 2014 and have the following comments. The termini indicated in your letter for the proposed abandonment are located in the cities of Waukegan and North Chicago. We believe that the City of Waukegan was notified of the intent to abandon; however, in conversation with staff, it appears the City of North Chicago was not. Both North Chicago and Waukegan have long planned for a shared use path for public use along the Lake Michigan shoreline and the limits of the proposed railroad abandonment described in your letter would be ideal for this purpose.

It is our understanding that one, or both, of the cities have initiated the process to request the STB issue a Public Use Condition and a Certificate or Notice of Interim Trail Use rather than an outright abandonment authorization. Please be advised that the County of Lake whole heartedly supports the efforts of the City of Waukegan and the City of North Chicago in their endeavors to provide a public shared use path along the corridor.

Very truly yours,


Aaron Lawlor
Lake County Board Chairman

Cc; Russ Tomlin, Director of Community Development, City of Waukegan
Charles Smith, Attorney, City of North Chicago
Paula J. Trigg, P.E., County Engineer/Director of Transportation

FLETCHER & SIPPEN LLC

ATTORNEYS AT LAW

29 North Wacker Drive
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Chicago, Illinois 60606-2832

Phone: (312) 252-1500
Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

Illinois Department of Transportation
Division of Public and Intermodal Transportation
2300 S. Dirksen Parkway
Springfield, IL 62764

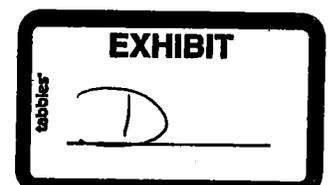
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

Dear Sir/Madam:

Wisconsin Central Ltd. ("WCL") is planning to file a Petition for Exemption with the Surface Transportation Board ("STB") for the abandonment of approximately 3.6 miles of railroad line starting at MP 71.0 in Waukegan, Illinois and ending at MP 74.6 in Waukegan, Illinois ("the Line"). The entire Line is located in Lake County, Illinois. The Petition for Exemption will be filed pursuant to 49 C.F.R. § 1152.60.

WCL is advising you of the proposed action so you may assist us in identifying any potential effects of the proposed action on, among other things, the following:

1. Water quality;
2. Designated wetlands;
3. 100-year old flood plains;
4. Endangered or threatened species;
5. Critical habitats;
6. Wildlife sanctuaries or refuges;
7. National or state parks or forests;
8. Coastal zone management;
9. Soil and natural resource conservations;
10. Agricultural land;
11. Regional and/or local use plans; and
12. The need or permits under Sections 402 or 404 of the Clean Water Act.



FLETCHER & SIPPEL LLC

Illinois Department of Transportation

November 25, 2014

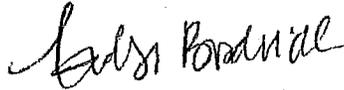
Page 2

Because of the nature of the proposed action, we foresee no adverse effects. Nevertheless, we would appreciate your review and any comments you may wish to offer. We would appreciate a written response as soon as possible so that we may include it in the Environmental/Historic Report for the proposed abandonment. Any written comments should reference Docket No. AB 303 (Sub No. 46X) and be sent to the undersigned, as counsel for WCL.

In accordance with the STB's regulations, a copy of the Environmental/Historic Report will be forwarded to you at least twenty days before WCL's Petition for Exemption is filed at the STB.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure



Illinois Department of Transportation

Division of Highways / Region 1 / District 1
201 West Center Court / Schaumburg, Illinois 60196-1096

January 21, 2015

SUBJECT: Chicago, Central and Pacific Railroad Company
Proposed Abandonment in Waukegan,
Lake County, Illinois
Docket No.: AB 303 (Sub No. 46X)

Ms. Audrey L. Brodrick
Counsel for Wisconsin Central LTD.
Fletcher & Sippel LLC
Attorneys At Law
29 North Wacker Drive
Suite 920
Chicago, IL 60606-2832

Dear Ms. Brodrick:

Reference is made to your letter dated November 25, 2014 informing us of the Wisconsin Central Ltd.'s (WC) proposed railroad line abandonment in Waukegan, Illinois.

The area under consideration for abandonment is not listed in the National Wetland Inventory (NWI), Illinois Natural Area Inventory Sites, Nature Preserve or Element of Occurrence Records for federal or state listed species. The WC's proposed abandonment is clear and does not impact wetlands and endangered and threatened species.

There are no routes that fall under the jurisdiction of the State's Department of Transportation within the 3.6 miles of the railroad line proposed for abandonment. We recommend that WC coordinate with the City of Waukegan as a starting point to determine which local authority has jurisdiction over the roadways impacted by the abandonment, the removal of all the at-grade crossings including track, track material, railroad signals and signal foundations associated with the crossing, from the area within the roadway's right-of-way lines.

Ms. Audrey L. Brodrick
January 21, 2015
Page two

The Department appreciates the opportunity to comment on this proposed rail-line abandonment project.

If you have any questions or need additional information, please contact me or Mr. Ken Eng, Bureau Chief of Design, at (847) 705-4211.

Very truly yours,



John Fortmann, P.E.
Deputy Director of Highways,
Region One Engineer

SMITH, LaLUZERNE & HARTMAN, LTD.

A Professional Corporation

Attorneys at Law

One North County Street

Waukegan, Illinois 60085-4303

Telephone 847/775-7700

Facsimile 847/662-6834

Charles W. Smith

Lawrence R. LaLuzerne

James C. Hartman

Joel D. Gingiss

Brian G. Smith

email: chuck.smith@csmithlaw.com

January 14, 2015

Ms. Audrey L. Brodrick
Fletcher & Sippel, LLC
29 North Wacker Drive, Suite 920
Chicago IL 60606-2832

via abrodrick@fletcher-sippel.com

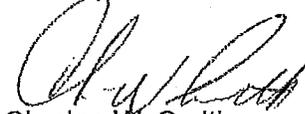
**Re: Docket AB 303 (Sub No. 46X) Wisconsin Central, Ltd.
Proposed Abandonment in Waukegan, Lake County, IL**

Dear Ms. Brodrick:

As you may recall from our earlier phone conversation, I am the attorney for the City of North Chicago. I write to formally request that you advise me what the claims are for the vacation of the portion of the rail spur line, which is the subject matter of your petition before the Surface Transportation Board for the area from 10th Street to mile post 71 as shown on your exhibit to Docket AB 303. The right-of-way south of 10th Street is located within the City of North Chicago and if it is going to be vacated, the City should have the right to comment before the Surface Transportation Board. Without knowing what the claims are for that portion of the railroad spur, I am unable to put forth that North Chicago has no objection to the proposed abandonment. I await your advisal.

Sincerely,

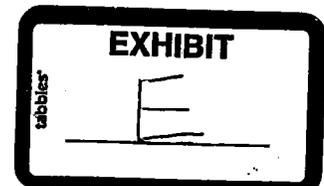
SMITH, LaLUZERNE & HARTMAN, LTD.



Charles W. Smith

CWS:sd

cc: Leon Rockingham, via leoroc@northchicago.org
Deborah Waszak, via debwas@northchicago.org
Ronald E. Lanz, via ronlan@northchicago.org
Paula J. Trigg, via ptrigg@lakecountyil.gov
Aaron Lawlor, via alawlor@lakecountyil.gov



SMITH, LaLUZERNE & HARTMAN, LTD.

A Professional Corporation

Attorneys at Law

One North County Street

Waukegan, Illinois 60085-4303

Telephone 847/775-7700

Facsimile 847/662-6834

Charles W. Smith
Lawrence R. LaLuzerne
James C. Hartman

Joel D. Gingiss
Brian G. Smith

email: chuck.smith@csmithlaw.com

January 21, 2015

Ms. Audrey L. Brodrick
Fletcher & Sippel, LLC
29 North Wacker Drive, Suite 920
Chicago IL 60606-2832

via abrodrick@fletcher-sippel.com

**Re: Docket AB 303 (Sub No. 46X) Wisconsin Central, Ltd.
Proposed Abandonment in Waukegan, Lake County, IL**

Dear Ms. Brodrick:

Thank you for the opportunity to speak with you on January 15, 2015 relative to an abandonment of a certain portion of the Wisconsin Central railroad line within the City of North Chicago. The City would be interested in discussing either a donation by Wisconsin Central or possible purchase of the land. Kindly advise me of the railroad's intention concerning this portion of Wisconsin Central's land in the City of North Chicago.

Sincerely,

SMITH, LaLUZERNE & HARTMAN, LTD.



Charles W. Smith

CWS:sd

cc: Leon Rockingham, via leoroc@northchicago.org
Deborah Waszak, via debwas@northchicago.org
Ronald E. Lanz, via ronlan@northchicago.org
Paula J. Trigg, via ptrigg@lakecountyil.gov
Aaron Lawlor, via alawlor@lakecountyil.gov

Deborah Guzman

From: Audrey Brodrick
Sent: Thursday, January 29, 2015 2:13 PM
To: Deborah Guzman
Subject: FW: Proposed Abandonment of Wisconsin Central Railroad

From: Audrey Brodrick
Sent: Thursday, January 22, 2015 1:11 PM
To: 'Linda Brause'
Cc: Chuck Smith; Sheri Daun
Subject: RE: Proposed Abandonment of Wisconsin Central Railroad

I have received the attached correspondence. I will follow up with my client and will be in touch.

Thank you,
Audrey

From: Linda Brause [<mailto:Linda.Brause@csmithlaw.com>]
Sent: Wednesday, January 21, 2015 2:13 PM
To: Audrey Brodrick
Cc: Chuck Smith; Sheri Daun
Subject: Proposed Abandonment of Wisconsin Central Railroad

Please see attached.

Linda P. Brause
Smith, LaLuzerne & Hartman, Ltd.
One North County Street
Waukegan IL 60085-4303
847/775-7700; 847/662-6834 (FAX)
linda.brause@csmithlaw.com
www.csmithlaw.com



SMITH, LALUZERNE & HARTMAN, LTD
ATTORNEYS AT LAW

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FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

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Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

National Geodetic Survey Information Services
SSMC-3, #9202
1315 East-West Highway
Silver Springs, Maryland 20910-3282
Attention: Simon Monroe
Simon.Monroe@noaa.gov

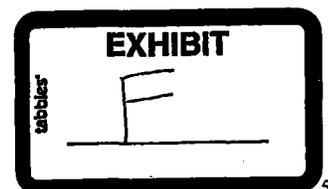
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

Dear Sir/Madam:

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WCL is advising you of the proposed action so you may assist us in identifying any potential effects of the proposed action on, among other things, the following:

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2. Designated wetlands;
3. 100-year old flood plains;
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5. Critical habitats;
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8. Coastal zone management;
9. Soil and natural resource conservations;
10. Agricultural land;
11. Regional and/or local use plans; and
12. The need or permits under Sections 402 or 404 of the Clean Water Act.



FLETCHER & SIPPEL LLC

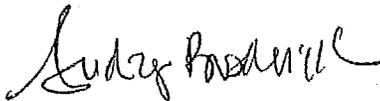
National Geodetic Survey Information Services
November 25, 2014
Page 2

Because of the nature of the proposed action, we foresee no adverse effects. Nevertheless, we would appreciate your review and any comments you may wish to offer. We would appreciate a written response as soon as possible so that we may include it in the Environmental/Historic Report for the proposed abandonment. Any written comments should reference Docket No. AB 303 (Sub No. 46X) and be sent to the undersigned, as counsel for WCL.

In accordance with the STB's regulations, a copy of the Environmental/Historic Report will be forwarded to you at least twenty days before WCL's Petition for Exemption is filed at the STB.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure

-----Original Message-----

From: Simon Monroe [mailto:simon.monroe@noaa.gov]

Sent: Thursday, December 04, 2014 3:38 PM

To: Audrey Brodrick

Cc: Surface Transportation Board; Lucy Hall; simon Monroe

Subject: NGS Response, STB Docket AB-303 (SUB NO. 046X)

Thank you for sharing your railroad abandonment environmental report for

WAUKEGAN, Lake County, ILLINOIS.

Approximately 00 geodetic survey marks may be located in the area described. These marks may or may not be disturbed.

If marks will be disturbed by the abandonment, [THE RAILROAD] shall

consult with the National Geodetic Survey (NGS) at least 90 days prior to

beginning salvage activities that will disturb, or destroy any geodetic station

marks are described on the attached file. Additional advice is provided at

<http://geodesy.noaa.gov/marks/railroads/>

|---|-----|
-|-----|-----|-----|---|-----

No Stations Found.

FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

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Suite 920
Chicago, Illinois 60606-2832

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Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

National Resources Conservation Service-USDA
Illinois State Office
2118 W. Park Court
Champaign, IL 61821

Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

Dear Sir/Madam:

Wisconsin Central Ltd. (“WCL”) is planning to file a Petition for Exemption with the Surface Transportation Board (“STB”) for the abandonment of approximately 3.6 miles of railroad line starting at MP 71.0 in Waukegan, Illinois and ending at MP 74.6 in Waukegan, Illinois (“the Line”). The entire Line is located in Lake County, Illinois. The Petition for Exemption will be filed pursuant to 49 C.F.R. § 1152.60.

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9. Soil and natural resource conservations;
10. Agricultural land;
11. Regional and/or local use plans; and
12. The need or permits under Sections 402 or 404 of the Clean Water Act.



FLETCHER & SIPPEL LLC

National Resources Conservation Service-USDA

November 25, 2014

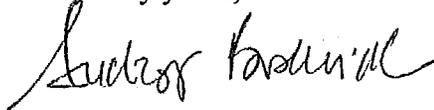
Page 2

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In accordance with the STB's regulations, a copy of the Environmental/Historic Report will be forwarded to you at least twenty days before WCL's Petition for Exemption is filed at the STB.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure



Natural Resources Conservation Service
2118 West Park Court
Champaign, IL 61821
Phone: 217/353-6600
Fax: 217/353-6676

December 2, 2014

Audrey L. Brodrick
Counsel for Illinois Central Railroad Company
29 Wacker Drive, Suite 920
Chicago, Illinois 60606-2832

RE: Docket AB 303 (Sub-No. 46X) Wisconsin Central Ltd. – Proposed Abandonment in
Waukegan, Illinois – Lake County

Dear Ms. Brodrick:

We have reviewed the proposed project as requested.

Because the proposed track abandonment would be confined to an existing rail corridor, it will have no impact on prime or important farmlands.

Sincerely,

A handwritten signature in cursive script that reads "Paul Wilson".

Acting For

IVAN N. DOZIER
State Conservationist

cc:

Tessa Chadwick, ASTC, USDA-NRCS, 3605 N. IL Route 47, Suite C, Morris, IL 60450
Ron Collman, State Soil Scientist, USDA-NRCS, 2118 West Park Court, Champaign, IL 61821
Wade Conn, Acting State Resource Conservationist, USDA-NRCS, 2118 West Park Court,
Champaign, IL 61821

FLETCHER & SIPPEL LLC

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29 North Wacker Drive
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Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

State Coastal Zone Management
Illinois Department of Natural Resources
Coastal Management Program Office
160 N. LaSalle Street
Suite S-703
Chicago, IL 60601

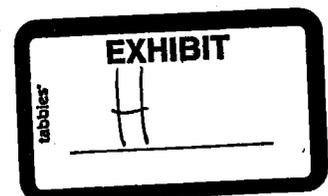
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

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FLETCHER & SIPPEL LLC

State Coastal Zone Management
November 25, 2014
Page 2

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In accordance with the STB's regulations, a copy of the Environmental/Historic Report will be forwarded to you at least twenty days before WCL's Petition for Exemption is filed at the STB.

Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure

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abrodrick@fletcher-sippel.com

November 25, 2014

Environmental Protection Agency, Region 5
77 West Jackson Boulevard
Chicago, IL 60604-3507

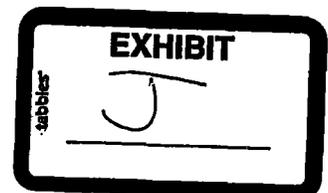
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

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FLETCHER & SIPPEL LLC

Environmental Protection Agency, Region 5

November 25, 2014

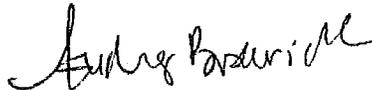
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Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure

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Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

U.S. Fish and Wildlife Service, Region 3
5600 American Boulevard West
Suite 990
Bloomington, MN 55437-1458

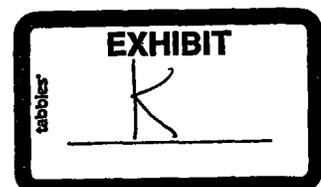
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FLETCHER & SIPPEL LLC

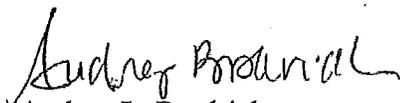
U.S. Fish and Wildlife Service, Region 3
November 25, 2014
Page 2

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Thank you for your assistance.

Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure

FLETCHER & SIPPEL LLC

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29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

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Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

November 25, 2014

National Park Service, Midwest Region
Attention: Patty Trap, Acting Regional Director
601 Riverfront Drive
Omaha, NE 68102-4226

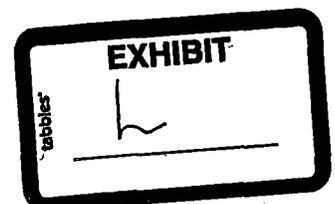
Re: Docket AB 303 (Sub No. 46X) Wisconsin Central Ltd. –
Proposed Abandonment in Waukegan, Illinois-Lake County

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FLETCHER & SIPPEL LLC

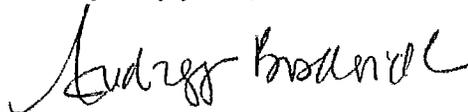
National Park Service, Midwest Region
November 25, 2014
Page 2

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Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure

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AUDREY L. BRODRICK
(312) 252-1518
abrodick@fletcher-sippel.com

November 25, 2014

U.S. Army Corp of Engineers, Chicago District
231 South LaSalle Street, Suite 1500
Chicago, IL 60604

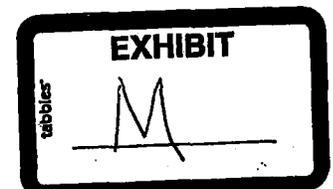
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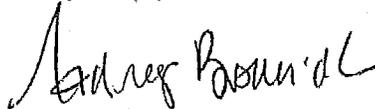
U.S. Army Corp of Engineers, St. Louis District
November 25, 2014
Page 2

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Very truly yours,



Audrey L. Brodrick
Counsel for Wisconsin Central Ltd.

ALB:dg
Enclosure



DEPARTMENT OF THE ARMY
CHICAGO DISTRICT, CORPS OF ENGINEERS
231 SOUTH LA SALLE STREET
CHICAGO, ILLINOIS 60604-1437

REPLY TO
ATTENTION OF:

February 17, 2015

Technical Services Division
Regulatory Branch
LRC-2015-00100

SUBJECT: Comments on Docket No. AB-303 (Sub-No. 46X) for the Wisconsin Central Ltd. Petition for the Abandonment of 3.6 Miles of WCL's Railroad Line Extending from MP 71.0 in North Chicago and Ending at MP 74.6 in the City of Waukegan, Lake County, Illinois

Surface Transportation Board
Office of Environmental Analysis
395 E Street, S.W., Room 1106
Washington, DC 20423-0001

To Whom It May Concern:

This is in response to your January 29, 2015 request that the U.S. Army Corps of Engineers provide comment on the petition by Wisconsin Central Ltd. for the abandonment of 3.6 miles of railroad line extending from MP 71.0 in North Chicago to MP 74.6 in Waukegan. The subject request has been assigned number LRC-2015-00100. Please reference this number in all future correspondence concerning this project.

Pursuant to Section 404 of the Clean Water Act (33 U.S.C. 1344), the U.S. Army Corps of Engineers regulates the discharge of dredged or fill material into waters of the United States. These waters include, but are not limited to, lakes, rivers, streams and wetlands, such as swamps, marshes and bogs. Following a review of the information you furnished to this office, this office has determined that the subject property may require a Department of the Army (DA) permit to complete the proposed work.

Following a review of the information you furnished to this office and a cursory review of the Lake County digital GIS maps, the following comments are provided:

1. Numerous wetlands are identified within the vicinity of the railroad right-of-way (ROW) to be abandoned. Please be informed that the Corps regulates the discharge of fill in jurisdictional wetlands under Section 404 of the Clean Water Act;
2. The subject rail line crosses the Waukegan River in close proximity to Lake Michigan. Based on the Lake County digital GIS maps, the work may occur within the jurisdictional limits of Lake Michigan, identified as 581.5 Great Lakes Datum (GLD). Please be informed that the Corps regulates the discharge of fill or any work over, under or through the jurisdictional limits of Lake Michigan under Section 10 of the Rivers and Harbors Act of 1899.

Thank you for the opportunity to provide comment. If you have any questions please contact the Regulatory Branch East Section Chief, Kathleen Chernich, or Mr. Soren Hall of my staff by telephone at 312-846-5532 or email at Soren.G.Hall@usace.army.mil.

Sincerely,

Digitally signed by
CHERNICH.KATHLEEN.G.1230365
616

Date: 2015.02.17 12:37:38 -06'00'

Kathleen G. Chernich
Chief, East Section
Regulatory Branch

Copy Furnished:

Fletcher & Sippel, LLC (Audrey Brodrick)

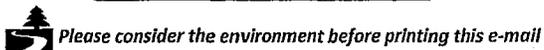
From: Westman, Glenn H. [mailto:GWestman@lakecountyil.gov]
Sent: Thursday, January 08, 2015 11:41 AM
To: Audrey Brodrick
Cc: Warner, Mike D.; Woolford, Kurt A.; Lawlor, Aaron L.; Waggoner, Eric D.; Crivello, Steve T.; Trigg, Paula J.; 'Scot Prindiville (Scot.Prindiville@waukeganIL.gov)'; Christensen, Bruce D.
Subject: RE: Docket No. AB 303 (Sub No. 46X) - WC Railroad Abandonment, Waukegan

1-8-15

Ms. Brodrick: Thank you for your response letter dated January 5, 2015 (copy attached). As described in your letter, the proposed WCL abandonment in Waukegan will not involve any ground disturbance or require new access routes for the salvage operations. Accordingly, no permit is required from the Lake County Stormwater Management Commission for the proposed abandonment.

We would like to be of assistance. If you have any questions, or would like to set up a meeting, please call our office at (847)377-7705 or e-mail Glenn Westman at gwestman@lakecountyil.gov. If you have any additional concerns that have not been addressed by the regulatory staff, you may contact Chief Engineer Kurt Woolford kwoolford@lakecountyil.gov or Executive Director Michael Warner mwarner@lakecountyil.gov at (847)377-7700.

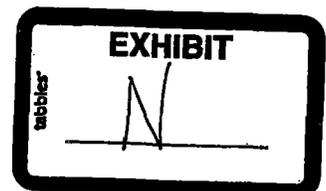
Glenn H. Westman
Principal Wetland Specialist
Lake County Stormwater Management Commission (SMC)
500 W. Winchester Road, Suite 201
Libertyville, IL 60048
Phone: (847)377-7718
Fax: (847)984-5747
E-Mail: gwestman@lakecountyil.gov



From: Westman, Glenn H.
Sent: Wednesday, December 03, 2014 1:18 PM
To: 'abrodrick@fletcher-sippel.com'
Cc: Warner, Mike D.; Woolford, Kurt A.; Lawlor, Aaron L.; Waggoner, Eric D.; Crane, Juli; Scot Prindiville (Scot.Prindiville@waukeganIL.gov)
Subject: Docket No. AB 303 (Sub No. 46X) - WC Railroad Abandonment, Waukegan

12-3-14

Dear Ms. Brodrick:



The attached letter regarding the subject Docket was forwarded to our agency. To help us assist you in identifying any potential effects of the proposed action on wetlands, floodplains, etc., can you please clarify the scope of the proposed "abandonment"? In other words, is the intent of the abandonment to leave the line in-place essentially unaltered, or to physically remove the line, earthen embankment, etc.? Thank you!

We would like to be of assistance. If you have any questions, or would like to set up a meeting, please call our office at (847)377-7705 or e-mail Glenn Westman at gwestman@lakecountyil.gov. If you have any additional concerns that have not been addressed by the regulatory staff, you may contact Chief Engineer Kurt Woolford kwoolford@lakecountyil.gov or Executive Director Michael Warner mwarner@lakecountyil.gov at (847)377-7700.

Glenn H. Westman
Principal Wetland Specialist
Lake County Stormwater Management Commission (SMC)
500 W. Winchester Road, Suite 201
Libertyville, IL 60048
Phone: (847)377-7718
Fax: (847)984-5747
E-Mail: gwestman@lakecountyil.gov



Please consider the environment before printing this e-mail

FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

RECEIVED

JAN 07 2015

LAKE COUNTY STORMWATER
MANAGEMENT COMMISSION

Phone: (312) 252-1500
Fax: (312) 252-2400
www.fletcher-sippel.com

January 5, 2015

VIA EMAIL & U.S. MAIL

Glenn H. Westman
Principal Wetland Specialist
Lake County Stormwater Management Commission (SMC)
500 W. Winchester Road, Suite 201
Libertyville, IL 60048

**Re: Docket No. AB 303 (Sub No. 46X) - WCL Railroad Abandonment,
Waukegan, Illinois, Lake County**

Dear Mr. Westman:

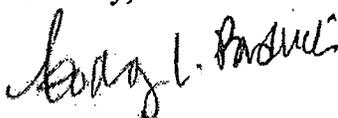
This letter is in response to your December 3, 2014 correspondence regarding my client, Wisconsin Central Limited's ("WCL") proposed abandonment in Lake County, Illinois, Docket No. AB 303 (Sub No. 46X). Upon receiving the authority to abandon, WCL will salvage the line by removing the tracks, ties, and other above-ground track materials from rail corridor between mileposts 71.0 and 74.6 ("the Line"). All salvage operations will be performed by using existing access points on the Line and salvage operations will not alter or disturb the sub-grade of the Line. WCL does not intend as a consequence of the proposed abandonment to engage in any excavation or other such ground disturbance along the Line, and it has no plans to remove any embankments or other earthen structures. Upon receipt of authority to abandon and subsequent completion of salvage, WCL will convey the subject right-of-way to the City of Waukegan, Illinois, which has in mind to use the corridor in connection with a multi-faceted lakefront redevelopment project. WCL understands that various details of Waukegan's redevelopment plans are in formative stages, and so WCL does not know how Waukegan will make use of the railroad right-of-way, or whether Waukegan's post-abandonment and post-salvage plans would entail significant ground disturbance. But, to be clear, WCL does not intend as a consequence of obtaining authority to abandon and to salvage the Line to engage in any ground disturbance.

FLETCHER & SIPPEL LLC

Thomas D. McCoy
January 5, 2015
Page 2

Please let me know if I can provide you any further information.

Sincerely,



Audrey L. Brodrick
Counsel for Wisconsin Central Limited

ALB/ekf

WISCONSIN CENTRAL RAILROAD COMPANY

PETITION FOR EXEMPTION FOR
ABANDONMENT IN LAKE
COUNTY, ILLINOIS

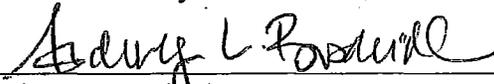
To: Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E. Street, S.W.
Washington, D.C. 20024

CERTIFICATE OF COMPLIANCE WITH 49 C.F.R. PART 1105

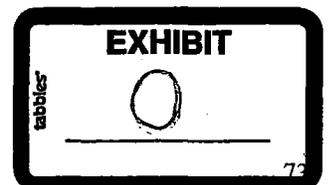
I hereby certify that on January 29, 2015 copies of the Environmental Report and Historic Report for the above-captioned proceeding were served on the agencies listed at 49 C.F.R. § 1105.7(b), all agencies consulted in preparing the reports, and on the Illinois Historical Society. Service list and copy of the letter sent to all such agencies is attached and incorporated into this certificate as Attachment A. The reports have been sent within the time period specified, as Wisconsin Central Ltd. is filing its Petition for Exemption more than 20 days after it served its Environmental Report and Historic Report. All appropriate agencies as listed in 49 C.F.R. § 1105.7(e) have been consulted well in advance of preparing the Environmental Report.

I also certify that a newspaper notice was published on January 29, 2015 in the *Lake County News Sun*, a newspaper of general circulation in Lake County, Illinois. The notice alerted the public to the proposed abandonment, to possible reuse alternatives, and to procedures for participating in the STB proceeding. A copy of the text of the notice is attached to this certificate as Attachment B.

Dated this 6th day of March 2015.



Audrey L. Brodbeck
Counsel for Wisconsin Central Ltd.



ATTACHMENT A

Docket No. AB-303 (Sub-No. 46X)
Wisconsin Central Ltd.—Proposed Abandonment—in Waukegan, Lake County, Illinois

State Clearing House (or equivalent)
Office of the Governor
207 State House
Springfield, IL 62706
Phone: (217) 782-0244

State Environmental Protection Agency
Illinois Environmental Protection Agency
1021 North Grand Avenue East
PO Box 19276
Springfield, IL 62794-9276
Phone: (217) 782-3397
(Headquarters)

State Coastal Zone Management
Illinois Department of Natural Resources
Coastal Management Program Office
160 N. LaSalle Street
Suite S-703
Chicago, IL 60601

Head of Each County (Lake County Board Office)
Aaron Lawlor, Lake County Board Chairman
District 18
18 North County Street, 10th Floor
Waukegan, IL 60085
Phone: (847) 377-2300
ALawlor@lakecountyil.gov

Lake County Stormwater Management Commission (SMC)
500 W. Winchester Road, Suite 201
Libertyville, IL 60048
Attention: Mr. Glenn H. Westman, Principal Wetland Specialist
Phone: (847) 377-7718
gwestman@lakecountyil.gov

Mayor of Each Municipality

City of North Chicago
Leon Rockingham, Jr.
Mayor, North Chicago
1850 Lewis Avenue
North Chicago, IL 60064

City of Waukegan
Wayne Motley
Mayor of City of Waukegan
100 N. Martin Luther King Jr. Ave.
Waukegan, IL 60085

Regional EPA Office
Environmental Protection Agency, Region 5
77 West Jackson Boulevard
Chicago, IL 60604-3507
Phone: (312) 353-2000

U.S. Fish and Wildlife Service
U.S. Fish and Wildlife Service, Region 3
5600 American Boulevard West
Suite 990
Bloomington, MN 55437-1458
Phone: (612) 713-5360

U.S. Army Corp of Engineers
U.S. Army Corp of Engineers, Chicago District
231 South LaSalle Street, Suite 1500
Chicago, IL 60604
Phone: (312) 6400

National Park Service
National Park Service, Midwest Region
Patty Trap, Acting Regional Director
601 Riverfront Drive
Omaha, NE 68102-4226
Phone: (402) 661-1736

U.S. Soil Conservation Service – National Resource Conservation Service
National Resources Conservation Service - USDA
Illinois State Office
2118 W. Park Court
Champaign, IL 61821
Phone: (217) 353-6600

National Geodetic Survey
National Geodetic Survey Information Services
SSMC-3, #9202
1315 East-West Highway
Silver Springs, Maryland 20910-3282
Attention: Simon Monroe
Simon.Monroe@noaa.gov

State Historical Agency
Illinois Historic Preservation Agency
1 Old State Capitol Plaza
Springfield, IL 62701-1507
Phone: (217) 785-7930

FLETCHER & SIPPEL LLC

ATTORNEYS AT LAW

29 North Wacker Drive
Suite 920
Chicago, Illinois 60606-2832

Phone: (312) 252-1500
Fax: (312) 252-2400
www.fletcher-sippel.com

AUDREY L. BRODRICK
(312) 252-1518
abrodrick@fletcher-sippel.com

January 29, 2015

Illinois Environmental Protection Agency
1021 North Grand Avenue East
PO Box 19276
Springfield, IL 62794-9276

Re: **Docket No. AB-303 (Sub-No. 46X)**
Wisconsin Central Ltd. – Abandonment
Exemption – In Lake County, Illinois

Dear Sir/Madam:

On or after February 18, 2015, Wisconsin Central Ltd. ("WCL") expects to file with the Surface Transportation Board a petition for exemption for the abandonment of WCL's railroad line extending from MP 71.0 in North Chicago, Illinois and ending at MP 74.6 in the City of Waukegan, Lake County, Illinois, a distance of approximately 3.6 miles. Your review of and comments on this project were previously requested by letter dated November 25, 2014.

In accordance with 49 C.F.R. §§ 1105.7(b) and 1105.11, we are providing for your information the enclosed Environmental/Historic Report which will accompany the petition for exemption and which describes the proposed action and any expected environmental or historic effects. The Report also includes a map of the affected area.

We are providing this report so that you may review the information that will form the basis for the Board's independent environmental analysis of this proceeding. If any of the information is misleading or incorrect, if you believe that pertinent information is missing, or if you have any questions about the Board's environmental review process, please contact the Office of Environmental Analysis at the following address:

Surface Transportation Board
Office of Environmental Analysis
395 E Street, S.W., Room 1106
Washington, DC 20423-0001
(202) 245-0295

Your comments should reference Docket No. AB-303 (Sub-No. 46X) and, if written, should include a copy to the undersigned. Because the applicable statutes and regulations impose stringent deadlines for processing this action, your written comments to the Office of Environmental Analysis would be appreciated within three weeks.

FLETCHER & SIPPEL LLC

Illinois Environmental Protection Agency
January 29, 2015
Page 2

Your comments will be considered by the Board in evaluating the environmental and historic preservation impacts of the contemplated action. If there are any questions concerning this proposal, you should feel free to contact me directly at 312-252-1518. Thank you for your assistance on this matter. Kind regards.

Very truly yours,



Audrey L. Brodrick
Attorney for Wisconsin Central Ltd.

ALB:dg
Enclosure

ATTACHMENT B

NOTICE

Wisconsin Central Ltd. ("WCL") gives notice that on or after February 18, 2015, it intends to file with the Surface Transportation Board, Washington, DC 20423, a petition for exemption under 49 U.S.C. 10502 from the prior approval requirements of 49 U.S.C. 10903, et seq., permitting the abandonment of a 3.6 mile line of railroad between milepost 71.0 in North Chicago, Lake County, Illinois and ending at milepost 74.6 in Waukegan, Lake County, Illinois and traversing United States Postal Service ZIP Codes 60064, 60085, and 60087. The proceeding will be docketed as No. AB-303 (Sub-No. 46X).

The Board's Office of Environmental Analysis (OEA) will generally prepare an Environmental Assessment (EA), which will normally be available 60 days after the filing of the petition for exemption. Comments on environmental and energy matters should be filed no later than 30 days after the EA becomes available to the public and will be addressed in a Board decision. Interested persons may obtain a copy of the EA or make inquiries regarding environmental matters by writing to OEA, Surface Transportation Board, Washington, DC 20423 or by calling SEA at 202-245-0295.

Appropriate offers of financial assistance to continue rail service can be filed with the Board. Requests for environmental conditions, public use conditions, or rail banking/trails use also can be filed with the Board. An original and 10 copies of any pleading that raises matters other than environmental issues (such as trails use, public use, and offers of financial assistance) must be filed directly with the Board's Section of Administration, Office of Proceedings, 395 E Street, SW., Washington, DC 20423 [See 49 CFR 1104.1(a) and 1104.3(a)], and one copy must be served on applicant's representative [See 49 CFR 1104.12(a)]. Questions regarding offers of financial assistance, public use or trails use may be directed to the Board's Office of Public Assistance, Governmental Affairs, and Compliance at 202-245-0238. Copies of any comments or requests for conditions should be served on the applicant's representative: Fletcher & Sippel LLC, Attention: Audrey L. Brodrick, 29 N. Wacker Dr., Suite 920, Chicago, IL 60606.

FLETCHER & SIPPEL LLC
Surface Transportation Board

ADORDERNUMBER: 0000908969-01

PO NUMBER: Surface Transportation Bo

AMOUNT: 60.00

NO OF AFFIDAVITS: 1

NOTICE

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Pub:1/29/2015 908969

Lake County News Sun Certificate of Publication

State of Illinois - County of Lake

Lake County News Sun, does hereby certify it has published the attached advertisements in the following secular newspapers. All newspapers meet Illinois Compiled Statute requirements for publication of Notices per Chapter 715 ILCS 5/0.01 et seq. R.S. 1874, P728 Sec 1, EFF. July 1, 1874, Amended by Laws 1959, P1494, EFF. July 17, 1959. Formerly Ill. Rev. Stat. 1991, CH100, Pl.
Note: Notice appeared in the following checked positions.

PUBLICATION DATE(S): 01/29/2015

Lake County News-Sun

IN WITNESS WHEREOF, the undersigned, being duly authorized,
has caused this Certificate to be signed

by



Jeremy Gates

Account Manager - Public Legal Notices

This 29th Day of January 2015 A.D.

FLETCHER & SIPPEL LLC
29 N. WACKER DRIVE, SUITE 920
CHICAGO, IL 60606

CERTIFICATE OF SERVICE

I hereby certify that on March 11, 2015, a copy of the foregoing **Abandonment Petition for Exemption of Wisconsin Central Ltd.** was served by first class mail, postage prepaid, upon the agencies specified in 49 C.F.R. § 1152.50(d)(1) and the customer located on the line to be abandoned, as follows:

Illinois Commerce Commission
527 East Capitol Avenue,
Springfield, Illinois 62701

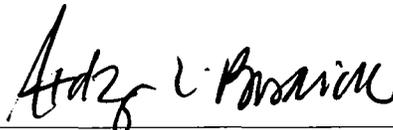
Illinois Department of Transportation
Division of Public and Intermodal Transportation
2300 S. Dirksen Parkway
Springfield, IL 62764

National Park Service
Attn: Charlie Stockman
Org: 2220
1201 I (Eye) Street NW
Washington D.C. 20005

Mr. Tom Tidwell
Chief of the Forest Service
U.S. Department of Agriculture
1400 Independence Avenue, S.W.
Washington, DC 20250-0003

Railroads for National Defense Program
Military Surface Deployment & Distribution Command
Transportation Engineering Agency
1 Soldier Way, Bldg. 1900W
Scott AFB, IL 62225- 5006

International Precision Components Corporation
Attention: Robert Istok
28468 N Ballard Drive
Lake Forest, IL 60045



Audrey L. Brodrick

EXHIBIT E

VERIFICATION

VERIFICATION

State of Illinois)
)
County of Cook)

SS:

Brian Buchanan, being duly sworn, deposes and says that he is the Manager of Network Strategies for Wisconsin Central Ltd., that he has read the foregoing Petition for Exemption and knows the facts asserted therein, and that the same are true as stated.

Brian Buchanan

SUBSCRIBED AND SWORN TO
before me this 6 day
of February, 2015.



Rebecca A Bott
Notary Public
My Commission expires: