

CLARK HILL

Eric M. Hocky
T 215.640.8523
F 215.640.8501
Email: ehocky@clarkhill.com

Clark Hill PLC
One Commerce Square
2005 Market Street
Suite 1000
Philadelphia, PA 19103
T 215.640.8500
F 215.640.8501

clarkhill.com

237763

February 19, 2015

ENTERED
Office of Proceedings
February 19, 2015
Part of
Public Record

VIA E-FILING

Cynthia T. Brown
Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, SW
Washington, DC 20024

Re: City of Woodinville, WA - Petition for Declaratory Order
STB Docket No. FD 35905 - *Correction to Petition and*
Reply to Motion to Extend Time to Respond

Dear Ms. Brown:

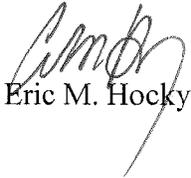
Upon review, we determined that the Petition, at page 11, indicated that closing under the Agreement between the City of Woodinville (the "City") and the Port of Seattle was required to occur by March 15, 2015. However, we neglected to account for the correction of certain dates within the Agreement as reflected in the attached letter. The actual deadline for closing is March 31, 2015, and the date by which the City requests a decision by March 26, 2015. We request that the Petition be corrected, and this letter be added to the Appendix.

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Given the revised closing deadline, the City has agreed to the extension of time to respond requested by King County, Washington.

Respectfully,

CLARK HILL PLC



Eric M. Hocky

EMH/e
Enclosure

cc: Isabel Safora
Thomas J. Litwiler
Charles A. Spitulnik



P.O. Box 1209
Seattle, WA 98111-1209
Tel: (206) 787-3000

www.portseattle.org

October 29, 2014

VIA ELECTRONIC MAIL

Greg Rubstello
Ogden Murphy Wallace
901 Fifth Avenue
Suite 3500
Seattle, WA 98164-2008

Re: Clarification of Deadlines in Purchase Agreements for the City of Woodinville's Acquisition of Portions of the Woodinville Subdivision Rail Corridor ("Eastside Corridor").

Dear Mr. Rubstello:

As we discussed, both the Main Purchase and Sale Agreement and the Ancillary Purchase and Sale Agreement ("Agreements") for the acquisition of portions of the Eastside Corridor by the City of Woodinville ("City") provide an incorrect Closing Date of October 15, 2014, that does not correlate with the 120 day due diligence period under Section 5.1 and the 30 day period under Section 5.2. Consistent with our email exchange of October 8 and October 24, 2014, below are the dates I calculated for the various deadlines contained in the Agreements:

August 21, 2014 - Port complied with Section 5.2.

December 22, 2014 - End of City's due diligence period.

Closing Date - January 22, 2015, unless extended by the STB provision in Section 10 to March 31, 2015.

Please acknowledge your agreement to these dates by signing below and returning a signed copy to my office via electronic mail.

Sincerely,

A handwritten signature in black ink, appearing to read "Isabel R. Safora".

Isabel R. Safora
Deputy General Counsel

A handwritten signature in black ink, appearing to read "Greg Rubstello".

Greg Rubstello