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February 27, 2013

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

Re: Docket No. AB-33 (Sub-No. 277X), *Union Pacific Railroad Company --
Abandonment Exemption -- in Lafourche Parish, LA*

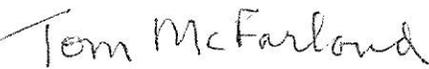
Dear Ms. Brown:

On September 24, 2012, Valentine, LLC and Bollinger Shipyard, Inc. sent a letter to the Board stating that they are not opposed to a Motion of Union Pacific Railroad Company to Modify its Notice of Exemption in this proceeding to seek authority to discontinue rail service instead of authority to abandon the Lockport Branch.

Valentine, LLC and Bollinger Shipyard, Inc. hereby respectfully seek leave to withdraw that letter, and to state to the Board that they are strongly opposed to discontinuance of service or abandonment of the Lockport Branch. Accordingly, Valentine-Bollinger respectfully request that both Union Pacific's Motion and its Notice of Exemption be denied.

The position expressed in the September, 2012 letter of Valentine-Bollinger was taken before several shippers expressed to the Board a desire to locate rail shipping facilities along the Lockport Branch. Discontinuance of rail service and/or abandonment of the Lockport Branch would both be inconsistent with the revival of the Branch that would result from the traffic of those shippers.

In addition, Valentine-Bollinger strongly support both the contractual right and the transportation need for service over the Lockport Branch by BNSF Railway, Inc.

Very truly yours,

Thomas F. McFarland
*Attorney for Valentine, LLC and
Bollinger Shipyard, Inc.*

THOMAS F. MCFARLAND

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cc: *(by e-mail)*
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