

Before the  
SURFACE TRANSPORTATION BOARD

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Docket No. AB-33 (Sub-No. 307X)

UNION PACIFIC RAILROAD COMPANY  
-- ABANDONMENT EXEMPTION --  
ADAMS, WELD AND BOULDER COUNTIES, COLORADO  
(BOULDER INDUSTRIAL LEAD)

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**REQUEST UNDER 49 U.S.C. § 10502 TO EXEMPT THE PROPOSED  
ABANDONMENT FROM THE OFFER OF FINANCIAL  
ASSISTANCE PROVISIONS OF 49 U.S.C. § 10904  
AND THE PUBLIC USE PROVISIONS OF 49 U.S.C. § 10905  
FOR REASONS OF OVERRIDING PUBLIC NEED**

UNION PACIFIC RAILROAD COMPANY

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Dated: June 27, 2012  
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AND THE PUBLIC USE PROVISIONS OF 49 U.S.C. § 10905  
FOR REASONS OF OVERRIDING PUBLIC NEED**

Union Pacific Railroad Company ("UP") submitted its verified Notice of Exemption pursuant to 49 § C.F.R. 1152, Subpart F -- Exempt Abandonments and Discontinuances of Service and Trackage Rights, for an exempt abandonment of the remaining portion of the Boulder Industrial Lead from Milepost 9.27 near Eastlake to the end of the line at Milepost 33.17 near Valmont, a distance of 23.90 miles in Adams, Weld and Boulder Counties, Colorado (the "Line") with the Board this 27<sup>th</sup> day of June, 2012. UP's remaining interest in the Line to be abandoned is a retained freight operating easement. The entire Boulder Industrial Lead, right of way, trackage and structures, including all bridges was sold to the Denver Regional Transportation District ("RTD") in June of 2009.

The Board has authority under 49 U.S.C. § 10502 to exempt the proposed abandonment from the Offer of Financial Assistance provisions of 49 U.S.C. § 10904 and the Public Use provisions of 49 U.S.C. § 10905. An exemption is typically granted when the right-of-way is needed for a valid public purpose and there is no overriding public need for continued rail service on the Line for which abandonment authority is sought.<sup>1</sup>

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<sup>1</sup> See Missouri Pacific Railroad Company – Abandonment and Discontinuance of Operations Exemption – In Houston, Harris County, TX, Docket No. AB-3 (Sub-No. 139X) et. al., (STB Decision served December 31, 1996. Proposed abandonment exempted from §§ 10904 and 10905); Southern Pacific Transportation Company – Discontinuance of Service Exemption – In Los Angeles County, CA, Docket No. AB-12 (Sub-No. 172X), et. al., (ICC served December 23, 1994); Missouri Pacific Railroad Company – Abandonment – In Harris County, TX, Docket No. AB-3 (Sub-No. 105X) (ICC served December 22, 1992); Chicago & North Western Transportation Company – Abandonment Exemption – In Blackhawk County, IA, Docket No. AB-1 (Sub-No. 226X) (ICC served July 14, 1989); and Iowa Northern Railway Company – Abandonment – In Blackhawk County, IA, Docket No. AB 284 (Sub-No. 1X) (ICC served April 1, 1988).

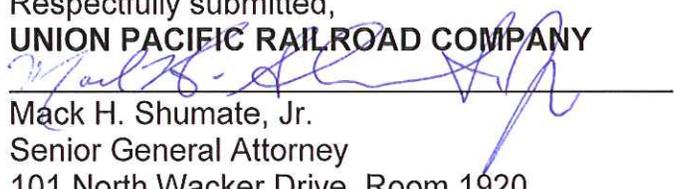
The Line, over which UP will give up its freight operating easement rights, was sold to RTD in June of 2009 and is incorporated into the Master Plan for RTD's integrated mass transit system known as "FasTracks". FasTracks encompasses a regional public passenger rail and bus network for the greater Denver Colorado area. In that the Line will be incorporated into the RTD mass transit system, the right-of-way which makes up the Line from milepost 9.27 near Eastlake to the end of the Line at milepost 33.17 near Valmont is not suited for other public purposes including roads or highways, other forms of mass transportation, conservation, energy production or transmission, or recreation.

WHEREFORE, Union Pacific Railroad Company respectfully requests that the Board issue a decision granting that an exemption under 49 U.S.C. § 10502 from the Offer of Financial Assistance Provisions of 49 U.S.C. § 10904 and from the Public Use Provisions of 49 U.S.C. § 10905 is warranted in this matter in that the right-of-way which makes up the subject portion of the Boulder Industrial Lead is needed for a valid public purpose by the Denver Regional Transportation District and there is no other overriding public need for continued freight rail service on the subject portion of the Boulder Industrial Lead.

Dated this 27th day of June, 2012.

Respectfully submitted,

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