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April 30, 2002

Mr. Vernon A. Williams, Secretary
Surface Transportation Board
Office of the Secretary
Case Control Unit
1925 K St., NW
Washington, DC 20423-001



Re: Docket AB-33 (Sub-No. 170)
Abandonment by Union Pacific Railroad Company
Offer of Financial Assistance by Mid-America Railroad, LLC
Bell Avenue Industrial Lead, Des Moines, Iowa

Dear Mr. Williams:

Enclosed please find the original and ten (10) copies of a Request for Extension of Time to Negotiate Price in the above-captioned abandonment proceedings.

By my signature below, I certify service upon applicant's representative, at the address set forth below, by facsimile and by U. S. Mail, postage prepaid, first class, this 30th day of April, 2002

Sincerely yours,

A handwritten signature in cursive script that reads "William D. Bartine".

William D. Bartine
For the Firm

WDB:ej

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ENTERED
Office of the Secretary

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that IAIS will remain viable despite this litigation, legal counsel for IAIS has been out-of-town and unavailable to confirm the status of this litigation. Therefore, a two-week extension is necessary to confirm this information.

MAR hereby requests a two-week extension of the time within which to negotiate a purchase price with UP. Therefore, MAR requests that if MAR and UP cannot agree on the purchase price, either party may petition the Board to establish the terms and conditions of the purchase price by May 20, 2002. Based on MAR's contacts with Mr. Mack Shumate, Senior General Counsel for UP, it is the understanding of the undersigned that UP may consent and agree to this request for an extension of time based on decisions that are pending before MAR's management at the time of execution of this request.

By my signature below, I certify service upon Union Pacific by U.S. mail, postage prepaid, first class, this 30th day of April, 2002.

Respectfully submitted,



Steven E. Zumbach
William D. Bartine
Holly M. Logan
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ATTORNEYS FOR MID-AMERICA
DEVELOPMENT COMPANY AND MID-
AMERICA RAILROAD COMPANY,
L.L.C.

cc: Mack H. Shumate, Jr., Esq.
Senior General Attorney
Union Pacific Railroad Company
Law Department
101 North Wacker Dr.
Suite 1920
Chicago, IL 60606

Enclosures

BEFORE THE
SURFACE TRANSPORTATION BOARD



Docket No. AB-33 (Sub-No. 170)

UNION PACIFIC RAILROAD COMPANY

—ABANDONMENT AND DISCONTINUATION OF OPERATION—

IN POLK COUNTY, IOWA

(BELL AVENUE INDUSTRIAL LEAD IN DES MOINES, IOWA)

REQUEST FOR EXTENSION OF TIME
TO NEGOTIATE PRICE

MID-AMERICA DEVELOPMENT COMPANY

MID-AMERICA RAILROAD COMPANY, L.L.C.

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ATTORNEYS FOR MID-AMERICA
DEVELOPMENT COMPANY AND
MID-AMERICA RAILROAD COMPANY, L.L.C.

Dated: April 30, 2002
Filed: May 1, 2002

ENTERED
Secretary
MAY 2 2002
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Record

BEFORE THE
SURFACE TRANSPORTATION BOARD

Docket No. AB-33 (Sub-No. 170)
UNION PACIFIC RAILROAD COMPANY
—ABANDONMENT AND DISCONTINUATION OF OPERATION—
IN POLK COUNTY, IOWA
(BELL AVENUE INDUSTRIAL LEAD IN DES MOINES, IOWA)



**REQUEST FOR EXTENSION OF TIME
TO NEGOTIATE PRICE**

On March 21, 2002, the Surface Transportation Board issued a decision in the above-captioned matter. In its decision, the Surface Transportation Board found Mid-America Railroad Company, L.L.C. (“MAR”) to be a financially responsible party and further found MAR’s offer of financial assistance to be reasonable. The Board held that Union Pacific (“UP”) and MAR may negotiate a price up until April 22, 2002, when either party may request that the Board establish the terms and conditions of the purchase price. On April 19, 2002, the Board granted a two-week extension allowing the parties to negotiate up to May 6, 2002 to establish the terms and conditions of the purchase price.

It appears UP and MAR will be unable to complete their negotiations by May 6, 2002. Both parties are still desirous of completing such discussions. However, the discussions have been delayed awaiting a response from the Burlington Northern-Santa Fe Railroad Company to MAR’s inquiries about the acquisition of rights to use the so-called “Raccoon River Bridge,” reference to which is made in the UP’s abandonment application.

In addition, MAR continues to perform due diligence with respect to the litigation involving Iowa Interstate Railroad Company (“IAIS”), the short-line railroad that has agreed to service the line in question should MAR acquire it. Although MAR’s initial inquiries indicate