

Before the
SURFACE TRANSPORTATION BOARD

Docket No. AB-33 (Sub-No. 239X)

215859

UNION PACIFIC RAILROAD COMPANY
-- DISCONTINUANCE EXEMPTION --
IN OKLAHOMA CITY, OKLAHOMA
(OLD ROCK ISLAND MAIN)

VERIFIED NOTICE OF EXEMPTION

Office of Proceedings

Union Pacific

UNION PACIFIC RAILROAD COMPANY

Robert T. Opal
General Commerce Counsel
Union Pacific Railroad Company
1400 Douglas Street, STOP 1580
Omaha, Nebraska 68179
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Dated: February 23, 2006
Filed: February 24, 2006

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SURFACE TRANSPORTATION BOARD

Docket No. AB-33 (Sub-No. 239X)

UNION PACIFIC RAILROAD COMPANY
-- DISCONTINUANCE EXEMPTION --
IN OKLAHOMA CITY, OKLAHOMA
(OLD ROCK ISLAND MAIN)

VERIFIED NOTICE OF EXEMPTION

Union Pacific Railroad Company ("UP") submits this 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 discontinuance of service over the Old Rock Island Main in Oklahoma City from Stiles Avenue to point of connection with the BNSF Railway Second Street, a distance of approximately 2,200 feet (0.42 miles) in Oklahoma County, Oklahoma (the "Line"). The Line is not currently mileposted.

Background

The Line was constructed in 1895 and used as part of the original main line of the CRI&P through Oklahoma City. In Oklahoma Corp. Commission v. A.T.&S.F. Ry. Co., 142 I.C.C. 251 (1928), the I.C.C. authorized abandonment of the segment of the original main line immediately to the west of the Line, as part of the elevation of the AT&SF through central Oklahoma City and the construction of an alternate CRI&P main line to the south of the original route. Following the abandonment of the western segment (which appears to have occurred in 1930), the Line was used primarily for

interchange with the AT&SF (now BNSF) and to access the extensive CRI&P yard facilities that once existed near Stiles Avenue. In 1969, the AT&SF obtained rights to use the Line as part of a grant of trackage rights between Oklahoma City and Shawnee.¹

In 1980, the I.C.C. authorized the Line to be abandoned in connection with the CRI&P's bankruptcy and liquidation in Chicago, R.I. & P. R. Co. - Abandonment - Entire System, 363 I.C.C. 150 (1980) ("Rock Island Abandonment"). Service on the Line continued for a time under ICC temporary service orders, but then ceased in 1981. In 1982, the State of Oklahoma acquired a package of defunct CRI&P lines in the state from the CRI&P estate, including the Line, and leased them for operation to the Oklahoma, Kansas and Texas Railroad Company ("OKT"), a subsidiary of the Missouri-Kansas-Texas Railroad Company ("MKT"), see Finance Docket No. 29923 (Sub-No. 1), Oklahoma, K. & T. R. Co. - Operate (Portion) - Chicago, R. I. & P. R. Co (Debtor) Between Salina, KS and Dallas TX - Exemption served June 3, 1982. UP is the successor in interest to the OKT under the 1982 lease.

UP has conducted no rail operations over the Line in recent years, as there are no shippers on the Line and interchange with BNSF at Oklahoma City is conducted at another location. However, UP has, to date, retained its operating rights over the line for possible future use. Most recently, UP considered using the Line as a new UP-BNSF interchange to replace facilities which are being removed in connection with a major highway project in Oklahoma City (the "I-40 Crosstown Project"). However, this

¹ A replacement agreement covering these rights was exempted in Finance Docket No. 31308, AT&SF - Trackage Rights - MKT, served October 12, 1988.

alternative is no longer being considered, and there are no other reasonable prospects that the Line will ever be used.

BNSF is not currently using the AT&SF trackage rights over the Line, although the rights remain in affect. UP is not, by this notice, seeking an exemption for discontinuance of BNSF's trackage rights over the Line. BNSF may file its own notice of exemption covering these rights.

Proposed Consummation Date: 49 C.F.R. § 1152.50 (d)(2)

The discontinuance is proposed to be consummated on or after April 15, 2006 (at least 50 days after filing the Notice of Exemption).

Certification: 49 C.F.R. 1152.50(b)

UP certifies that no local traffic has moved over the Line for at least two years; and that no formal complaint filed by a user of rail service on the Line (or filed by a state or local governmental entity acting on behalf of such user) regarding cessation of service over the Line either is pending with this Board or any U.S. District Court or has been decided in favor of the complainant within the two-year period. UP further certifies that there is no overhead traffic on the Line. There are no shippers on the Line that will be adversely affected by the proposed discontinuance.

Additional Information Required: 49 C.F.R. 1152.22(a)(1)-(4), (7)-(8) and (e)(4)

(a) General.

(a)(1) The railroad's exact name is Union Pacific Railroad Company.

(a)(2) UP is a common carrier by railroad subject to 49 U.S.C. Subtitle IV, Chapter 105.

(a)(3) UP intends to discontinue service over the "Old Rock Island Main" from Stiles Avenue to point of connection with the BNSF Railway Second Street, a distance of approximately 2,200 feet (0.42 miles) in Oklahoma County, Oklahoma (the "Line") as shown on the map attached as Exhibit 1. The Line is not currently mileposted. This proposal does not affect BNSF's trackage rights over the Line.

(a)(4) A map showing the location of the Line in conjunction with other rail lines, highways and major roads in the area is attached as Exhibit 1.

(a)(7) The representative to whom correspondence regarding this abandonment should be sent is:

Robert T. Opal
General Commerce Counsel
Union Pacific Railroad Company
1400 Douglas Street, STOP 1580
Omaha, Nebraska, 68179
(402) 544-3072
(402) 501-0132 FAX

(a)(8) ZIP Code. The Line traverses U. S. Postal Service Zip Code 73102.

(e)(4) Property Information. As noted above, the Line is owned by the State of Oklahoma. UP is seeking authority only to discontinue operations. BNSF will continue to hold trackage rights over the Line although, it is not using these rights and may separately file to discontinue them. As such, UP has no opinion as to whether the right-of-way is appropriate for use for other public purposes, or whether there are restrictions in the title to the underlying property which would affect the transfer of title or the use of the property for other than rail purposes.

Based on information in UP's possession, the Line does not contain federally granted rights-of-way. Any documentation in UP's possession will be made available promptly to those requesting it.

Labor Protection

The applicable employee protective conditions are the conditions imposed in Oregon Short Line Railroad Co. -- Abandonment -- Goshen , 360 ICC 91 (1979).

Certifications

A Verification and a Certificate of Service and Publication pursuant to the notice requirements of 49 C.F.R. §§ 1152.50(d)(1), 1105.11 and 1105.12 are attached.

Environmental and Historic Report

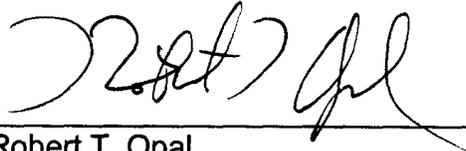
Because this is a discontinuance proceeding and not an abandonment, and will not result in significant changes in carrier operations, no environmental or historic documentation is required under 49 C.F.R. §§ 1105.6(c)(2) and 1105.8; Docket No. AB-1066X Central Illinois R. Co. - Discontinuance of Service Exemption - In Peoria County, IL served December 23, 2005, p. 5. The discontinuance will have no effect on rail or truck traffic in the area, as no rail operations are being conducted on the Line. UP's discontinuance will not result in salvage and disposition of the Line because BNSF continues to have trackage rights over the Line (although, as noted above, BNSF is not currently operating over the Line). Further, since the Line was previously authorized for abandonment in Rock Island Abandonment, the State is not required to secure abandonment authority to permit salvage or disposition of the Line, Central Illinois, supra (also involving a former CRI&P line authorized for abandonment in Rock Island

Abandonment which was subsequently acquired by a government entity and operated by a lessee).

Dated this 23rd day of February, 2006.

Respectfully submitted,

UNION PACIFIC RAILROAD COMPANY



Robert T. Opal
General Commerce Counsel
1400 Douglas Street, STOP 1580
Omaha, Nebraska 68179
(402) 544-3072
(402) 501-0132
rtopal@up.com

VERIFICATION

Raymond E. Allamong, Jr., Senior Manager, Rail Line Planning of Union Pacific Railroad Company, under penalty of perjury, declares and verifies that he has read the foregoing Notice of Exemption in Docket No. AB-33 (Sub-No. 239X), knows the facts stated therein, and that said facts are true as stated.

Dated: February 23, 2006.


Raymond E. Allamong, Jr.

**DOCKET NO. AB-33 (SUB-NO. 239X)
Old Rock Island Main in Oklahoma City, OK**

CERTIFICATE OF SERVICE AND PUBLICATION

49 C.F.R. § 1152.50(d)(1) - Notice

I certify that, on February 14, 2006 (at least 10 days before a Notice of Exemption is filed), written notice (Attachment A) of Union Pacific's intent to use the exemption notice procedure to discontinue service over the above line was served on the following:

Public Utility Company
of Texas
1701 North Congress Avenue
PO Box 13326
Austin, Texas 78711-3326

U.S. Department of Agriculture
Chief of the Forest Service
4th Floor, N.W., Auditors Building
14th St. & Independence Ave., SW
Washington, DC 20250

National Park Service
Intermountain Region
12795 Alameda Parkway
Denver, CO 80228

Department of Defense
Military Traffic Management Command
Transportation Engr. Agency
Railroads for National Defense Program
720 Thimble Shoals Blvd., Suite 130
Newport News, VA 23606-2574

49 C.F.R. § 1105.11 - Environmental / Historic Report

Not applicable. See p.6 of Notice of Exemption.

49 C.F.R. § 1105.12 - Newspaper Notice

I certify that a "Notice of Intent to Discontinue Service" as shown in Attachment B was published one time in a major newspaper in the county in which the Line is located as follows:

<u>County</u>	<u>Newspaper</u>	<u>Date</u>
Oklahoma	Oklahoman	February 23, 2006

Dated this 23rd day of February, 2006.


Robert T. Opal



Robert T. Opal
General Commerce Counsel

February 14, 2006

Oklahoma Corporation
Commission
2101 North Lincoln Blvd
P.O. Box 520000
Oklahoma City, OK 73105

Oklahoma Department of Transportation
Office of Rail Programs and Safety
200 N.E. 21st Street
Oklahoma City, OK 73105

U.S. National Park Service
12795 Alameda Parkway
P. O. Box 25287
Denver, CO 80225-0287

U.S. Department of Agriculture
Chief of the Forest Service
4th Floor, N.W., Yates Building
201 14th Street, SW
Washington, DC 20250

Department of Defense
Military Traffic Management Command
Transportation Energy Agency
Railroads for National Defense Program
720 Thimble Shoals Blvd., Suite 130
Newport News, VA 23606-2574

Re: STB Docket No. AB-33 (Sub-No. 239X); Union Pacific Railroad Company - Exemption - Discontinuance of Service in Oklahoma City, OK (Old Rock Island Main)

Ladies and Gentlemen:

This is notice that Union Pacific Railroad Company ("UP") expects to be filing with the Surface Transportation Board ("STB") a Notice of Exemption covering discontinuance of service over the Old Rock Island Main in Oklahoma City, OK from Stiles Avenue to point of connection with the BNSF Railway near Second Street, a distance of approximately 2,200 feet (0.42 miles) in Oklahoma County, OK (the "Line"). The Line is not currently mileposted.

The Line traverses U. S. Postal Service Zip Code 73102. The proceeding will be docketed as No. AB-33 (Sub-No. 239X).

The "no business" exemption procedure will be used for the discontinuance of service over the Line, pursuant to the abandonment/discontinuance regulations of the Surface Transportation Board at 49 C.F.R. Section 1152.50. No local traffic has moved over the Line in at least two years and there is no overhead traffic on the Line. A Notice

of Exemption will be filed with the Surface Transportation Board on or after February 24, 2006.

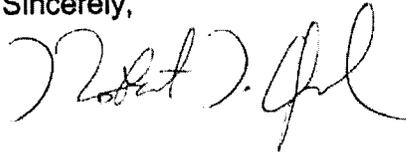
BNSF Railway has trackage rights over the Line, although it is not currently conducting any rail operations on the Line. The Notice of Exemption will not cover discontinuance of BNSF's trackage rights.

The Line is owned by the State of Oklahoma and leased to UP. The State acquired the Line from the estate of the bankrupt Chicago Rock Island & Pacific Railroad Company in 1982, after it had been abandoned pursuant to Chicago, R. I. & P. R. Co. - Abandonment - Entire System, 363 I.C.C. 150 (1980). The State has no obligation to provide service over the Line, and is not required to secure abandonment authority to salvage and dispose of the Line.

Based on information in our possession, 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.

A map showing the Line is attached for your information as Exhibit 1.

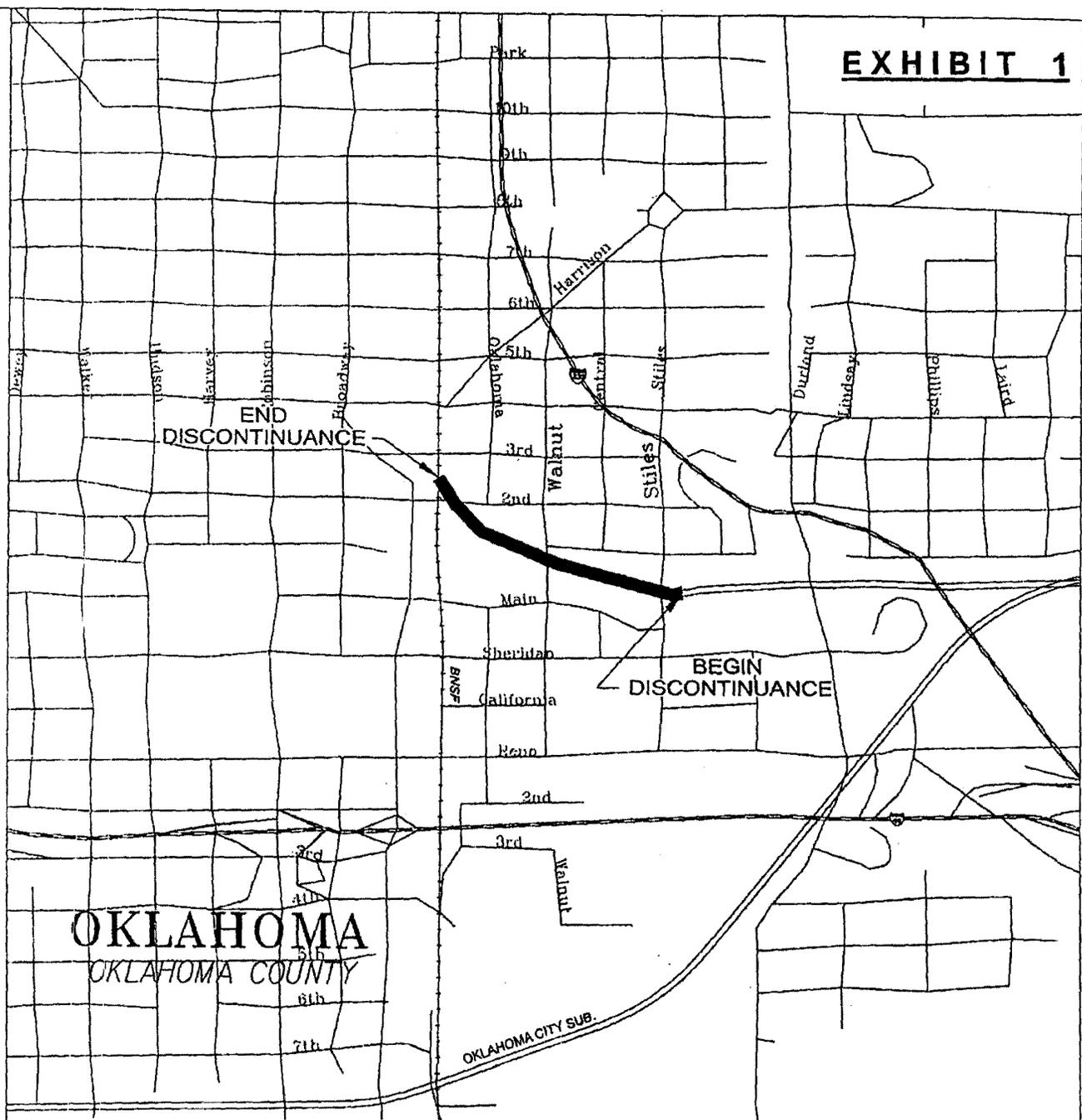
Sincerely,



Robert T. Opal.
General Commerce Counsel

Enclosure

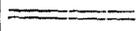
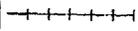
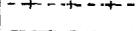
EXHIBIT 1



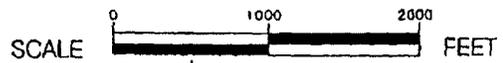
END DISCONTINUANCE

BEGIN DISCONTINUANCE

OKLAHOMA
OKLAHOMA COUNTY

- LEGEND**
-  UPRR LINES TO BE DISCONTINUED
 -  OTHER UPRR LINES
 -  OTHER RAILROADS
 -  RAILROADS (abandoned)
 -  PRINCIPAL HIGHWAYS
 -  OTHER ROADS

OLD ROCK ISLAND MAIN
STILES AVE. TO BNSF CONNECTION
APPROXIMATELY 2,200 FEET IN OKLAHOMA COUNTY
UNION PACIFIC RAILROAD CO., LESSEE
OLD ROCK ISLAND MAIN
OKLAHOMA



FILE: Q:\abandonments\oklahoma_city.dgn

DATE: 13-Feb-06 12:32

NOTICE OF INTENT TO DISCONTINUE SERVICE

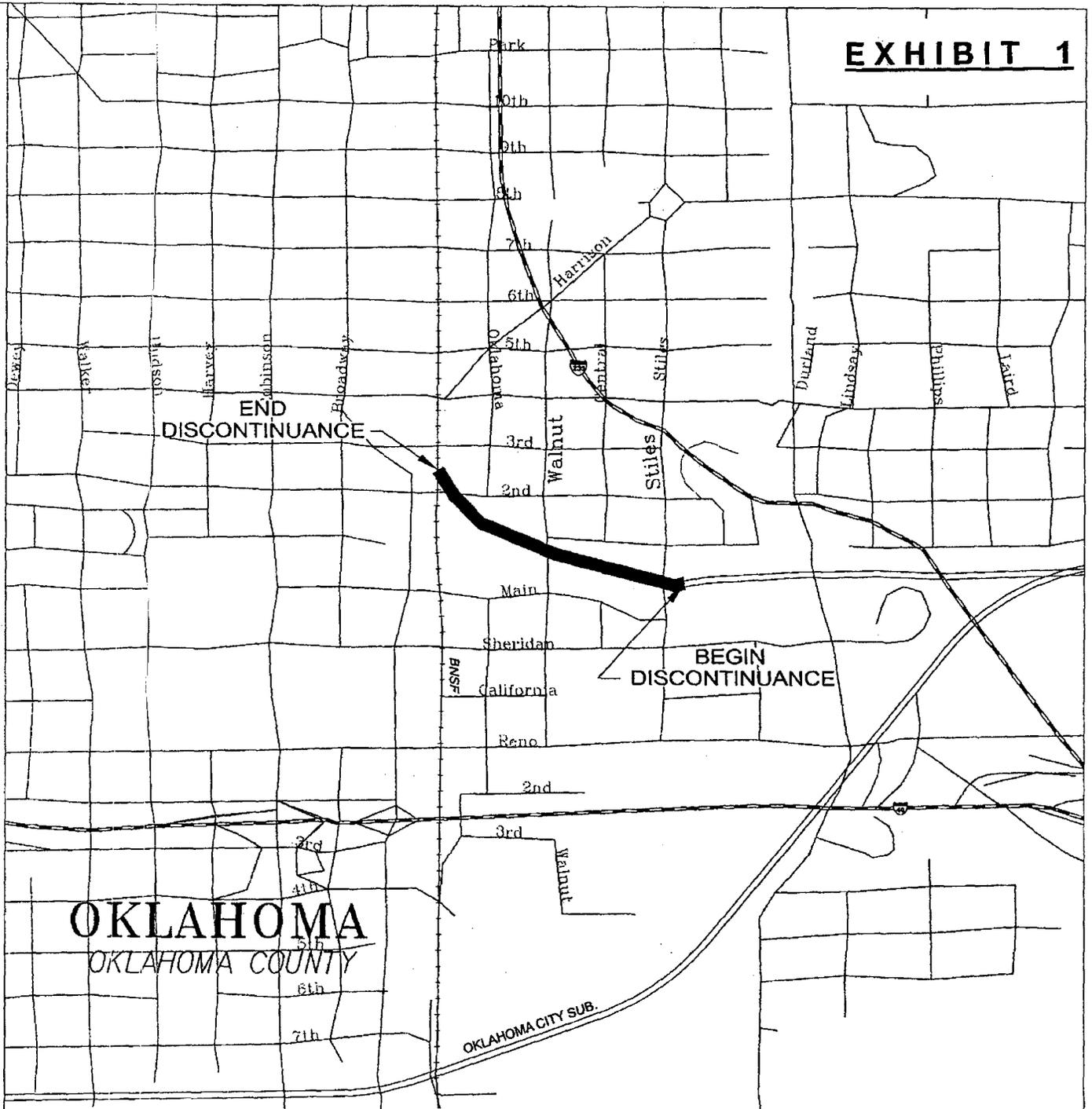
UNION PACIFIC RAILROAD COMPANY ("UP") gives notice that on or after February 24, 2006, it intends to file with the Surface Transportation Board, Washington, D.C. 20423, a notice of exemption under 49 C.F.R.1152 Subpart F - *Exempt Abandonments* permitting the discontinuance of service on a 0.42 mile line of railroad between Stiles Avenue to point of connection with the BNSF Railway near Second Street (the "Old Rock Island Main"), which traverses through U.S. Postal Service Zip Code 73102 in Oklahoma City, Oklahoma County, Oklahoma. There are no mileposts on the line. The proceeding will be docketed as No. AB-33 (Sub-No. 239X).

Under Surface Transportation Board rules, the Board's Section of Environmental Analysis (SEA) generally prepares an Environmental Assessment (EA), which will normally be available 25 days after the filing of the notice of exemption. When an EA is prepared, comments on environmental and energy matters may be filed no later than 30 days after the EA becomes available to the public and addressed in a Board decision. Interested persons may obtain a copy of the EA, when one is prepared, or make inquiries regarding environmental matters by writing to SEA, Surface Transportation Board, Washington, D.C. 20423 or by calling SEA at (202) 565-1545. However, UP believes this discontinuance is exempt from environmental documentation under 49 C.F.R. 1105.6(c)(2) as the line has not been operated for several years, and the discontinuance will therefore not result in significant changes in carrier operations. As such, an EA will likely not be prepared in this proceeding.

Because this is a discontinuance and not an abandonment, the Board will not consider offers of financial assistance to acquire the line for continued rail service, trail use requests under 16 U.S.C. 1247(d), or requests to negotiate for public use of the line. However, offers of financial assistance to subsidize continued rail service or requests for environmental conditions can be filed with the Board. An original and 10 copies of any pleading that raises matters other than environmental issues (such as offers of financial assistance to subsidize continued rail service) must be filed directly with the Board's Office of the Secretary, 1925 K Street, N.W., Washington, D.C. 20423 [See 49 C.F.R Sections 1104.1(a) and 1104.3(a)], and one copy must be served on applicant's representative [See 49 C.F.R. Section 1104.12(a)]. Questions regarding offers of financial assistance may be directed to the Board's Office of Congressional and Public Services at (202) 565-1650. Copies of any comments or requests for conditions should be served on the applicant's representative: Robert T. Opal, General Commerce Counsel, 1400 Douglas Street, Mail Stop 1580, Omaha, Nebraska 68179.

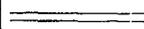
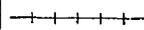
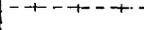
UNION PACIFIC RAILROAD COMPANY

EXHIBIT 1



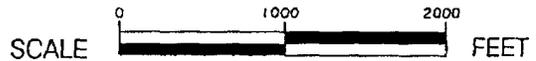
OKLAHOMA
OKLAHOMA COUNTY

LEGEND

-  UPRR LINES TO BE DISCONTINUED
-  OTHER UPRR LINES
-  OTHER RAILROADS
-  RAILROADS (abandoned)
-  PRINCIPAL HIGHWAYS
-  OTHER ROADS

OLD ROCK ISLAND MAIN
STILES AVE. TO BNSF CONNECTION
APPROXIMATELY 2,200 FEET IN OKLAHOMA COUNTY

UNION PACIFIC RAILROAD CO., LESSEE
OLD ROCK ISLAND MAIN
OKLAHOMA



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DATE: 13-Feb-06 12:32