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April 7, 2006

Secretary, Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423
VIA FEDERAL EXPRESS

216295

Re: Docket Nos. AB-33 (Sub-No. 226X) and AB-654X

Response to Decision Reopening Proceeding entered December 15, 2005

In re: Notice of Brownsville & Rio Grande International Railroad Company for Exemption of Discontinuance and Union Pacific Railroad Company for Exemption of Abandonment, Cameron County, Texas

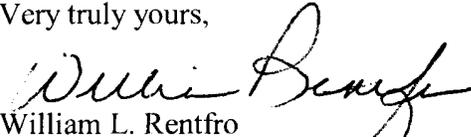
216308

Dear Sir or Madam:

Enclosed herewith for filing are the original and 10 copies of a Response to Decision Reopening Proceeding entered December 15, 2005 in re: Notice of Exemption for Discontinuance and Abandonment in the above-entitled proceeding. Please time and date stamp the additional copy of this letter and the notice and return it in the enclosed return envelope. Thank you for your assistance.

If you have any questions, don't hesitate to call or email me.

Very truly yours,


William L. Rentfro
Attorney for Brownsville & Rio Grande
International Railroad Company
FOR THE FIRM

WR:wp
Enclosures (13)

RECEIVED
APR 10 2006

Before the
SURFACE TRANSPORTATION BOARD



Docket No. AB-33 (Sub-No. 226X)
and AB-654X

216299

216308

**RESPONSE TO DECISION REOPENING PROCEEDING
PER DECISION ENTERED DECEMBER 15, 2005**

**IN RE: NOTICE OF
BROWNSVILLE & RIO GRANDE INTERNATIONAL
RAILROAD COMPANY
FOR EXEMPTION OF DISCONTINUANCE
AND
UNION PACIFIC RAILROAD COMPANY
FOR EXEMPTION OF ABANDONMENT**

Cameron County, Texas

UNION PACIFIC RAILROAD
COMPANY

MACK H. SHUMATE, JR., ESQ.
Senior General Attorney
101 North Wacker Drive
Room 1920
Chicago, IL 60606
(312) 777-2055

BROWNSVILLE & RIO GRANDE
INTERNATIONAL RAILROAD COMPANY

WILLIAM L. RENTFRO, ESQ.
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(956) 943-2720

Dated: April 7, 2006

Before the
SURFACE TRANSPORTATION BOARD

Docket No. AB-33 (Sub-No. 226X)
and AB-654X

**RESPONSE TO DECISION REOPENING PROCEEDING
PER DECISION ENTERED DECEMBER 15, 2005**

**NOTICE OF
BROWNSVILLE & RIO GRANDE INTERNATIONAL
RAILROAD COMPANY
FOR EXEMPTION OF DISCONTINUANCE
AND
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FOR EXEMPTION OF ABANDONMENT**

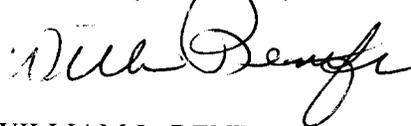
Cameron County, Texas

The Union Pacific Railroad Company ("UP") and the Brownsville & Rio Grande International Railroad Company ("B&RG") file this Notice of Compliance with the conditions imposed by the Board's decision to reopen the referenced proceeding entered on December 15, 2005, and would show as follows:

1. **Certification of Notice and Consultation.** The counsel for B&RG, on behalf of B&RG and UP, consulted with and/or provided notice to, as directed, each of the agencies designated in the Board's decision to reopen.
2. **Certification of Response.** In each case, the response of the Agency was approving of the abandonment, discontinuation, and salvage. *See* attached Affidavit of

Compliance executed by Norma Torres, President and Chief Operating Officer of
B&RG.

Respectfully submitted,

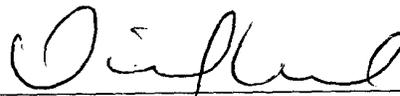


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(956) 943-2720
Attorney for BROWNSVILLE & RIO
GRANDE INTERNATIONAL RAILROAD
COMPANY

Dated: April 7, 2006.

SUBSCRIBED and SWORN TO before me this 6 day of April, 2006



Notary Public, State of Texas

