

223989



Gabriel S. Meyer  
Assistant General Attorney

November 17, 2008

**Via Electronic Filing**

The Honorable Anne Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, S.W.  
Washington, DC 20423

**Re: Finance Docket No. 35190; Union Pacific Railroad Company – Temporary Trackage Rights Exemption – Orange County Transportation Authority**

Dear Secretary Quinlan:

Union Pacific Railroad Company ("UP") hereby submits the attached Amendment to Temporary Trackage Rights Agreement ("Amendment"), pursuant to the above-referenced matter.

UP originally filed a Verified Notice of Exemption on October 23, 2008 in this matter, for exemption of an overhead, temporary trackage rights agreement ("Agreement") over a line of railroad of the Orange County Transportation Authority between Fullerton Jct., CA (Milepost 165.25) and CP College, CA (Milepost 171.00). Under the attached Amendment, UP will now consummate the Agreement on December 17, 2008.

Thank you for your time and attention to this matter. Please do not hesitate to contact me if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads "Gabriel S. Meyer".

Gabriel S Meyer

cc (w/attachment)  
Mr Charlie Guess (Orange County Transportation Authority)

**AMENDMENT TO TEMPORARY TRACKAGE RIGHTS AGREEMENT**  
**Fullerton Jct., CA. and CP College, CA.**

**THIS AMENDMENT** made and entered into the 13<sup>th</sup> day of November, 2008 by and between **ORANGE COUNTY TRANSPORTATION AUTHORITY**, hereinafter called "OCTA" or "Owner", and **UNION PACIFIC RAILROAD COMPANY**, a Delaware corporation, hereinafter called "UP" or "User" to the August 18, 2008 Temporary Trackage Rights Agreement ("Agreement") granting UP temporary overhead rights on OCTA line between Fullerton Jct., CA and CP College, CA.

These rights were granted to facilitate OCTA/Caltrans widening of Interstate 5 near Buena Park, CA. which necessitates the shutdown of UP's Santa Ana Lead. These rights were originally granted to begin on January 5, 2009. OCTA/Caltrans has now advised that to accommodate construction modifications now required by the Interstate 5 widening project, it would be preferable to begin UP's use of the OCTA line beginning on December 15, 2008. UP has no objection to revising the start date of these rights to begin on December 15, 2008 under the terms and conditions of the August 18, 2008 Agreement.

**ORANGE COUNTY TRANSPORTATION  
AUTHORITY**

By: Charles Guess  
Title: Program Manager

**UNION PACIFIC RAILROAD  
RAILROAD**

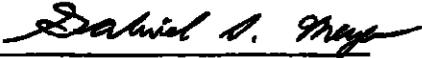
By: MC Girsch  
Title: DIRECTOR JOINT FACILITIES

**CERTIFICATE OF SERVICE**

I certify that I have this day served a copy of the foregoing document upon the following via prepaid first class mail:

Mr. Charle Guess  
Orange County Transportation Authority  
550 S. Main St.  
Orange, CA 92868

Dated at Omaha, Nebraska this 17th day of November, 2008.

  
Gabriel S. Meyer  
Gabriel S. Meyer