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December 19, 2008

BY HAND

Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Re: Finance Docket No. 35087, Canadian National Railway Company and
Grand Trunk Corporation, Control E.J.&E West Company

Dear Secretary Quinlan:

Enclosed for filing in the above-referenced matter are an original and ten copies of Union Pacific's Notice Withdrawing Petition

An additional paper copy of this filing is also enclosed. Please return a date-stamped copy to our messenger.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael L Rosenthal".

Michael L Rosenthal

ENTERED
Office of Proceedings

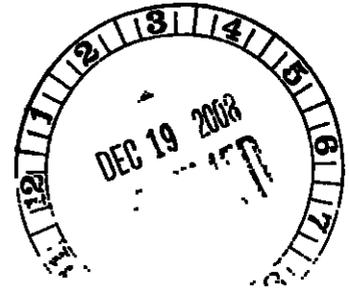
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Enclosures

cc: Parties of Record

Part of
Public Record

BEFORE THE
SURFACE TRANSPORTATION BOARD



Finance Docket No 35087

CANADIAN NATIONAL RAILWAY COMPANY
AND GRAND TRUNK CORPORATION
- CONTROL -
FJ&E WEST COMPANY

**NOTICE WITHDRAWING
PETITION TO ENJOIN AND REMEDY
PREMATURE EXERCISE OF CONTROL
BY CANADIAN NATIONAL RAILWAY COMPANY**

On December 8, 2008, Union Pacific Railroad Company ("UP") filed a "Petition to Enjoin and Remedy Premature Exercise of Control by Canadian National Railway Company" ("Petition"). Based on further discussions between UP and Canadian National, UP now believes that no relief is required with respect to the concerns raised by that Petition. Accordingly, UP is hereby withdrawing its Petition.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Linda J. Morgan".

J. MICHAEL HEMMER
JOHN J. BRENNAN III
GABRIEL S. MEYER
Union Pacific Railroad Company
1400 Douglas Street
Omaha, Nebraska 68179

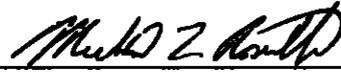
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Attorneys for Union Pacific Railroad Company

December 19, 2008

CERTIFICATE OF SERVICE

I, Michael L. Rosenthal, hereby certify that on December 19, 2008, I caused the foregoing Notice Withdrawing Petition to be served via first class mail, postage prepaid, or by a more expedition method of delivery, on all Parties of Record in Finance Docket No. 35087.



Michael L. Rosenthal