

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 35225

224989

SAN BENITO RAILROAD LLC
-ACQUISITION EXEMPTION--
CERTAIN ASSETS OF UNION PACIFIC RAILROAD COMPANY

**MOTION FOR EXTENSION OF TIME TO FILE RESPONSE
TO MOTION TO DISMISS NOTICE OF EXEMPTION**

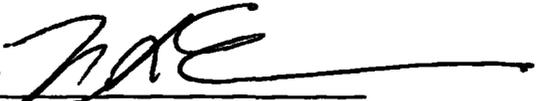
The Brotherhood of Maintenance of Way Employees Division/IBT hereby moves the Board for an extension of its time to file a response to the motion of San Benito Railroad LLC for dismissal of its notice of exemption in connection with its plan to acquire a rail line from Union Pacific Railroad Co. ("UP") BMWED requests that its time for filing its response be extended to and including May 11, 2009.

In support of this motion, BMWED states that it makes this request because it is still investigating the facts concerning the San Benito transaction, and because of other commitments of its counsel. With respect to the investigation of the facts, BMWED is still gathering information about the line that San Benito seeks to acquire, and the potential impact of the transaction on its members. With respect to the commitments of its counsel, BMWED states that since becoming aware of the proposed San Benito transaction, BMWED's counsel has made two trips to Tallahassee, Florida for testimony before the Florida Senate, and filed a reply brief to the Department of Labor concerning certain Federal Transit Act grants in DOL files PA-56-0002, PA-96-X007. BMWED's counsel has been working on, and will be filing on Monday, April 27, 2009, reply briefs on two motions to compel discovery in *Grand Trunk Western Ry v. BMWED*,

N.D. OH CA-06-1749. Additionally, on April 29, 2009, BMWED's counsel will be filing a response to a motion to reopen Board proceedings in DesertXpress Enterprises, F.D. 34914, will be traveling to Dallas for a meeting with the Federal Aviation Administration on April 29 and will be filing a response to a motion to dismiss a notice of exemption in *Florida Department of Transportation-Acquisition Exemption*, F.D. 35110 by May 7, 2009. BMWED therefore requests that its time to respond to the motion for dismissal in this proceeding be extended to May 11, 2009.

For the foregoing reasons, BMWED respectfully requests that this motion be granted and that its time for filing of a response to the motion to dismiss in this proceeding be extended to and including May 11, 2009.

Respectfully submitted,

/s/ 

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Dated: April 24, 2009

CERTIFICATE OF SERVICE

I hereby certify that I have caused to be served one copy of the foregoing, motion for extension of time by facsimile transmission and First Class Mail, to the offices of the following:

Kevin M. Sheys
Janie Sheng
K&L Gates LLP
1601 K Street, NW
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Date: April 24, 2009


/s/ _____
Richard S. Edelman