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BY E-FILING

April 30, 2009

Hon. Anne Quinlan, Acting Secretary
Surface Transportation Board
395 E Street, S.W.-- Suite 1260
Washington, D.C. 20423-0001

RE: STB Docket No. AB-1081X, San Pedro
Railroad Operating Company, LLC—Abandonment
Exemption-In Cochise County, AZ,

Dear Ms. Quinlan:

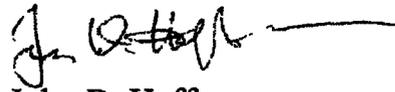
On behalf of San Pedro Railroad Operating Company (SPROC), I am writing in connection with the above-captioned abandonment proceeding.

On July 26, 2006, the Board served a decision permitting the abandonment exemption granted on February 3, 2006, to become effective subject to certain conditions. Thereafter by letter dated January 29, 2007, SPROC advised the Board that it had consummated this abandonment between (1) milepost 1084.0 and milepost 1097.3 at Paul Spur, (2) milepost 1097.3 at Paul Spur and milepost 1106.5 near Douglas, and (3) milepost 1085.0 at Bisbee Jct., and milepost 1090.6 at Bisbee, all in the State of Arizona. Thereafter, on May 11, 2007, SPROC asked the Board for permission to postpone until July 26, 2008, the deadline for consummating the abandonment of the remaining portion of the line covered by the above-captioned exemption. The Board duly granted that request. On May 13, 2008, SPROC again sought Board permission to postpone for another year until July 26, 2009, the deadline for consummating abandonment of the subject line. Again, the Board granted that request by decision served July 15, 2008.

By this letter, SPROC seeks Board permission to postpone for another year until July 26, 2010, the deadline for consummating abandonment of the line that has been the subject of previous consummation extension requests. The segment of track for which this extension is sought runs from milepost 1040.15 near Curtiss to milepost 1084.0 near Bisbee Jct.

SPROC seeks this further extension because it and the owner of a portion of the underlying right-of-way, Union Pacific Railroad Company, are evaluating the strategic use of this rail corridor and wish to preserve their options for protecting the integrity of the corridor. SPROC believes that the Line still has potential as a restored international rail corridor.

Sincerely yours,

A handwritten signature in black ink, appearing to read "John D. Heffner", with a horizontal line extending to the right.

John D. Heffner

cc: All Parties
Mr. David Parkinson
Ms. Candace Orr
Mack H. Shumate, Esq.