

BEFORE THE
SURFACE TRANSPORTATION BOARD

Finance Docket No. 35225

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

**NOTICE OF BROTHERHOOD OF RAILROAD SIGNALMEN OF
INTENT TO PARTICIPATE AND APPEARANCE OF COUNSEL**

The Brotherhood of Railroad Signalmen hereby gives notice of its intent to participate in this Finance Docket and enters the appearance of its counsel: Richard S. Edelman, O’Donnell, Schwartz & Anderson, P.C.

This proceeding concerns the plan of the San Benito Railroad LLC to acquire a rail line from Union Pacific Railroad Co. (“UP”) in a transaction by which: 1) San Benito would purchase a UP line in the County of San Benito, California and would, through a third party, provide passenger rail service on that line; but 2) the line would still be part of the interstate rail system, and would still be used by UP for freight transport. San Benito has filed a notice for exemption from STB approval of the line sale under Section 10901. But San Benito contemporaneously filed a motion to dismiss its own notice of exemption, claiming that the Board actually has no jurisdiction over this line sale, relying on *Maine Department of Transportation–Acquisition Exemption– Maine Central RR Co.*, 8 ICC 2d 835 (1991), and its progeny.

BRS hereby advises the Board that it intends to participate in these proceedings. BRS has only recently learned of this case which was begun by notice of exemption. Since learning of the case BRS has been investigating the facts and has now determined that it should intervene.

However, BRS plans to file joint comments with the Brotherhood of Maintenance of Way Employees Division/IBT which will be filed on or before May 11, 2009 in accordance with a motion for extension of time that was recently granted by the Board. Since BRS will be filing jointly with BMWED, BRS' intervention will not delay processing of this case or complicate briefing.

Respectfully submitted,


/s/

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Dated: May 4, 2009

CERTIFICATE OF SERVICE

I hereby certify that I have caused to be served one copy of the foregoing Notice of Intent

To Participate and Appearance of Counsel, by 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: May 4, 2009


/s/ Richard S. Edelman