

UNION PACIFIC RAILROAD COMPANY

LAW DEPARTMENT
101 NORTH WACKER DRIVE, SUITE 1920
CHICAGO, ILLINOIS 60606
FAX NO. 312-777-2065

RONALD J. CUCHNA
GENERAL SOLICITOR
312-777-2040



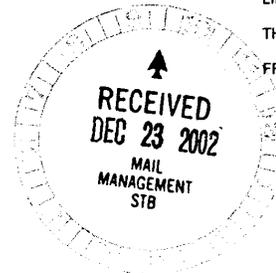
206911

GEORGE H. BRANT
312-777-2051
MACK H. SHUMATE, JR.
312-777-2055
DANIEL R. LA FAVE
312-777-2046
LINDA J. COYLE
312-777-2056
THOMAS W. CUSHING
312-777-2053
FREDERICK P. JOHNSTON, JR.
312-777-2047

December 20, 2002

VIA U.P.S. OVERNIGHT

Mr. Vernon Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001



**RE: Docket AB-33 (Sub-No. 191X), Union Pacific Railroad Company
- Abandonment Exemption - In Davis and Weber Counties, Utah**

Dear Mr. Williams:

The Union Pacific Railroad Company has received a Statement of Willingness to Assume Financial Responsibility from the Utah Transit Authority ("UTA") for that portion of the Union Pacific's right-of-way between Milepost 754.31 near Valencia and Milepost 778.00 near Ogden, a distance of approximately 23.69 miles in Davis and Weber Counties, Utah. The Union Pacific is willing to enter into a trail use rail banking agreement with the UTA and supports the UTA's request for trail use/rail banking under 49 C.F.R. § 1152.29. A copy of the UTA's request is attached hereto as Exhibit "A" and hereby made a part hereof.

Ten (10) additional copies of this letter and exhibit are enclosed for the Board's use and distribution.

Very truly yours,

Mack H. Shumate, Jr.
Senior General Attorney

Enclosures

O:\Abandonments\AB-33Sub-No.191X\003.doc

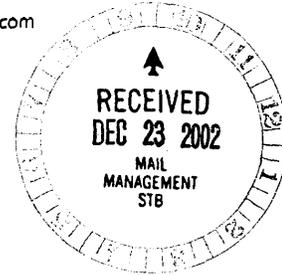
ENTERED
Office of Proceedings
DEC 23 2002
Part of
Public Record

Kirkpatrick & Lockhart LLP

EXHIBIT "A"
1800 Massachusetts Avenue, NW
Suite 200
Washington, DC 20036-1221
202.778.9000
www.kl.com

December 12, 2002

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, NW, Room 711
Washington, DC 20423



Re: Union Pacific Railroad Company – Abandonment Exemption – In Davis and Weber Counties, UT, STB Docket No. AB-33 (Sub-No. 191X)

Dear Mr. Williams:

This letter is filed on behalf of Utah Transit Authority (hereinafter referred to "UTA").

UTA requests issuance of a Notice of Interim Trail Use ("NITU") for the rail line between approximately MP 754.31 near Valencia and approximately MP 778.00 near Ogden (the "Subject Line"), a distance of approximately 23.69 miles in Davis and Weber Counties, Utah.¹

On December 2, 2002, the Surface Transportation Board ("STB") served and published notice that Union Pacific Railroad Company ("UP") filed a notice of exemption under 49 CFR Part 1152, Subpart F to abandon the Subject Line. The notice provided that any request for trail use/rail banking under 49 CFR § 1152.29 must be filed no later than December 12, 2002. UTA respectfully seeks rail banking and interim trail use on the Subject Line.

UTA makes the following statement in support of its NITU request:

STATEMENT OF WILLINGNESS TO ASSUME FINANCIAL RESPONSIBILITY

In order to establish interim trail use and rail banking under 16 U.S.C. 1247(d) and 49 CFR 1152.29, Utah Transit Authority is willing to assume full responsibility for management of, for any legal liability arising out of the transfer or use of (unless the user is immune from liability, in which case it need only indemnify the railroad against any potential liability), and for the

¹ UTA also is filing NITU requests in the following proceedings: 1) Union Pacific Railroad Company – Abandonment Exemption– In Salt Lake and Utah Counties, UT, STB Docket No. AB- 33 (Sub-No. 192X); 2) Union Pacific Railroad Company – Abandonment Exemption– In Utah County, UT, STB Docket No. AB- 33 (Sub-No. 193X); and 3) Union Pacific Railroad Company – Abandonment Exemption– In Salt Lake County, UT, STB Docket No. AB- 33 (Sub-No. 194X).

Kirkpatrick & Lockhart LLP

Mr. Vernon A. Williams
December 12, 2002
Page 2

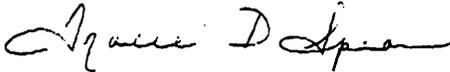
payment of any and all taxes that may be levied or assessed against the right-of-way owned by Utah Transit Authority and operated by Union Pacific Railroad Company.

The property extends from approximately railroad milepost 754.31 near Valencia to approximately railroad milepost 778.00 near Ogden, a distance of 23.69 miles in Davis and Weber Counties, Utah. The right-of-way is part of a line of railroad proposed for abandonment in Docket No. STB AB-33 (Sub-No. 191X).

A map of the property depicting the right-of-way is attached.

Utah Transit Authority acknowledges that use of the right-of-way is subject to the user's continuing to meet its responsibilities described above and subject to possible future reconstruction and reactivation of the right-of-way for rail service. A copy of this statement is being served on Union Pacific Railroad Company on the same date it is being served on the Board.

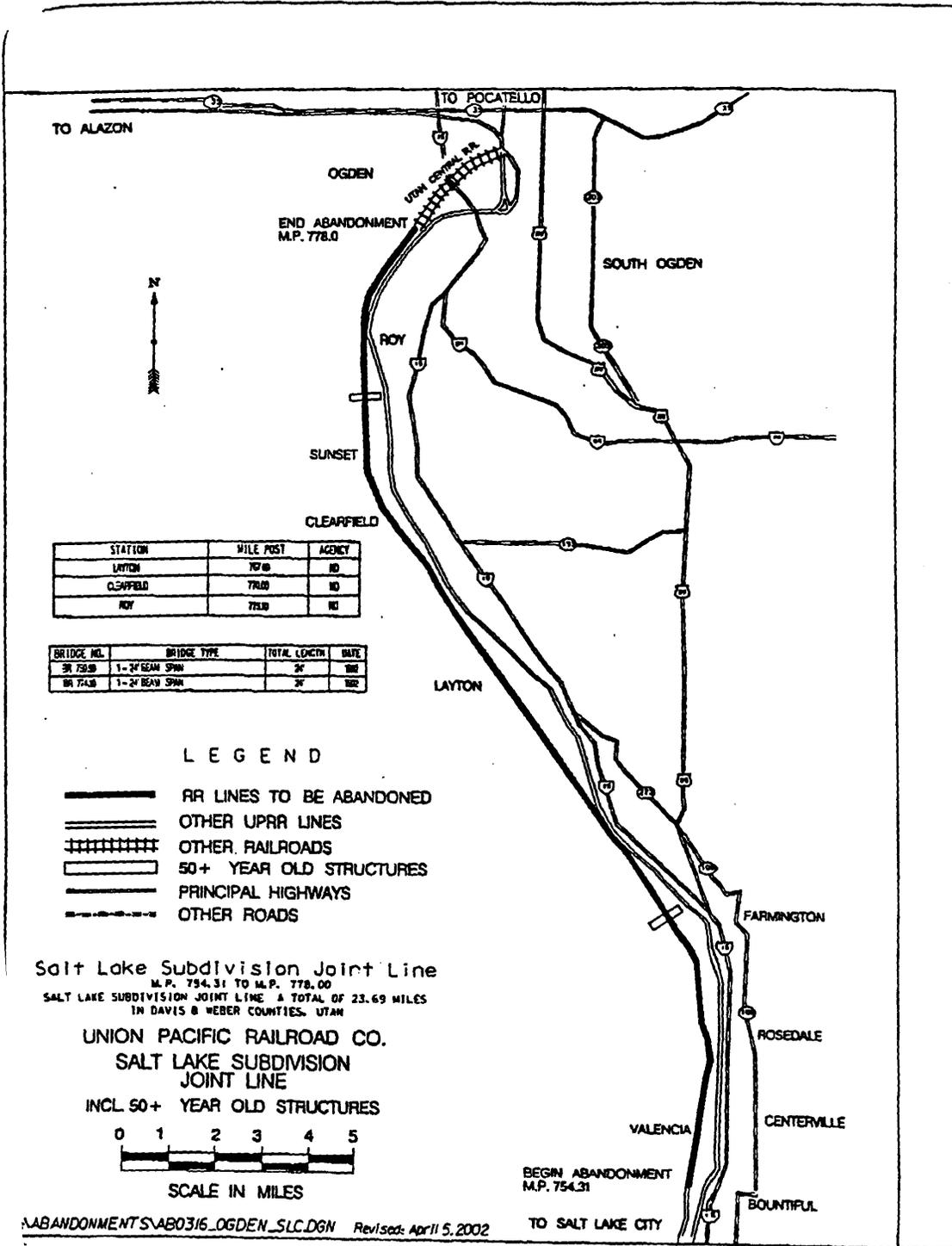
Sincerely,



Tracie D. Spear
Counsel for Utah Transit Authority

Enclosure

cc: Mack Shumate, Union Pacific Railroad Company



ABANDONMENT SAVB0316_OGDEN_SLC.DGN Revised: April 5, 2002

TO SALT LAKE CITY