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February 25, 2004

Via Fax (202) 565-9004 and UPS Next Day Air
The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

ENTERED
Office of Proceedings

FEB 26 2004

Part of
Public Record

RE: Docket No. AB-838, East St. Louis Junction Railroad Company – Adverse Abandonment – In St. Clair County, IL

Docket No. AB-33 (Sub-No. 199), Union Pacific Railroad Company – Adverse Discontinuance – In St. Clair County, IL

Dear Mr. Williams:

By decision served December 23, 2003, the Board granted a 60 day extension (from January 4 to March 4, 2004) of the due date for filing protests and written comments in the above proceedings to facilitate negotiations by UP, applicant Illinois Department of Transportation ("ILDOT") and other railroads involved in the Illinois Route 3 project.

Union Pacific Railroad Company ("UP") respectfully requests an additional 60 day extension (from March 4, 2004 to May 3, 2004) of the due date for filing protests and written comments in these proceedings. In support of this request, UP states that the above parties are engaged in ongoing negotiations, which will not be concluded before the current March 5th due date. We are requesting an 60 day extension, because, given the multiple parties involved and recent setbacks in said negotiations, reaching an agreement is likely to require an additional 60 days. UP remains hopeful that the negotiations will prove successful, in which case UP would not oppose ILDOT's application.

Counsel for ILDOT is on vacation until March 5, 2004 and left instructions on how to be contacted. UP has followed those instructions and should receive a reply soon. UP expects counsel to ILDOT to have no objection to UP's requested extension.

An additional ten (10) copies of this letter are attached for the Board's files.

Very truly yours,

cc: Fritz R. Kahn, Esq.

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Mack H. Shumate, Jr.
Senior General Attorney, Law Department

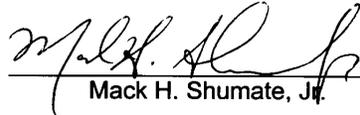
UNION PACIFIC RAILROAD
101 N. Wacker Dr., Rm. 1920, Chicago, IL 60606-1718
ph. (312) 777-2055 fx. (312) 777-2065

CERTIFICATE OF SERVICE

I certify that I have this day served a copy of the foregoing document upon the following by fax and by first class United States Mail:

Fritz R. Kahn, Esq.
1920 N Street, N.W.
8th Floor
Washington DC 20036-1601
Fax: 202/ 331-8330
Fax: 284/495-5661

Dated at Chicago, Illinois this 25th day of February, 2004.


Mack H. Shumate, Jr.