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ENTERED
Office of Proceedings

DEC 1 2005

Part of
Public Record

November 30, 2005



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215248

VIA FEDEX OVERNIGHT

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

Re: **Finance Docket No. 34125 (Sub-No. 1)**
South Dakota Railroad Authority – Acquisition and Operation
Modification Exemption – BNSF Railway Company

Dear Secretary Williams:

Enclosed for filing in the above-captioned proceeding are an original and ten copies of the fully-executed verification page, to be attached to the Acquisition and Operation Modification Exemption referenced above that was filed with the Board on November 29, 2005 with a faxed copy of the executed verification page.

I have included an extra copy of this transmittal letter and the verification page, and would request that you date-stamp them to show receipt of this filing and return it to me in the envelope provided.

Please feel free to contact me should any questions arise regarding this filing. Thank you for your assistance on this matter.

Respectfully submitted,

Michael J. Barron, Jr.

MLT: arw
Enclosures.
cc: Adrian L. Steel, Jr., Esq.

ORIGINAL



VERIFICATION

State of South Dakota)
)
County of Hughes)

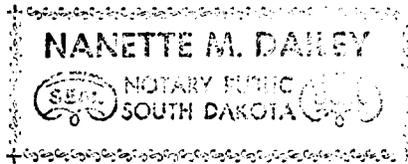
SS:

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Bruce Lindholm, being duly sworn, deposes and says that he is Program Manager of the South Dakota Department of Transportation, that he has read the foregoing Notice of Exemption and knows the facts asserted therein, and that the same are true as stated.

Bruce Lindholm

Subscribed and Sworn to
Before me this 29th day of
November, 2005



Nanette M. Dailey
Notary Public

My Commission Expires: 11-21-2011