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February 21, 2007

VIA E-FILING

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

Re: Finance Docket No. 32760
*Union Pacific Corporation, et al. – Control And Merger – Southern Pacific
Railroad Corporation, et al.*

Dear Secretary Williams:

The Kansas City Southern Railway Company hereby files, via e-filing, its "Notice Of The Kansas City Southern Railway Company Of Intent To Participate In The Proceeding" in the above captioned matter. If there are any questions concerning this e-filing, please contact me by telephone at (202) 663-7823 or by e-mail at wmullins@bakerandmiller.com.

Sincerely,



William A. Mullins

Enclosures

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 32760

**UNION PACIFIC CORPORATION, UNION PACIFIC RAILROAD COMPANY
AND MISSOURI PACIFIC RAILROAD COMPANY
-- CONTROL AND MERGER --
SOUTHERN PACIFIC RAIL CORPORATION, SOUTHERN PACIFIC
TRANSPORTATION COMPANY, ST. LOUIS SOUTHWESTERN RAILWAY
COMPANY, SPCSL CORP. AND THE DENVER
AND RIO GRANDE WESTERN RAILROAD COMPANY**

**PETITION OF
UNION PACIFIC RAILROAD COMPANY
FOR REFORMATION OF AGREEMENT**

**NOTICE OF THE KANSAS CITY SOUTHERN RAILWAY COMPANY
OF INTENT TO PARTICIPATE IN THE PROCEEDING**

**W. James Wochner
David C. Reeves
THE KANSAS CITY SOUTHERN RAILWAY
COMPANY
427 West 12th Street
Kansas City, MO 64121-9335
Tel: (816) 983-1324
Fax: (816) 983-1227**

**William A. Mullins
Robert A. Wimbish
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2401 Pennsylvania Ave, N.W.
Washington, D.C. 20037**

**Attorneys for The Kansas City Southern
Railway Company**

February 21, 2007

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. 32760

**UNION PACIFIC CORPORATION, UNION PACIFIC RAILROAD COMPANY
AND MISSOURI PACIFIC RAILROAD COMPANY
-- CONTROL AND MERGER --
SOUTHERN PACIFIC RAIL CORPORATION, SOUTHERN PACIFIC
TRANSPORTATION COMPANY, ST. LOUIS SOUTHWESTERN RAILWAY
COMPANY, SPCSL CORP. AND THE DENVER
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**PETITION OF
UNION PACIFIC RAILROAD COMPANY
FOR REFORMATION OF AGREEMENT**

**NOTICE OF THE KANSAS CITY SOUTHERN RAILWAY COMPANY
OF INTENT TO PARTICIPATE IN THE PROCEEDING**

The Kansas City Southern Railway Company ("KCS") hereby gives notice of its intent to participate as a party of record in the above docketed proceeding. KCS was a party of record in the underlying proceeding and desires to remain a party of record in this aspect of the proceeding. The following persons should be listed as representatives of KCS and copies of all pleadings in the proceeding should be served on them:

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Attorneys for The Kansas City Southern
Railway Company

Respectfully submitted this 21st day of February, 2007.

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CERTIFICATE OF SERVICE

I hereby certify that a true copy of the foregoing "Notice Of The Kansas City Southern Railway Company Of Intent To Participate In Proceeding" was served, by first-class mail, postage prepaid, or by a more expeditious manner, this 21st day of February, 2007, on Mr. William G. Barr, Assistant General Solicitor, Union Pacific Railroad, 1400 Douglas St., Stop 1580, Omaha, NE 68179-1580 and on all other parties listed by Mr. Barr in the February 16th petition.



William A. Mullins
Attorney for The Kansas City Southern
Railway Company