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February 21, 2008

VIA E-FILING

The Honorable Anne K. Quinlan
Acting Secretary
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20423-0001

RE: *The Kansas City Southern Railway Company – Abandonment Petition for Exemption – Line in Warren County, MS,*
Docket No. AB-103 (Sub-No. 21X)

Dear Acting Secretary Quinlan:

Attached for inclusion in the record of this proceeding, you will find a letter from Nancy D. Thomas, City Attorney, The City of Vicksburg Mississippi (“City”). Ms. Thomas’ letter refutes allegations made by Mr. James Riffin in various filings that the City intended to acquire the Glass Road bridge pursuant to the Purchase and Sales Agreement (“PSA”) for use in the City’s plans to convert the right-of-way to a trail. Filings containing this and similar allegations include the February 19 filing by Messrs. Riffin and English, to which, in part, this letter and Ms. Thomas’ letter responds.

As Ms. Thomas’ attached letter makes clear, the City has no intention to use the Glass Road bridge as part of its trail project and does not desire to keep and use the bridge pursuant to the PSA. This letter should put to rest any claims that the City viewed the bridge as an asset that the City desired to acquire and use in its rail-trail plans or any notion that the City would seek to hold KCSR or Warren County liable for removing portions of the bridge.

Ms. Thomas’ letter confirms what KCSR has been saying all along; namely, that for purposes of determining the constitutional minimum value of KCSR’s line and right-of-way, at a minimum, the Glass Road bridge has a value of zero under the PSA. As such, if E&R were to acquire the line pursuant to an OFA and the Board uses the PSA as the basis to value the real estate and right-of-way, the City had (and has) no desire to acquire and use the Glass Road bridge. Accordingly, subtracting the value of the removed portions of the Glass Road bridge

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(assuming such portions even have a positive value), or subtracting the supposed replacement cost of the bridge, from the NLV price paid to KCSR under an OFA would result in an unconstitutional taking of KCSR's property as KCSR would be getting less than what it could get if the City were to acquire the right-of-way – with or without the Glass Road bridge.

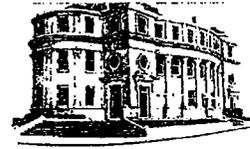
Respectfully submitted,



William A. Mullins

cc: Parties of Record

City of Vicksburg



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February 20, 2008

David C. Reeves, Esq.
Associate General Counsel
Kansas City Southern
427 West 12th Street
Kansas City, MO 64105

RE: - *The Kansas City Southern Railway Company -Abandonment Petition, for Exemption
Line in Warren County, MS*
Docket No. AB-103 (Sub-No. 21X)

Dear Mr. Reeves:

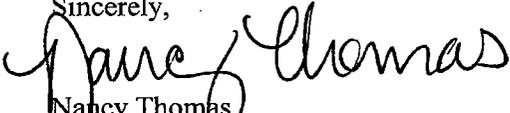
I understand that the Mr. Riffin has stated in a recent filing that, "The City, had it acquired the Line, would have used the bridge [over Glass Road], and all the other bridges and culverts located on the Line, as part of its trail use." That statement is not correct.

There are currently three (3) bridges along the railroad right-of-way that were identified as being on the property that the City would like to purchase for a trail. It is our understanding that the Glass Road bridge has not been utilized for train traffic in a number of years, nor has it been maintained in recent years. The City views the bridge over Glass Road as a significant liability with respect to development of a trail on the property, due to the nature and condition of the structure. The City would prefer not to use the bridge over Glass Road as part of its trail use plan, but have the trail at grade level. If the City is allowed to proceed with its plan to acquire the property for trail use pursuant to its Purchase and Sale Agreement with the Kansas City Southern Railway Company ("KCSR"), the City would be pleased if the bridge could be removed while retaining the right-of-way at that location, if the City acquires the 4.25 miles of line at issue in this case for trail use.

Last year I discussed removing the bridge during the trail use conversion with a former member of the Warren County Board of Supervisors who represented the district where the bridge is located. He was interested in having the bridge removed. Also, several months ago I investigated whether it would be permissible for the City or another entity to remove the bridge if

the line is acquired for conversion to a trail. My inquiries to the Rails-to-Trails Conservancy and to the Mississippi Department of Archives and History ("MDAH") indicated that removal of the structure would be allowed under certain conditions. The Conservancy told me that we needed to provide in our Interim Use Agreement who would be responsible for re-construction of a bridge, if necessary, should the rail line be reactivated in the future. The MDAH told me that while they had not analyzed the structure as part of a trail, their previous analysis was that "the City of Vicksburg would be under no obligation to maintain these bridges" because they were not eligible for inclusion in the National Register of Historic Places. MDAH also pointed out that it had determined that no cultural resources would be affected if KCSR abandoned the line.

If permitted to do so, the City would be happy to have the bridge removed by a responsible and authorized party at no cost to the City if the City's plan to convert the line to a trail goes forward.

Sincerely,

Nancy Thomas
City Attorney

cc: Mayor and Aldermen, separate copy to each