



Robert T. Opal  
General Commerce and FRA Counsel

March 24, 2008

**Via E-Filing**

The Honorable Anne Quinlan  
Acting Secretary  
Surface Transportation Board  
395 E Street, SW  
Washington, D.C. 20024

Re: Finance Docket No. 35087, Canadian National Railway Company, et. al.,  
-- Control -- EJ&E West Company

Dear Secretary Quinlan:

This letter refers to the "Response of Wisconsin Public Service Corporation to Opening Comments" filed March 13, 2008. While styled as a response to "opening comments," the WPSC filing is largely a reply to the environmental comments filed by various parties, including UP.

WPSC seriously misrepresents UP's environmental comments by selectively quoting excerpts from the comments out of context. At page 7 of its filing, WPSC strings together several out-of-context excerpts from pp. 6-8 of UP's comments, making it appear that UP was claiming that CN should be able to handle an amount of train traffic over EJ&E similar to the amount of traffic UP and BNSF handle over their lines through Chicago's western suburbs (over 100-130 trains a day). Based on this mischaracterization, WPSC then launches into a lengthy criticism of UP for not recognizing the obvious fact that the UP and BNSF lines have more capacity than the EJ&E line (WPSC, pp. 8-9).

We do not understand why WPSC thinks that mischaracterizing our position benefits anyone. UP never addressed the capacity of EJ&E's infrastructure to handle any volume of rail traffic, and certainly did not suggest that EJ&E could handle volumes approaching 100-130 trains per day. WPSC omitted all of the language from UP's comments that showed what UP was really talking about. The UP comments addressed claims being made by various community interests that the increased rail traffic from the CN-EJ&E transaction would have environmental effects on the communities along EJ&E, warranting either denial of the application or expensive

mitigation measures. UP's comments demonstrated that the post-transaction traffic projected by CN (20-45 trains per day) was not unusual in the Chicago area and, in fact, was far below train volumes already running through numerous communities in the Chicago area on other rail lines. UP concluded that the environmental effects of the relatively low volumes of traffic involved in this proceeding did not warrant extraordinary mitigation measures.

It is unfortunate that a shipper like WPSC (and the law firm that represents them, which castigates railroads in other settings for supposedly not adding sufficient capacity) opposes a rail transaction aimed at increasing rail capacity, particularly in a location as strategic to the national rail system as Chicago. If the Chicago terminal suffers gridlock, the effects will cascade throughout the rail network, including all of the freight routes serving the Chicago area and impact rail service far from the Chicago area. If WPSC thinks its traffic would somehow be unaffected by such a development—regardless of whether this transaction is approved—it is mistaken. WPSC has as much at stake in solutions to Chicago's rail capacity challenges as the railroads themselves.

Very truly yours,



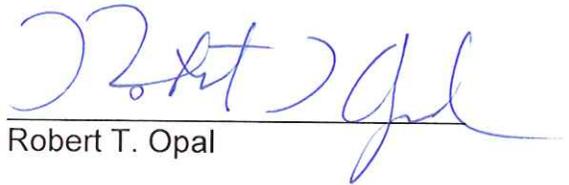
Robert T. Opal

cc: Parties of Record

CERTIFICATE OF SERVICE

I certify that I have this day served a copy of the foregoing document upon all parties of record, as listed in the Board's decision served January 25, 2008 in this proceeding. Service was made by first class United States Mail:

Dated at Omaha, Nebraska this 24th day of March, 2008.

  
Robert T. Opal